

SYGNIA LIMITED
(Incorporated in the Republic of South Africa)
(Registration number 2007/025416/06)
Share code on the JSE and A2X: SYG
ISIN: ZAE000208815
General Segment
("Sygnia" or the "Company")

RESULTS OF GENERAL MEETING – ODD-LOT OFFER

1. Introduction

- 1.1 Sygnia shareholders ("**Shareholders**") are referred to the announcement released on SENS on Friday, 31 January 2025, wherein they were advised that the Company proposes to make an Odd-Lot Offer to all ordinary shareholders holding less than 100 (one hundred) ordinary shares ("**Odd-Lot Holders**") of no par value in the Company ("**Odd-Lot Holdings**"). In terms of the Odd-Lot Offer, Sygnia would, subject to shareholders' approval, repurchase the Odd-Lot Holdings from the Odd-Lot Holders at the 30-day volume weighted average price of a Sygnia share at the close of business on Friday, 7 March 2025 ("**Odd-Lot Offer**").
- 1.2 Shareholders were further advised of a circular detailing the proposed Odd-Lot Offer ("**Circular**") distributed to Shareholders on Friday, 31 January 2025, which Circular incorporated a notice convening a General Meeting of shareholders ("**General Meeting**") for the purpose of considering and, if deemed fit, passing, with or without modification, the resolutions contained therein.
- 1.3 Unless otherwise defined herein, capitalised words and terms contained in this announcement shall bear the meanings ascribed thereto in the Circular.

2. Results of General Meeting

- 2.1 Shareholders are hereby advised that the General Meeting of the Company was held at 10:00 today, 3 March 2025 and that all of the resolutions were passed by the requisite majority of the Company's shareholders.
- 2.2 Details of the results of the voting at the General Meeting are as follows:

Total issued number of ordinary shares: 152 377 489

Number of ordinary shares represented at the General Meeting: 99 712 002

Percentage of ordinary shares represented at the General Meeting: 65%

Resolution	Number of shares voted	Percentage of shares voted*	For**	Against**	Abstained*
Special Resolution no. 1: Specific authority to repurchase shares from Odd-lot Holders	99 696 202	65.43%	99.98%	0.02%	0.01%
Ordinary Resolution no. 1: Authority to make and implement the Odd-lot Offer, specifically the repurchase of the Odd-lot Holdings from the Odd-lot Holders who do not make an election	99 696 202	65.43%	99.98%	0.02%	0.01%
Ordinary Resolution no. 2: Authority of Directors and/or Company Secretary to take all such actions necessary to implement the Odd-lot Offer, Special resolution no.1 and Ordinary resolution no.1	99 687 275	65.42%	99.99%	0.01%	0.02%

*Based on 152 377 489 shares in issue as at the date of the General Meeting

****Based on the total number of shares voted at the General Meeting**

3. Salient Dates and Times

Sygnia Shareholders are reminded of the following salient dates and times in relation to the Odd-Lot Offer:

2025

If the Resolution relating to the Odd-Lot Offer is passed, Odd-Lot Offer opens at 09:00	Tuesday, 4 March
Finalisation announcement (including the Odd-Lot Offer Price) in respect of Odd-Lot Offer by 11:00	Monday, 10 March
Last day to trade to participate in the Odd-Lot Offer	Monday, 17 March
Shares commence trading ex Odd-Lot Offer	Tuesday, 18 March
Odd-Lot Offer closes at 12:00	Thursday, 20 March
Record Date for the Odd-Lot Offer	Thursday, 20 March
Dematerialised Odd-lot Holders who have accepted the Odd-Lot Offer or who have made no election will have their accounts at their CSDP or Broker credited with the Odd-Lot Consideration	Monday, 24 March
Results of Odd-Lot Offer released on SENS	Monday, 24 March
Delisting and cancellation of Sygnia Shares repurchased in terms of the Odd-Lot Offer on or about	Wednesday, 26 March

Notes:

1. All times referred to in this announcement are local times in South Africa and are subject to change.
2. Any variation of the above dates and times will be approved by the JSE and released on SENS.
3. Odd-lot Offer:
 - 3.1 Dematerialised Odd-lot Holders are requested to notify their duly appointed Broker or CSDP of their election by the cut off time stipulated by their Broker or CSDP. This will be before the Closing Date of the Odd-lot Offer.
 - 3.2 In the case of Certificated Odd-lot Holders who decide to sell their Odd-lot Holdings for the Odd-lot Consideration payment will be made by Monday, 24 March 2025 by EFT into the bank accounts of the Odd-lot Holders, which are provided by the Odd-lot Holders on the Form of Election and Surrender (grey).
 - 3.3 Odd-lot Holders who are non-residents of the Common Monetary Area and who have never resided in the Common Monetary Area, whose registered address is outside the Common Monetary Area and whose Documents of Title have been restrictively endorsed under the Exchange Control Regulations, and who decide to sell their Odd-lot Holdings for the Odd-lot Consideration, are referred to paragraph 3.9 of the Circular regarding processing and payment of the Odd-lot Consideration.
 - 3.4 Those Odd-lot Holders who do not make an election will automatically be deemed to have accepted the Odd-lot Offer and shall be deemed to have agreed to dispose of their Odd-lot Holdings to Sygnia at the Odd-lot Offer Price and to receive the Odd-lot Consideration.
 - 3.5 Shareholders may not dematerialise or rematerialise their Shares between the last day to trade to participate in the Odd-lot Offer and the Record Date for the Odd-lot Offer both days inclusive.

Cape Town
3 March 2025

Sponsor:
The Standard Bank of South Africa Limited