

KAP INDUSTRIAL HOLDINGS LIMITED
(Incorporated in the Republic of South Africa)
(Registration number: 1978/000181/06)
Share code: KAP
ISIN: ZAE000171963
("KAP" or "the Company")

Results Of The Annual General Meeting

Shareholders are hereby advised that at the annual general meeting of the Company held on Monday, 13 November 2017, in the Cellar Hall at the Lanzerac Hotel in Stellenbosch ("AGM"), all of the ordinary and special resolutions proposed, were passed by the requisite majority of votes by KAP shareholders.

The detailed voting results of the AGM are displayed below:

Resolutions proposed at the AGM	Votes FOR as a percentage of total number of share voted at the AGM (%)	Votes AGAINST as a percentage of total number of shares voted at the AGM (%)	Number of shares voted at the AGM	Number of shares voted at the AGM as a percentage of shares in issue (%)	Number of shares ABSTAINED as a percentage of shares in issue (%)
Ordinary resolution 1 - Re-appointment of auditor firm and individual auditor	99.99%	0.01%	2 242 929 961	84.25%	0.01%
Special resolution 1 Approval of fees payable to non-executive directors for service on the board and board committees:					
1.1 Independent non-executive Chairman	100%	0%	2 242 869 855	84.25%	0.01%
1.2 Non-Executive Deputy Chairman	99.99%	0.01%	2 242 871 205	84.25%	0.01%
1.3 Board Members	99.99%	0.01%	2 242 869 855	84.25%	0.01%
1.4 Audit & Risk Com Chairman	99.99%	0.01%	2 242 869 855	84.25%	0.01%
1.5 Audit & Risk Com members	99.99%	0.01%	2 242 869 855	84.25%	0.01%
1.6 HR & RemCom Chairman	99.99%	0.01%	2 242 869 855	84.25%	0.01%
1.7 HR & RemCom members	99.99%	0.01%	2 242 869 855	84.25%	0.01%
1.8 Nominations Com Chairman	99.99%	0.01%	2 242 869 855	84.25%	0.01%
1.9 Nominations Com members	99.99%	0.01%	2 242 869 855	84.25%	0.01%
1.10 Social & Ethics Com Chairman	99.99%	0.01%	2 242 871 205	84.25%	0.01%
1.11 Social & Ethics Com members	99.99%	0.01%	2 242 869 855	84.25%	0.01%

Ordinary resolution number 2 - Re-election of directors retiring by rotation:					
2.1 J de V du Toit	98.06%	1.94%	2 242 869 855	84.25%	0.01%
2.2 KJ Grové	99.91%	0.09%	2 242 869 855	84.25%	0.01%
2.3 SH Nomvete	99.95%	0.05%	2 242 869 855	84.25%	0.01%
2.4 CJH van Niekerk	100%	0.00%	2 242 869 855	84.25%	0.01%
Ordinary resolution 3 - Ratification of appointments of :					
3.1 TLR de Klerk	99.91%	0.09%	2 242 869 855	84.25%	0.01%
3.2 LJ du Preez	99.91%	0.09%	2 242 869 855	84.25%	0.01%
Ordinary resolution number 4 Re-election of members of the Audit & Risk Com:					
4.1 S H Müller	99.32%	0.68%	2 242 869 855	84.25%	0.01%
4.2 S H Nomvete	98.27%	1.73%	2 176 142 451	81.74%	2.52%
4.3 P K Quarmbly	100%	0.00%	2 242 869 855	84.25%	0.01%
Ordinary resolution number 5 - Placing of shares under the control of the directors for commercial purposes	96.01%	3.99%	2 242 869 385	84.25%	0.01%
Ordinary resolution number 6 - Placing of shares under the control of the directors for purposes of the share scheme	95.53%	4.47%	2 242 869 385	84.25%	0.01%
Special resolution number 2 - General authority to repurchase shares issued by the Company	98.04%	1.96%	2 242 871 205	84.25%	0.01%
Ordinary resolution number 7 - General authority to distribute share capital and/or reserves	100%	0.00%	2 242 870 735	84.25%	0.01%
Ordinary resolution number 8 - General authority to issue convertible instruments	93.79%	6.21%	2 242 870 735	84.25%	0.01%
Non-binding ordinary resolution number 9 - Endorsement of the company's:					
9.1 remuneration policy	87.84%	12.16%	2 242 870 735	84.25%	0.01%
9.2 implementation report	89.19%	10.81%	2 242 870 735	84.25%	0.01%
Special resolution number 3 - General authority to provide financial assistance	97.84%	2.16%	2 242 871 205	84.25%	0.01%

Cape Town
13 November 2017

Sponsor
PSG Capital Proprietary Limited