

MULTICHOICE GROUP LIMITED
(Incorporated in the Republic of South Africa)
(Registration number: 2018/473845/06)
JSE Share Code: MCG ISIN: ZAE000265971
("MultiChoice" or "the Company" or "the Group")

PROCEEDINGS AT THE FY24 ANNUAL GENERAL MEETING

1. Proceedings at the Annual General Meeting

At the sixth (6th) annual general meeting of the shareholders of MultiChoice ("AGM") held on Wednesday, 28 August 2024, all ordinary and special resolutions proposed at the AGM were approved by the requisite majority of votes. Ordinary resolution 2.3, relating to the re-election of John James (Jim) Volkwyn as a director, was withdrawn given his decision not to seek re-election.

In addition, non-binding advisory resolution number 1 and 2, relating to the remuneration policy and endorsement of the Company's remuneration implementation report, achieved the required support.

MultiChoice confirms the voting statistics from the AGM as follows:

Resolution	Votes cast disclosed as a percentage of the total number of shares voted at the meeting		Number of Shares Voted	Shares voted disclosed as a percentage of the total issued shares ⁽¹⁾	Shares abstained disclosed as a percentage of the total issued shares ⁽¹⁾
	For	Against			
Ordinary resolution number 1:					
Presenting the annual reporting suite	100%	0%	395 357 256	89.40%	0.01%
Ordinary resolution number 2: Re-election of directors					
2.1 James Hart du Preez	99.89%	0.11%	395 357 256	89.40%	0.00%
2.2 Dr Fatai Sanusi	99.89%	0.11%	395 357 256	89.40%	0.00%
2.3 John James Volkwyn (withdrawn)	WITHDRAWN				

Ordinary resolution number 3: Appointment of independent auditor					
Re-appointment of Ernst & Young Incorporated until the next annual general meeting.	99.63%	0.37%	395 357 256	89.40%	0.00%
Ordinary resolution number 4: Appointment of audit committee members					
4.1 Louisa Stephens (chair of the committee)	99.89%	0.11%	395 357 256	89.40%	0.00%
4.2 James Hart du Preez	99.89%	0.11%	395 357 256	89.40%	0.00%
4.3 Christine Mideva Sabwa	99.89%	0.11%	395 357 256	89.40%	0.00%
Ordinary resolution number 5:					
Authorisation to implement resolutions	100.00%	0.00%	395 357 256	89.40%	0.00%
Non-binding advisory resolution number 1: Endorsement of the remuneration policy					
Endorsement of the Company's remuneration policy	93.64%	6.36%	395 357 256	89.40%	17.89%
Non-binding advisory resolution number 2: Endorsement of the implementation of the remuneration policy					
Endorsement of the implementation of the remuneration	76.35%	23.65%	395 357 256	89.40%	0.00%
Special resolution number 1:					
Approval of the remuneration of non-executive directors	85.90%	14.10%	395 357 256	89.40%	0.00%
Special resolution number 2:					
To approve generally the provision of financial assistance in terms of	96.60%	3.40%	395 357 256	89.40%	0.00%

section 44 of the Companies Act.					
Special resolution number 3:					
To approve generally the provision of financial assistance in terms of section 45 of the Companies Act.	96.66%	3.34%	395 357 256	89.40%	0.00%

(1) Total issued shares in issue amounted to 442 512 678.

Randburg

28 August 2024

Sponsor

RAND MERCHANT BANK (A division of FirstRand Bank Limited)

Important notice

Shareholders should take note that, pursuant to a provision of the MultiChoice memorandum of incorporation, MultiChoice is permitted to reduce the voting rights of shares in MultiChoice (including MultiChoice shares deposited in terms of the American Depositary Share ("ADS") facility) so that the aggregate voting power of MultiChoice shares that are presumptively owned or held by foreigners to South Africa (as envisaged in the MultiChoice memorandum of incorporation) will not exceed 20% of the total voting power in MultiChoice. This is to ensure compliance with certain statutory requirements applicable to South Africa. For this purpose, MultiChoice will presume in particular that:

- all MultiChoice shares deposited in terms of the MultiChoice ADS facility are owned or held by foreigners to South Africa, regardless of the actual nationality of the MultiChoice ADS holder; and
- all shareholders with an address outside of South Africa on the register of MultiChoice will be deemed to be foreigners to South Africa, irrespective of their actual nationality or domicilium, unless such shareholder can provide proof, to the satisfaction of the MultiChoice board, that it should not be deemed to be a foreigner to South Africa, as envisaged in article 40.1.3 of the MultiChoice memorandum of incorporation.

Shareholders are referred to the provisions of the MultiChoice memorandum of incorporation available at www.multichoice.com for further detail. If shareholders are in any doubt as to what action to take, they should seek advice from their broker, attorney or other professional adviser.

Shareholders are further referred to the ruling issued by the Takeover Regulation Panel on 27 February 2024, which ruling deals with the MultiChoice memorandum of incorporation. Shareholders can access the ruling on the Company's website at <https://www.investors.multichoice.com/regulatory.php>.

If shareholders are in any doubt as to what action to take, they should seek advice from their broker, attorney or other professional adviser.