

Growthpoint Properties Limited

Approved as a REIT by the JSE
(Incorporated in the Republic of South Africa)
(Registration number 1987/004988/06)
Share code: GRT
ISIN: ZAE000179420
("Growthpoint" or "the Company")

RESULTS OF THE ANNUAL GENERAL MEETING OF GROWTHPOINT PROPERTIES LIMITED (THE "AGM")

Growthpoint's AGM was held on 28 November 2023. All resolutions proposed at the AGM were decided on a poll, the results of which are reflected in the table below. The non-binding advisory resolution relating to the Company's Remuneration Implementation Report was not endorsed by shareholders.

On the record date for the AGM 17 November 2023, Growthpoint had 3 430 787 066 ordinary shares in issue and 3 386 428 576 shares (excluding Treasury Shares) were eligible for voting.

During the year, Growthpoint engaged extensively with shareholders on both remuneration and general AGM matters.

Resolutions	No of Issued Shares Voted	% of issued shares	Votes in Favour	% in favour	Votes Against	% Against	Votes Abstained (% of issued shares)	Result
1.1 Re-election of Non-executive Directors who retire at the meeting and hold themselves available for re-election								
1.1.1 Mr R Gasant	2,633,472,367	76.76	2,488,153,183	94.48	145, 319,184	5.52	0.10	Passed
1.1.2 Mrs KP Lebina	2,633,475,041	76.76	2,577,243,484	97.86	56,231,557	2.14	0.10	Passed
1.1.3 Mr AH Sangqu	2,633,475,038	76.76	2,593,069,081	98.47	40,405,957	1.53	0.10	Passed
1.2 Election of audit committee members								
1.2.1 Mr M Hamman	2,633,472,370	76.76	2,627, 528,857	99.77	5,943,513	0.23	0.10	Passed
1.2.2 Mr FM Berkeley	2,633,472,367	76.76	2,607,880,367	99.03	25, 591 991	0.97	0.10	Passed
1.2.3 Mrs KP Lebina	2,633,475,041	76.76	2,626,525,762	99.74	6,949,279	0.26	0.10	Passed
1.2.4 Mr CD Raphiri	2,630,175,041	76.66	2,469,218,215	93.88	160,956,826	6.12	0.20	Passed
1.2.5 Mr AH Sangqu	2,633,475,041	76.76	2,615,157,846	99.30	18,317,195	0.70	0.10	Passed
1.3 Re-appointment of EY Inc. as auditor and Ms J Fitton as engagement partner	2,633,472,367	76.76	2,612,104,540	99.19	21,367,827	0.81	0.10	Passed
1.4.1 Advisory, non-binding approval of remuneration policy	2,633,413,088	76.76	2,231,564,791	84.74	401,848,927	15.26	0.11	Passed
1.4.2 Advisory, non-binding approval of remuneration policy implementation	2,633,413,088	76.76	1,851,582,032	70.31	781,831086	29.69	0.11	Consult
1.5 To place the unissued authorised ordinary shares under the control of the directors	2,633,210,257	76.75	2,265,513,109	86.04	367,697,148.	13.96	0.11	Passed

1.6	Specific and exclusive authority to issue ordinary shares to afford shareholders distribution reinvestment alternatives	2,633,207,586	76.75	2,610,418,050	99.13	22,789,536	0.87	0.11	Passed
1.7	General but restricted authority to issue shares for cash	2,633,214,279	76.75	2,286,517,396	86.83	346,696,883	13.17	0.11	Passed
1.8	Proposed amendments to the Growthpoint Staff Incentive Scheme Deed and Rules	2,633,148,304	76.75	2,609,002,438	99.08	24,145,8661	0.92	0.11	Passed
1.9	To receive and accept the report of the Social, Ethics and Transformation Committee	2,632,441,732	76.73	2,629,805,652	99.90	2,636,080	0.10	0.13	Passed
2.1	Special resolution: Non-executive directors' fees: financial year ending 30 June 2024	2,633,367,732	76.76	2,453,723,902	93.18	179,643,830	6.82	0.11	Passed
2.2	Special resolution: Financial assistance in terms of Section 44 of the Companies Act	2,633,415,834	76.76	2,001,181,728	75.99	632,234,106	24.01	0.11	Passed
2.3	Special resolution: Financial assistance in terms of Section 45 of the Companies Act	2,633,475,016	76.76	2,012,800,205	76.43	620,674,811	23.57	0.10	Passed
2.4	Special resolution: Authority to repurchase ordinary shares	2,633,334,612	76.76	2,359,916,542	89.62	273,418,070	10.38	0.11	Passed

Resolution 1.4.2 "Advisory non-binding approval of the implementation of the remuneration policy has not obtained the required 75% vote and therefore the company will be engaging dissenting shareholders in the near future to ascertain their concerns. In this regard we also invite dissenting shareholders to contact Lauren Turner, Head of Investor Relations, ESG and Strategy at lturner@growthpoint.co.za or 011 944 6346.

Date: 29 November 2023

Investec Bank Limited
Sponsor to Growthpoint