

**York Timber Holdings Limited**

Incorporated in the Republic of South Africa

Registration number: 1916/004890/06

JSE share code: YRK

ISIN: ZAE000133450

("York" or the "Company")

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**RESULTS OF ANNUAL GENERAL MEETING AND DETAILS OF ENGAGEMENT WITH SHAREHOLDERS**

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York shareholders ("**Shareholders**") are advised that at the annual general meeting ("**AGM**") of Shareholders held on Wednesday, 8 November 2017, all the ordinary and special resolutions, as set out in the notice of AGM dated 22 September 2017, were approved by the requisite majority of Shareholders present or represented by proxy.

All resolutions proposed at the AGM, together with the percentage of shares abstained, as well as the percentage of votes carried for and against each resolution, are as follows:

**Ordinary resolution number 1: Adoption of the annual financial statements**

<b>Shares Voted</b>	<b>Abstained</b>	<b>For</b>	<b>Against</b>
252 037 546			
76.09%	0.09%	100.00%	0.00%

**Ordinary resolution number 2: (by separate resolutions) Re-election of directors who retire by rotation****Ordinary resolution number 2.1: Dr Jim Myers**

<b>Shares Voted</b>	<b>Abstained</b>	<b>For</b>	<b>Against</b>
252 037 556			
76.09%	0.09%	99.92%	0.08%

**Ordinary resolution number 2.2: Paul Botha**

<b>Shares Voted</b>	<b>Abstained</b>	<b>For</b>	<b>Against</b>
252 037 556			
76.09%	0.09%	99.96%	0.04%

**Ordinary resolution number 2.3: Dr Azar Jammine**

<b>Shares Voted</b>	<b>Abstained</b>	<b>For</b>	<b>Against</b>
252 037 556			
76.09%	0.09%	99.96%	0.04%

**Ordinary resolution number 2.4: Maserame Mouyeme**

<b>Shares Voted</b>	<b>Abstained</b>	<b>For</b>	<b>Against</b>
251 943 304			
76.06%	0.12%	99.97%	0.03%

**Ordinary resolution number 3: Re-appointment of external auditor**

<b>Shares Voted</b>	<b>Abstained</b>	<b>For</b>	<b>Against</b>
251 959 556			
76.07%	0.12%	99.29%	0.71%

**Ordinary resolution number 4: Election of Audit Committee members**

**Ordinary resolution number 4.1: Gavin Tipper**

<b>Shares Voted</b>	<b>Abstained</b>	<b>For</b>	<b>Against</b>
251 943 304			
76.06%	0.12%	100.00%	0.00%

**Ordinary resolution number 4.2: Dr Azar Jammine**

<b>Shares Voted</b>	<b>Abstained</b>	<b>For</b>	<b>Against</b>
252 037 556			
76.09%	0.09%	99.96%	0.04%

**Ordinary resolution number 4.3: Thabo Mokgatla**

<b>Shares Voted</b>	<b>Abstained</b>	<b>For</b>	<b>Against</b>
251 943 304			
76.06%	0.12%	99.97%	0.03%

**Ordinary resolution number 5.1: Endorsement of York's remuneration policy**

<b>Shares Voted</b>	<b>Abstained</b>	<b>For</b>	<b>Against</b>
252 029 556			
76.09%	0.10%	60.89%	39.11%*

**Ordinary resolution number 5.2: Endorsement of York's remuneration implementation report**

<b>Shares Voted</b>	<b>Abstained</b>	<b>For</b>	<b>Against</b>
252 029 556			
76.09%	0.10%	60.88%	39.12%*

\*As a result of more than 25% of the votes cast against ordinary resolutions number 5.1 and 5.2, York invites those Shareholders who voted against either of these resolutions to engage with the Company. Further details of the method of engagement are set out at the end of this announcement.

**Ordinary resolution number 6:** General authority to issue shares for cash

Shares Voted	Abstained	For	Against
251 943 304			
76.06%	0.12%	94.75%	5.25%

**Ordinary resolution number 7\*\*:** Placing authorised but unissued shares under the control of the Board

Shares Voted	Abstained	For	Against
251 935 804			
76.06%	0.12%	94.75%	5.25%

\*\*A modification to ordinary resolution number 7 was tabled at the AGM prior to proposing the resolution. In terms of the modification, the Company limited the scope of authority to be granted to the board of directors of York to a maximum of 10% of the issued ordinary share capital of the Company (excluding treasury shares), representing not more than 31 604 801 ordinary shares in the Company, as at the date of the AGM.

**Special resolution number 1:** General authority to acquire (repurchase) shares

Shares Voted	Abstained	For	Against
252 037 556			
76.09%	0.09%	99.29%	0.71%

**Special resolution number 2:** (by separate resolutions)

**Remuneration of non-executive directors for the period January 2017 to December 2017**

**Special resolution number 2.1:** Chairman of the Board

Shares Voted	Abstained	For	Against
252 037 556			
76.09%	0.09%	99.93%	0.07%

**Special resolution number 2.2:** Non-executive directors

Shares Voted	Abstained	For	Against
252 037 556			
76.09%	0.09%	99.93%	0.07%

**Special resolution number 2.3: Chairman of the Audit Committee**

<b>Shares Voted</b>	<b>Abstained</b>	<b>For</b>	<b>Against</b>
252 037 556			
76.09%	0.09%	99.93%	0.07%

**Special resolution number 2.4: Member of the Audit Committee**

<b>Shares Voted</b>	<b>Abstained</b>	<b>For</b>	<b>Against</b>
252 037 556			
76.09%	0.09%	99.93%	0.07%

**Special resolution number 2.5: Chairman of the Remuneration Committee**

<b>Shares Voted</b>	<b>Abstained</b>	<b>For</b>	<b>Against</b>
252 037 556			
76.09%	0.09%	99.93%	0.07%

