

**KAAP AGRI LIMITED**

(Incorporated in the Republic of South Africa)

(Registration number: 2011/113185/06)

Share code: KAL

ISIN: ZAE000244711

("Kaap Agri" or "the Company")

**RESULTS OF THE ANNUAL GENERAL MEETING**

Shareholders are hereby advised that at the annual general meeting of the Company held at 12:30 p.m. today, Thursday, 9 February 2023 at the Conference Venue, Lemoenkloof Guest House, 3 Malan Street, Paarl ("**AGM**"), all of the resolutions were passed by the requisite majority of the Company's shareholders.

Details of the results of the voting at the AGM are as follows:

<b>Resolutions proposed at the AGM</b>	<b>Votes for resolution as a percentage of total number of shares voted at AGM</b>	<b>Votes against resolution as a percentage of total number of shares voted at AGM</b>	<b>Number of shares voted at AGM</b>	<b>Number of shares voted at AGM as a percentage of shares in issue*</b>	<b>Number of shares abstained as a percentage of shares in issue*</b>
Ordinary resolution number 1: Re-appointment of PwC Inc. as the auditor	81.34%	18.66%	32 028 181	42.95%	0.07%
Ordinary resolution number 2: Confirmation of appointment of Ms B Mathews as director	99.99%	0.01%	32 025 541	42.95%	0.07%
Ordinary resolution number 3: Re-election of Mr JH le Roux as director	99.43%	0.57%	32 028 258	42.95%	0.07%
Ordinary resolution number 4: Re-election of Mrs D du Toit as director	99.71%	0.29%	32 028 258	42.95%	0.07%

Ordinary resolution number 5: Re-appointment of Mr CA Otto as member of the Audit and Risk committee	96.85%	3.15%	32 028 056	42.95%	0.07%
Ordinary resolution number 6: Re-appointment of Mrs D du Toit as member of the Audit and Risk committee	99.92%	0.08%	32 028 258	42.95%	0.07%
Ordinary resolution number 7: Re-appointment of Mr BS du Toit as member of the Audit and Risk committee	96.08%	3.92%	30 744 174	41.23%	1.79%
Ordinary resolution number 8: Appointment of Ms B Mathews as member of the Audit and Risk committee	99.99%	0.01%	32 028 258	42.95%	0.07%
Ordinary resolution number 9: Non-binding endorsement of Kaap Agri's remuneration policy	83.00%	17.00%	32 012 505	42.93%	0.09%
Ordinary resolution number 10: Non-binding endorsement of Kaap Agri's implementation report on the remuneration policy	88.20%	11.80%	32 030 100	42.95%	0.06%
Ordinary resolution number 11: General authority to issue ordinary shares for cash	86.74%	13.26%	31 670 799	42.47%	0.55%
Special resolution number 1: Approval of non-executive directors' remuneration	99.46%	0.54%	32 023 445	42.95%	0.07%

Special resolution number 2: Share repurchases by the Company and its subsidiaries	99.47%	0.53%	32 031 981	42.96%	0.06%
Special resolution number 3: Inter-company financial assistance	99.97%	0.03%	32 031 746	42.96%	0.06%
Special resolution number 4: Financial assistance for the subscription and/or purchase of shares in the Company or a related or inter-related company	98.97%	1.03%	32 031 752	42.96%	0.06%
Special resolution number 5: Change of name	99.99%	0.01%	32 022 674	42.94%	0.07%
Ordinary resolution number 12: Authority	99.97%	0.03%	32 028 578	42.95%	0.07%

**Note:**

\*Total number of shares in issue as at the date of the AGM was 74 567 680, of which 4 200 379 were treasury shares.

Paarl  
9 February 2023

Sponsor  
PSG Capital

