

GEMGROW PROPERTIES LIMITED

(Incorporated in the Republic of South Africa)

(Registration number 2007/032604/06)

JSE share code: GPA ISIN: ZAE0000223269

JSE share code: GPB ISIN: ZAE0000223277

(Granted REIT status with the JSE)

("Gemgrow" or "the company")


GEMGROW
 PROPERTIES
RESULTS OF ANNUAL GENERAL MEETING

Shareholders are advised that at the annual general meeting of A and B shareholders of Gemgrow ("shareholders") held on Monday, 29 January 2018 (in terms of the notice of annual general meeting dispatched to shareholders on 15 December 2017), all of the resolutions tabled thereat were passed by the requisite majority of Gemgrow shareholders.

Details of the results of voting at the annual general meeting are as follows:

- total number of Gemgrow shares that could have been voted at the annual general meeting: 452 394 308.
- total number of Gemgrow shares that were present/represented at the annual general meeting: 433 133 006 being 95.74% of the total number of Gemgrow shares that could have been voted at the annual general meeting.

Ordinary resolution 1.1: Re-election of G Kinross as director

Shares voted*	For	Against	Abstentions^
433 133 006	433 133 006, being 100.00%	-	-

Ordinary resolution 1.2: Re-election of C Abrams as director

Shares voted*	For	Against	Abstentions^
433 133 006	433 133 006, being 100.00%	-	-

Ordinary resolution 1.3: Re-election of A Rehman as director

Shares voted*	For	Against	Abstentions^
433 133 006	433 133 006, being 100.00%	-	-

Ordinary resolution 2.1: Re-appointment of members of the audit and risk committee – C. Abrams (Chairman)

Shares voted*	For	Against	Abstentions^
433 133 006	433 133 006, being 100.00%	-	-

Ordinary resolution 2.2: Re-appointment of members of the audit and risk committee – A. Rehman

Shares voted*	For	Against	Abstentions^
433 133 006	433 133 006, being 100.00%	-	-

Ordinary resolution 2.3: Re-appointment of members of the audit and risk committee – A Basserabie

Shares voted*	For	Against	Abstentions^
433 133 006	433 133 006, being 100.00%	-	-

Ordinary resolution 3: Re-appointment of auditors

Shares voted*	For	Against	Abstentions^
433 133 006	432 508 840, being 99.86%	624 166, being 0.14%	-

Ordinary resolution 4: General authority to issue shares for cash

Shares voted*	For	Against	Abstentions^
433 133 006	387 458 210, being 89.45%	45 674 796, being 10.55%	-

Ordinary resolution 5.1: Non-binding advisory vote on remuneration policy

Shares voted*	For	Against	Abstentions^
433 133 006	387 458 210, being 89.45%	45 674 796, being 10.55%	-

Ordinary resolution 5.2: Non-binding advisory vote on remuneration implementation report

Shares voted*	For	Against	Abstentions^
433 133 006	388 082 376, being 89.60%	45 050 630, being 10.40%	-

Ordinary resolution 6: Specific authority to issue shares pursuant to a reinvestment option

Shares voted*	For	Against	Abstentions^
433 133 006	433 133 006, being 100.00%	-	-

Ordinary resolution 7: Signature of documentation

Shares voted*	For	Against	Abstentions^
433 133 006	433 133 006, being 100.00%	-	-

Special resolution 1: Share repurchases

Shares voted*	For	Against	Abstentions^
433 133 006	428 838 460, being 99.01%	4 294 546, being 0.99%	-

Special resolution 2: Financial assistance to related and inter-related parties

Shares voted*	For	Against	Abstentions^
433 110 625	433 110 625, being 100.00%	-	22 381, being 0.00%

Special resolution 3: Approval of fees payable to non-executive directors

Shares voted*	For	Against	Abstentions^
433 133 006	430 077 071, being 99.29%	3 055 935, being 0.71%	-

Special resolution 4: Approval to issue shares in terms of Section 41(1) of the Companies Act

Shares voted*	For	Against	Abstentions^
433 133 006	432 090 644, being 99.76%	1 042 362, being 0.24%	-

* shares excluding abstentions

^ in relation to total shares in issue

30 January 2018

Sponsor

JAVACAPITAL