**Special resolution number 2.6: Chairman of the Nomination Committee**

<b>Shares Voted</b>	<b>Abstained</b>	<b>For</b>	<b>Against</b>
252 037 556			
76.09%	0.09%	99.93%	0.07%

**Special resolution number 2.7: Member of the Remuneration and Nomination Committee**

<b>Shares Voted</b>	<b>Abstained</b>	<b>For</b>	<b>Against</b>
252 037 556			
76.09%	0.09%	99.93%	0.07%

**Special resolution number 2.8: Chairman of the Risk and Opportunity Committee**

<b>Shares Voted</b>	<b>Abstained</b>	<b>For</b>	<b>Against</b>
252 037 556			
76.09%	0.09%	99.93%	0.07%

**Special resolution number 2.9: Member of the Risk and Opportunity Committee**

<b>Shares Voted</b>	<b>Abstained</b>	<b>For</b>	<b>Against</b>
252 037 556			
76.09%	0.09%	99.93%	0.07%

**Special resolution number 2.10: Chairman of the Social and Ethics Committee**

<b>Shares Voted</b>	<b>Abstained</b>	<b>For</b>	<b>Against</b>
252 037 556			
76.09%	0.09%	99.93%	0.07%

**Special resolution number 2.11: Member of the Social and Ethics Committee**

<b>Shares Voted</b>	<b>Abstained</b>	<b>For</b>	<b>Against</b>
252 037 556			
76.09%	0.09%	99.93%	0.07%

**Remuneration of non-executive directors for the period January 2018 to December 2018**

**Special resolution number 2.12: Chairman of the Board**

<b>Shares Voted</b>	<b>Abstained</b>	<b>For</b>	<b>Against</b>
252 037 556			
76.09%	0.09%	99.93%	0.07%

**Special resolution number 2.13: Non-executive directors**

<b>Shares Voted</b>	<b>Abstained</b>	<b>For</b>	<b>Against</b>
252 037 556			
76.09%	0.09%	99.93%	0.07%

**Special resolution number 2.14: Chairman of the Audit Committee**

<b>Shares Voted</b>	<b>Abstained</b>	<b>For</b>	<b>Against</b>
252 037 556			
76.09%	0.09%	99.93%	0.07%

**Special resolution number 2.15: Member of the Audit Committee**

<b>Shares Voted</b>	<b>Abstained</b>	<b>For</b>	<b>Against</b>
252 037 556			
76.09%	0.09%	99.93%	0.07%

**Special resolution number 2.16: Chairman of the Remuneration Committee**

<b>Shares Voted</b>	<b>Abstained</b>	<b>For</b>	<b>Against</b>
252 037 556			
76.09%	0.09%	99.93%	0.07%

**Special resolution number 2.17:** Chairman of the Nomination Committee

<b>Shares Voted</b>	<b>Abstained</b>	<b>For</b>	<b>Against</b>
252 037 556			
76.09%	0.09%	99.93%	0.07%

**Special resolution number 2.18:** Member of the Remuneration and Nomination Committee

<b>Shares Voted</b>	<b>Abstained</b>	<b>For</b>	<b>Against</b>
252 037 556			
76.09%	0.09%	99.93%	0.07%

**Special resolution number 2.19:** Chairman of the Risk and Opportunity Committee

<b>Shares Voted</b>	<b>Abstained</b>	<b>For</b>	<b>Against</b>
252 037 556			
76.09%	0.09%	99.93%	0.07%

**Special resolution number 2.20:** Member of the Risk and Opportunity Committee

<b>Shares Voted</b>	<b>Abstained</b>	<b>For</b>	<b>Against</b>
252 037 556			
76.09%	0.09%	99.93%	0.07%

**Special resolution number 2.21:** Chairman of the Social and Ethics Committee

<b>Shares Voted</b>	<b>Abstained</b>	<b>For</b>	<b>Against</b>
252 037 556			
76.09%	0.09%	99.93%	0.07%

**Special resolution number 2.22:** Member of the Social and Ethics Committee

<b>Shares Voted</b>	<b>Abstained</b>	<b>For</b>	<b>Against</b>
252 037 556			
76.09%	0.09%	99.93%	0.07%

**Special resolution number 3:** Financial assistance

<b>Shares Voted</b>	<b>Abstained</b>	<b>For</b>	<b>Against</b>
251 943 304			
76.06%	0.12%	99.97%	0.03%

## Notes

- Percentages of shares voted are calculated in relation to the total issued share capital of York.
- Percentages of shares for and against are calculated in relation to the total number of shares voted for each resolution.
- Abstentions are calculated as a percentage in relation to the total issued share capital of York.

\*As required in terms of the King IV Report on Corporate Governance for South Africa, 2016 and paragraph 3.84(k) of the JSE Limited Listings Requirements, York invites those Shareholders who voted against ordinary resolutions number 5.1 and 5.2 ("**Dissenting Shareholders**") to engage with the Company regarding their views on York's remuneration policy and remuneration implementation report. Dissenting Shareholders may forward their concerns / questions regarding York's remuneration policy and the implementation thereof to the company secretary via email at shsieh@york.co.za by 9am on Wednesday, 15 November 2017. Following receipt of written communication by the company secretary, such Dissenting Shareholders will be invited to attend a meeting with the Chairman of the Remuneration Committee, Dr Azar Jammie, at 9am on Thursday, 16 November 2017 ("**Meeting**"), to discuss the concerns / questions raised. The venue of the Meeting will be communicated to Dissenting Shareholders who have forwarded their concerns / questions to the company secretary.

Sabie, Mpumalanga  
8 November 2017

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