

TRUWORTHS INTERNATIONAL LIMITED
(Incorporated in the Republic of South Africa)
(Registration number 1944/017491/06)
JSE code: TRU; NSX code: TRW
ISIN: ZAE000028296
(“Truworths” or the “company”)

RESULTS OF ANNUAL GENERAL MEETING

Truworths advises that at the annual general meeting (“AGM”) of the company’s shareholders (“shareholders”) held on Thursday, 2 November 2017, all the ordinary and special resolutions, as set out in the notice of AGM dated Thursday, 17 August 2017, were approved by the requisite majority of shareholders present or represented.

The required special resolutions are not required to be lodged with the Companies and Intellectual Property Commission.

The Truworths shares in issue eligible to vote at the AGM were 429 779 470 (“voteable shares”). This number is calculated as the total number of Truworths shares in issue, less repurchased shares and share scheme shares.

The number of Truworths shares represented at the AGM either by shareholders personally present, or through letters of representation and by proxy, was 254 040 161 representing 59% of the voteable shares.

Details of the voting on the resolutions are as follows:

Item number 1: To receive and adopt the Annual Financial Statements for the period ended 2 July 2017

Shares Voted	Shares Abstained	Shares For	Shares Against
253 423 353	616 808	253 423 353	0
% Voted	% Abstained	% For	% Against
58.97	0.14	100.00	0.00

Item number 2: To re-elect the retiring directors:

- Mr H Saven

Shares Voted	Shares Abstained	Shares For	Shares Against
247 893 932	6 146 229	224 297 692	23 596 240
% Voted	% Abstained	% For	% Against
57.68	1.43	90.48	9.52

- Mr MA Thompson

Shares Voted	Shares Abstained	Shares For	Shares Against
253 652 703	387 458	227 242 418	26 410 285
% Voted	% Abstained	% For	% Against
59.02	0.09	89.59	10.41

- Mr RJA Sparks

Shares Voted	Shares Abstained	Shares For	Shares Against
253 652 703	387 458	251 717 501	1 935 202
% Voted	% Abstained	% For	% Against
59.02	0.09	99.24	0.76

- Dr CT Ndlovu

Shares Voted	Shares Abstained	Shares For	Shares Against
253 652 703	387 458	233 702 695	19 950 008
% Voted	% Abstained	% For	% Against
59.02	0.09	92.13	7.87

Item number 3: To give the directors a limited and conditional general authority over the unissued and repurchased shares

Shares Voted	Shares Abstained	Shares For	Shares Against
253 649 648	390 513	225 063 160	28 586 488
% Voted	% Abstained	% For	% Against
59.02	0.09	88.73	11.27

Item number 4*: To give a limited and conditional general mandate for the company or its subsidiaries to acquire the company's shares

Shares Voted	Shares Abstained	Shares For	Shares Against
253 629 057	411 104	251 252 602	2 376 455
% Voted	% Abstained	% For	% Against
59.01	0.10	99.06	0.94

Item number 5: To re-elect Ernst & Young Inc. as auditor for the period ending 1 July 2018 and to authorise the Audit Committee to determine the terms and fees

Shares Voted	Shares Abstained	Shares For	Shares Against
253 656 175	383 986	245 539 830	8 116 345
% Voted	% Abstained	% For	% Against
59.02	0.09	96.80	3.20

Item number 6*: To approve the proposed fees of the non-executive directors for the 12 month period from 1 January 2018 to 31 December 2018

Shares Voted	Shares Abstained	Shares For	Shares Against
253 647 870	392 291	253 632 794	15 076
% Voted	% Abstained	% For	% Against
59.02	0.09	99.99	0.01

Item number 7: To confirm the appointment of the following qualifying independent non-executive directors to the company's Audit Committee:

- Mr MA Thompson

Shares Voted	Shares Abstained	Shares For	Shares Against
253 652 703	387 458	228 389 958	25 262 745
% Voted	% Abstained	% For	% Against
59.02	0.09	90.04	9.96

- Mr RG Dow

Shares Voted	Shares Abstained	Shares For	Shares Against
253 652 703	387 458	242 874 426	10 778 277
% Voted	% Abstained	% For	% Against
59.02	0.09	95.75	4.25

- Mr RJA Sparks

Shares Voted	Shares Abstained	Shares For	Shares Against
253 652 703	387 458	250 168 136	3 484 567
% Voted	% Abstained	% For	% Against
59.02	0.09	98.63	1.37

Item number 8: To approve by way of a non-binding advisory vote the company's remuneration policy and implementation report as set out in the company's 2017 Integrated Annual Report

- Remuneration policy

Shares Voted	Shares Abstained	Shares For	Shares Against
253 407 982	632 179	220 653 163	32 754 819
% Voted	% Abstained	% For	% Against
58.96	0.15	87.07	12.93

- Implementation report

Shares Voted	Shares Abstained	Shares For	Shares Against
253 404 774	635 387	234 763 651	18 641 123
% Voted	% Abstained	% For	% Against
58.962	0.15	92.64	7.36

Item number 9: To consider the report of the Social and Ethics Committee for the period ended 2 July 2017 as published out on the company's website

Shares Voted	Shares Abstained	Shares For	Shares Against
253 420 145	620 016	253 413 506	6 639
% Voted	% Abstained	% For	% Against
58.97	0.14	100.00	0.00

Item number 10: To confirm the appointment of the following qualifying directors to the company's Social and Ethics Committee for the period until the next AGM:

- Mr MA Thompson

Shares Voted	Shares Abstained	Shares For	Shares Against
253 653 943	386 218	238 728 018	14 925 925
% Voted	% Abstained	% For	% Against
59.02	0.09	94.12	5.88

- Dr CT Ndlovu

Shares Voted	Shares Abstained	Shares For	Shares Against
253 653 953	386 208	242 830 319	10 823 634
% Voted	% Abstained	% For	% Against
59.02	0.09	95.73	4.27

- Mr DB Pfaff

Shares Voted	Shares Abstained	Shares For	Shares Against
253 653 943	386 218	253 058 139	595 804
% Voted	% Abstained	% For	% Against
59.02	0.09	99.77	0.23

Item number 11*: To approve the provision of financial assistance by the company, as authorised by the board, to group entities in accordance with the Companies Act (71 of 2008, as amended)

Shares Voted	Shares Abstained	Shares For	Shares Against
253 649 160	391 001	250 671 041	2 978 119
% Voted	% Abstained	% For	% Against
59.02	0.09	98.83	1.17

Notes

* denotes a special resolution

- The percentage of shares voted is calculated by dividing the number of shares represented at the AGM (excluding shares abstained) by the voteable shares.
- The percentages of shares voted for and against are calculated in relation to the number of shares represented at the AGM, (excluding shares abstained).
- The percentage of shares abstained is calculated in relation to the number of voteable shares.

Cape Town
2 November 2017

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