

ASPEN PHARMACARE HOLDINGS LIMITED  
(Incorporated in the Republic of South Africa)  
Registration number 1985/0002935/06  
Share code: APN  
ISIN: ZAE000066692  
("Aspen Holdings" or "the Company")

**REPORT ON ANNUAL GENERAL MEETING PROCEEDINGS**

Shareholders are advised that, at the Annual General Meeting (AGM) of members held on Thursday, 7 December 2017, a total of 332 591 670 or 72.86% of issued shares (456 451 541) were voted and that the further voting statistics from this AGM are confirmed to be as follows:

**1 Ordinary resolution number 1:** Presentation and adoption of Annual Financial Statements

For	Against	Abstain	Shares voted
331 922 874	1 026	667 770	332 591 670
100%	0%		100%

**2 Ordinary resolution number 2:** Presentation and noting of the Social & Ethics Committee Report

For	Against	Abstain	Shares voted
331 906 548	16142	668 980	332 591 670
100%	0%		100%

**3 Ordinary resolution number 3.1:** Re-election of Roy Anderson retiring by rotation and available for re-election

For	Against	Abstain	Shares voted
330 994 794	1 239 598	357 278	332 591 670
99.63%	0.37%		100%

**4 Ordinary resolution number 3.2:** Re-election of John Buchanan retiring by rotation and available for re-election

For	Against	Abstain	Shares voted
326 192 523	6 041 869	357 278	332 591 670
98.18%	1.82%		100%

**5 Ordinary resolution number 3.3:** Re-election of Kuseni Dlamini retiring by rotation and available for re-election

For	Against	Abstain	Shares voted
331 662 031	572 361	357 278	332 591 670
99.83%	0.17%		100%

**6 Ordinary resolution number 3.4:** Re-election of Maureen Manyama retiring by rotation and available for re-election

Resolution withdrawn

7 **Ordinary resolution number 3.5:** Re-election of Chris Mortimer retiring by rotation and available for re-election

For	Against	Abstain	Shares voted
312 742 504	19 491 872	357 294	332 591 670
94.13%	5.87%		100%

8 **Ordinary resolution number 4:** Re-appointment of PricewaterhouseCoopers as independent external auditors

For	Against	Abstain	Shares voted
283 459 665	48 758 617	373 388	332 591 670
85.32%	14.68%		100%

9 **Ordinary resolution number 5.1:** Election of Roy Andersen as a member of the Audit & Risk Committee

For	Against	Abstain	Shares voted
329 012 127	3 222 213	357 330	332 591 670
99.03%	0.97%		100%

10 **Ordinary resolution number 5.2:** Election of John Buchanan as a member of the Audit & Risk Committee

For	Against	Abstain	Shares voted
324 344 244	7 890 096	357 330	332 591 670
97.63%	2.37%		100%

11 **Ordinary resolution number 5.3:** Election of Maureen Manyama as a member of the Audit & Risk Committee

Resolution Withdrawn

12 **Ordinary resolution number 5.4:** Election of Babalwa Ngonyama as a member of the Audit & Risk Committee

For	Against	Abstain	Shares voted
331 509 024	724 376	358 270	332 591 670
99.78%	0.22%		100%

13 **Ordinary resolution number 5.5:** Election of Sindi Zilwa as a member of the Audit & Risk Committee

For	Against	Abstain	Shares voted
327 712 890	4 520 510	358 270	332 591 670
98.64%	1.36%		100%

14 **Ordinary resolution number 6:** Unissued shares placed under the control of directors (5%)

For	Against	Abstain	Shares voted
284 743 551	47 494 566	353 553	332 591 670
85.70%	14.30%		100%

- 15 **Ordinary resolution number 7:** General but restricted authority for the directors to issue shares for cash (5%)

For	Against	Abstain	Shares voted
283 316 307	48 918 647	356 716	332 591 670
85.28%	14.72%		100%

- 16 **Ordinary resolution number 8:** Endorsement of the remuneration policy by way of a non-binding advisory vote

For	Against	Abstain	Shares voted
318 584 521	13 648 114	359 035	332 591 670
95.89%	4.11%		100%

- 17 **Ordinary resolution number 9:** Remuneration implementation report

For	Against	Abstain	Shares voted
328 648 926	3 583 749	358 995	332 591 670
98.92%	1.08%		100%

- 18 **Ordinary resolution number 10:** Authorisation for an Executive Director to sign necessary documents

For	Against	Abstain	Shares voted
332 216 659	16 313	358 698	332 591 670
100%	0%		100%

- 19 **Special resolution number 1.1a:** Remuneration of non-executive directors - Chairman

For	Against	Abstain	Shares voted
328 087 890	4 144 946	358 834	332 591 670
98.75%	1.25%		100%

- 20 **Special resolution number 1.1b:** Remuneration of non-executive directors – Board Member

For	Against	Abstain	Shares voted
332 208 992	23 844	358 834	332 591 670
99.99%	0.01%		100%

- 21 **Special resolution number 1.2a:** Remuneration of non-executive directors – Audit & Risk Committee Chairman

For	Against	Abstain	Shares voted
332 210 792	22 044	358 834	332 591 670
99.99%	0.01%		100%

- 22 **Special resolution number 1.2b:** Remuneration of non-executive directors – Audit & Risk Committee Member

For	Against	Abstain	Shares voted
332 208 992	23 844	358 834	332 591 670
99.99%	0.01%		100%

23 **Special resolution number 1.3a:** Remuneration of non-executive directors – Remuneration & Nomination Committee Chairman

For	Against	Abstain	Shares voted
332 208 982	23 854	358 834	332 591 670
99.99%	0.01%		100%

24 **Special resolution number 1.3b:** Remuneration of non-executive directors – Remuneration & Nomination Committee Member

For	Against	Abstain	Shares voted
332 208 683	23 844	359 143	332 591 670
99.99%	0.01%		100%

25 **Special resolution number 1.4a:** Remuneration of non-executive directors – Social & Ethics Committee Chairman

For	Against	Abstain	Shares voted
332 208 982	23854	358834	332 591 670
99.99%	0.01%		100%

26 **Special resolution number 1.4b:** Remuneration of non-executive directors – Social & Ethics Committee Member

For	Against	Abstain	Shares voted
332 208 952	23 844	358 874	332 591 670
99.99%	0.01%		100%

27 **Special resolution number 2:** Financial assistance to related or inter-related company

For	Against	Abstain	Shares voted
309 314 259	22 920 345	357 066	332 591 670
93.10%	6.90%		100%

28 **Special resolution number 3:** General authority to repurchase shares

For	Against	Abstain	Shares voted
325 357 208	6 862 778	371 684	332 591 670
97.93%	2.07%		100%

Durban  
8 December 2017

Sponsor  
Investec Bank Limited