

AYO TECHNOLOGY SOLUTIONS LIMITED
(Incorporated in the Republic of South Africa)
Registration number: 1996/014461/06
JSE share code: AYO
ISIN: ZAE000252441
("AYO" or "the Company")



RESULTS OF THE ANNUAL GENERAL MEETING

Shareholders are hereby advised that the results of the voting at the annual general meeting ("AGM") of the Company held at 10:00 today, Wednesday, 13 March 2024, on the Microsoft Teams Platform, are set out below.

Shareholders are further advised that:

- there were 344 125 944 shares in issue as at the date of the AGM; and
- the total number of shares that were present represented by proxy at the AGM was 253 873 848 shares being 73.77% of the total number of shares in issue.

All the resolutions, as set out in the Notice of AGM included in the Integrated Annual Report posted to shareholders, were duly approved by the requisite majority of shareholders present and voting other than the following:

- Ordinary resolution number 15 relating to the general authority to issue ordinary shares for cash;

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: To confirm the appointment of the following Director: Mr A Makan	98,66%	1,34%	253 438 990	73,65%	0,13%
Ordinary resolution number 2: To confirm the appointment of the following Director: Mr P Guzha	98,66%	1,34%	253 438 990	73,65%	0,13%
Ordinary resolution number 3: To re-elect the following Director who retires by rotation:	98,66%	1,34%	253 438 990	73,65%	0,13%

Mr S Rasethaba					
Ordinary resolution number 4: To re-elect the following Director who retires by rotation: Adv Dr NA Ramathlodi	59,29%	40,71%	253 438 990	73,65%	0,13%
Ordinary resolution number 5: To appoint Ms RP Mosia as a member of the audit and risk committee	59,29%	40,71%	253 438 990	73,65%	0,13%
Ordinary resolution number 6: To appoint S Rasethaba as a member of the audit and risk committee	98,66%	1,34%	253 438 990	73,65%	0,13%
Ordinary resolution number 7: To appoint Advocate Dr NA Ramathlodi as a member of the audit and risk committee	59,29%	40,71%	253 438 990	73,65%	0,13%
Ordinary resolution number 8: To appoint Ms AB Amod as a member of the audit and risk committee	58,95%	41,05%	251 378 990	73,05%	0,72%
Ordinary resolution number 9: To appoint Adv Dr NA Ramathlodi as a member of the Social, Ethics Transformation (SET) committee	98,66%	1,34%	253 438 990	73,65%	0,13%
Ordinary resolution number 10: To appoint Ms RP Mosia as a member of the SET committee	98,66%	1,34%	253 438 990	73,65%	0,13%
Ordinary resolution number 11:	98,65%	1,35%	251 378 990	73,05%	0,72%

To appoint Ms AB Amod as a member of the SET committee					
Ordinary resolution number 12: To appoint Crowe JHB as joint independent auditors of the Company	98,66%	1,34%	253 864 160	73,77%	0,00%
Ordinary resolution number 13: To appoint Thawt Inc. as joint independent auditors of the Company	98,66%	1,34%	253 864 160	73,77%	0,00%
Ordinary resolution number 14: Control of authorised but unissued ordinary shares	58,85%	41,15%	251 804 160	73,17%	0,60%
Ordinary resolution number 15: Approval to issue ordinary shares and/or options for cash	59,19%	40,81%	253 864 160	73,77%	0,00%
Ordinary resolution number 16: Non-binding advisory vote on the Remuneration policy of the Company	2,68%	97,32%	253 864 160	73,77%	0,00%
Ordinary resolution number 17: non-binding advisory vote on the implementation of the Remuneration policy of the Company	2,68%	97,32%	253 864 160	73,77%	0,00%
Ordinary Resolution 18: Directors' authority to sign documentation	98,49%	1,51%	253 864 160	73,77%	0,00%

Special resolution number 1: To approve the remuneration of the non-executive Directors	98,49%	1,51%	253 864 160	73,77%	0,00%
Special resolution number 2: To approve inter-company financial assistance	98,49%	1,51%	253 864 160	73,77%	0,00%
Special resolution number 3: To approve financial assistance for the subscription or purchase of shares in the Company or in a related or inter-related company	98,49%	1,51%	253 864 160	73,77%	0,00%
Special resolution number 4: Approval for the Company or its subsidiaries to repurchase shares of the Company	98,66%	1,34%	253 864 160	73,77%	0,00%

Shareholders are further advised that due to Ordinary resolution numbers 16 and 17 relating to the approval of the Company's remuneration policy and its implementation, respectively, being voted against by more than 25% of AYO shareholders, an invitation is hereby extended to such dissenting shareholders to engage with the Company.

Those wishing to do so should, in the first instance, contact the group secretary at wazeer.moosa@ayotsl.com.

Cape Town
14 March 2024

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