

PEPKOR HOLDINGS LIMITED

(Incorporated in the Republic of South Africa)

(Registration number: 2017/221869/06)

Share Code: PPH

Debt Code: PPHI

ISIN: ZAE000259479

LEI: 3789006D677C34F69875

("Pepkor" or the "Company")

**RESULTS OF THE ANNUAL GENERAL MEETING**

Shareholders and noteholders are hereby advised that at the annual general meeting of the Company held by electronic participation at 09:00 a.m. today, Thursday, 7 March 2024 ("AGM"), all of the resolutions were passed by the requisite majorities of the Company's shareholders.

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

Resolutions proposed at the AGM	Votes for resolution as a percentage of total number of shares voted at AGM	Votes against resolution as a percentage of total number of shares voted at AGM	Number of shares voted at AGM	Number of shares voted at AGM as a percentage of shares in issue*	Number of shares abstained as a percentage of shares in issue*
Ordinary resolution number 1: Re-election of F Petersen-Cook as a director who retires by rotation	96.94%	3.06%	3 130 903 710	84.97%	0.00%
Ordinary resolution number 2: Re-election of WYN Luhabe as a director who retires by rotation	97.34%	2.66%	3 130 903 710	84.97%	0.00%
Ordinary resolution number 3: Re-election of ZN Malinga as a director who retires by rotation	100.00%	0.00%	3 130 903 710	84.97%	0.00%
Ordinary resolution number 4: Appointment of RN Ntshingila as a director	100.00%	0.00%	3 130 903 710	84.97%	0.00%
Ordinary resolution number 5: Re-appointment of HH Hickey as a member of the audit and risk committee	100.00%	0.00%	3 130 903 710	84.97%	0.00%
Ordinary resolution number 6: Re-appointment of F Petersen-Cook as a member of the audit and risk committee	96.94%	3.06%	3 130 903 710	84.97%	0.00%
Ordinary resolution number 7:	100.00%	0.00%	3 130 903 710	84.97%	0.00%

Appointment of ZN Malinga as a member of the audit and risk committee					
Ordinary resolution number 8: Appointment of SH Müller as a member of the audit and risk committee	97.61%	2.39%	3 130 903 710	84.97%	0.00%
Ordinary resolution number 9: Re-appointment of PricewaterhouseCoopers Inc. as auditor	100.00%	0.00%	3 130 985 116	84.97%	0.00%
Ordinary resolution number 10: Non-binding advisory vote on Pepkor's remuneration policy	82.51%	17.49%	3 130 985 116	84.97%	0.00%
Ordinary resolution number 11: Non-binding advisory vote on Pepkor's implementation report on the remuneration policy	86.06%	13.94%	3 130 984 484	84.97%	0.00%
Special resolution number 1: Remuneration of non-executive directors					
Special resolution number 1.1: Board chair	98.94%	1.06%	3 130 903 710	84.97%	0.00%
Special resolution number 1.2: Lead independent director	99.78%	0.22%	3 130 903 710	84.97%	0.00%
Special resolution number 1.3: Board members	99.78%	0.22%	3 130 903 710	84.97%	0.00%
Special resolution number 1.4: Audit and risk committee chair	99.83%	0.17%	3 130 985 116	84.97%	0.00%
Special resolution number 1.5: Audit and risk committee members	99.83%	0.17%	3 130 985 116	84.97%	0.00%
Special resolution number 1.6: Human resources and remuneration committee chair	99.90%	0.10%	3 130 985 116	84.97%	0.00%
Special resolution number 1.7: Human resources and remuneration committee members	99.90%	0.10%	3 130 985 116	84.97%	0.00%
Special resolution number 1.8: Social and ethics committee chair	99.90%	0.10%	3 130 990 116	84.97%	0.00%
Special resolution number 1.9:	99.90%	0.10%	3 130 990 116	84.97%	0.00%

Social and ethics committee members					
Special resolution number 1.10: Nomination committee members	99.89%	0.11%	3 130 985 116	84.97%	0.00%
Special resolution number 1.11: Investment committee chair	99.89%	0.11%	3 130 985 116	84.97%	0.00%
Special resolution number 1.12: Investment committee members	99.90%	0.10%	3 130 985 116	84.97%	0.00%
Special resolution number 1.13: Director approved by Prudential Authority	100.00%	0.00%	3 130 985 116	84.97%	0.00%
Special resolution number 2: Intercompany financial assistance in terms of section 45 of the Companies Act	99.98%	0.02%	3 130 985 116	84.97%	0.00%
Special resolution number 3: Financial assistance for the subscription and/or purchase of securities in the company or in subsidiary companies in terms of section 44 of the Companies Act	97.18%	2.82%	3 130 885 116	84.97%	0.00%
Special resolution number 4: General authority to repurchase shares issued by the company	98.55%	1.45%	3 130 949 782	84.97%	0.00%

Note:

*Total number of shares in issue as at Friday, 1 March 2024, being the record date to be eligible to vote at the AGM, was 3 683 254 073, of which 2 151 270 were treasury shares.

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7 March 2024

Equity Sponsor

Investec Bank Limited

Debt sponsor

Rand Merchant Bank (a division of FirstRand Bank Limited)