

**Phumelela Gaming & Leisure Limited**  
(Incorporated in the Republic of South Africa)  
(Registration number 1997/016610/06)  
Share code: PHM  
ISIN: ZAE000039269  
("Phumelela" or "the Company")

## REPORT ON ANNUAL GENERAL MEETING PROCEEDINGS

Phumelela shareholders are advised that at the Annual General Meeting of members held on 12 December 2017, all the ordinary and special resolutions as proposed in the Notice of Annual General Meeting were approved by the requisite majority of members. In this regard, Phumelela confirms the voting statistics from the Annual General Meeting as follows:

	%	Number
Total number of shares that could be voted at meeting	100%	102,112,792
Total number of shares present/represented including proxies at meeting (including shares abstained from voting)	79%	80,919,318

	Votes in favour	%	Votes against	%	Abstentions	%
<b>Ordinary resolution 1:</b> To receive and adopt the annual financial statement for the year ended 31 July 2017	80,793,312	100%	0	0%	126,006	0.127%
<b>Ordinary resolution 2:</b> Appointment of Photios Anastassopoulos as director of the Company	77,950,679	96.48%	2,847,633	3.52%	121,006	0.12%
<b>Ordinary resolution 3:</b> Re-election of the following director – Mr MJ Jooste <b>WITHDRAWN</b>	N/A		N/A		N/A	
<b>Ordinary resolution 4:</b> Re-election of the following director- Mr JB Walters	80,793,312	100.00%	0	0%	126,006	0.12%
<b>Ordinary resolution 5:</b> Re-election of the following director- Dr E Nkosi	80,793,312	99.99%	5,000	0.01%	126,006	0.12%
<b>Ordinary resolution 6.1:</b> To elect the following audit committee member - Mr R Cooper	80,793,312	100 %	0	0%	126,006	0.12%

<b>Ordinary resolution 6.2:</b> To elect the following audit committee member- Mrs NJ Mboweni	80,793,312	100 %	0	0%	126,006	0.12%
<b>Ordinary resolution 6.3:</b> To elect the following audit committee member- Mr JB Walters	80,793,312	100 %	0	0%	126,006	0.12%
<b>Ordinary resolution 7:</b> Reappointment of KPMG Inc. as independent auditors for the ensuing year	76,266,234	94.39 %	4,532,078	5.61%	121,006	0.12%
<b>Ordinary resolution 8:</b> Placement of shares under the control of the directors	73,851,786	91.41%	6,941,526	8.59%	126,006	0.12%
<b>Ordinary resolution 9:</b> General authority to issue shares for cash	76,764,442	95.01%	4,028,870	4.99%	126,006	0.12%
<b>Ordinary resolution 10:</b> Non-binding advisory vote on Remuneration Policy	77,836,608	96.34%	2,956,704	3.66%	126,006	0.12%
<b>Ordinary resolution 11:</b> Non-binding advisory vote on Implementation Report	80,793,312	100.00%	0	0%	126,006	0.12%
<b>Ordinary resolution 12:</b> Approval of Executive Share Option Scheme	77,842,216	96.35%	2,951,096	3.65%	126,006	0.12%
<b>Ordinary resolution 13:</b> Approval of Chief Executive Share Option Scheme	77,646,608	96.11%	3,146,704	3.89%	126,006	0.12%
<b>Ordinary resolution 14:</b> Approval of the directors to act in terms of ordinary resolutions numbers 12 and 13	77,842,216	96.35%	2,951,096	3.65%	126,006	0.12%
<b>Special resolution 1:</b> To approve the non-executive directors' remuneration for the ensuing year	80,792,907	100.00%	0	0.0%	126,411	0.12%

<b>Special resolution 2:</b> To enable the provision of financial assistance to related or interrelated companies or corporations or directors and prescribed officers	74,929,155	92.74%	5,863,752	7.26%	126,411	0.12%
<b>Special resolution 3:</b> A general approval for the Company to acquire Phumelela Gaming and Leisure Limited Shares	80,793,312	100.00%	0	0%	126,006	0.12%

Johannesburg  
12 December 2017

Sponsor  
Investec Bank Limited