

## RESULTS OF ANNUAL GENERAL MEETING

Shareholders are advised that at the annual general meeting of shareholders held on Friday, 26 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 Octodec shareholders.

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

- total number of Octodec shares that could have been voted at the annual general meeting: 266 864 319; and
- total number of Octodec shares that were present/represented at the annual general meeting: 190 762 848 being 71% of the total number of Octodec shares that could have been voted at the annual general meeting.

Special resolution 1: To approve financial assistance to related and inter-related companies

Shares voted*	For	Against	Abstentions <sup>^</sup>
189 657 074	189 654 044, being 100.00%	3 030, being 0.00%	1 105 774, being 0.41%

Special resolution 2: To authorise the company and/or its subsidiaries to acquire its shares

Shares voted*	For	Against	Abstentions <sup>^</sup>
189 657 074	187 235 035, being 98.72%	2 422 039, being 1.28%	1 105 774, being 0.41%

Special resolution 3: Approval of directors' remuneration for the period 1 September 2018 to 31 August 2019

Shares voted*	For	Against	Abstentions <sup>^</sup>
189 657 039	163 617 505, being 86.27%	26 039 534, being 13.73%	1 105 809, being 0.41%

Special resolution 4: Authority to issue shares to directors who elect share reinvestment alternatives

Shares voted*	For	Against	Abstentions <sup>^</sup>
189 657 074	189 653 394, being 100.00%	3 680, being 0.00%	1 105 774, being 0.41%

Special resolution 5: Approval of the amendments to Octodec's existing memorandum of incorporation

Shares voted*	For	Against	Abstentions <sup>^</sup>
189 657 039	189 654 539, being 100.00%	2 500, being 0.00%	1 105 809, being 0.41%

Ordinary resolution 1.1: Re-election of Gerard Kemp

Shares voted*	For	Against	Abstentions <sup>^</sup>
189 657 074	178 419 295, being 94.07%	11 237 779, being 5.93%	1 105 774, being 0.41%

Ordinary resolution 1.2: Re-election of Myron Pollack

Shares voted*	For	Against	Abstentions^
189 657 039	179 959 256, being 94.89%	9 697 783, being 5.11%	1 105 809, being 0.41%

Ordinary resolution 1.3: Confirmation of appointment of Akua Koranteng

Shares voted*	For	Against	Abstentions^
189 656 509	189 656 509, being 100.00%	-	1 106 339, being 0.41%

Ordinary resolution 2: To place the unissued shares under the directors' control

Shares voted*	For	Against	Abstentions^
189 656 544	184 138 764, being 97.09%	5 517 780, being 2.91%	1 106 304, being 0.41%

Ordinary resolution 3: To approve the issue of shares for cash

Shares voted*	For	Against	Abstentions^
189 657 074	163 116 793, being 86.01%	26 540 281, being 13.99%	1 105 774, being 0.41%

Ordinary resolution 4.1: To approve the re-appointment of members of the audit committee – Pieter Strydom (Chairman)

Shares voted*	For	Against	Abstentions^
189 657 039	178 423 470, being 94.08%	11 233 569, being 5.92%	1 105 809, being 0.41%

Ordinary resolution 4.2: To approve the re-appointment of members of the audit committee – Derek Cohen

Shares voted*	For	Against	Abstentions^
189 657 039	189 655 859, being 100.00%	1 180, being 0.00%	1 105 809, being 0.41%

Ordinary resolution 4.3: To approve the re-appointment of members of the audit committee – Gerard Kemp

Shares voted*	For	Against	Abstentions^
189 657 039	189 653 359, being 100.00%	3 680, being 0.00%	1 105 809, being 0.41%

Ordinary resolution 4.4: To approve the re-appointment of members of the audit committee – Myron Pollack

Shares voted*	For	Against	Abstentions^
189 657 039	137 727 655, being 72.62%	51 929 384, being 27.38%	1 105 809, being 0.41%

Ordinary resolution 5: To approve the re-appointment of auditors

Shares voted*	For	Against	Abstentions^
183 392 784	165 078 118, being 90.01%	18 314 666, being 9.99%	7 370 064, being 2.76%

Ordinary resolution 6: Non-binding advisory vote to approve the remuneration policy

Shares voted*	For	Against	Abstentions^
189 657 074	150 162 316, being 79.18%	39 494 758, being 20.82%	1 105 774, being 0.41%

Ordinary resolution 7: Non-binding advisory vote to approve the implementation of the remuneration policy

Shares voted*	For	Against	Abstentions^
189 656 544	153 894 986, being 81.14%	35 761 558, being 18.86%	1 106 304, being 0.41%

Ordinary resolution 8: Specific authority to issue shares to afford shareholders distribution reinvestment alternatives

<b>Shares voted*</b>	<b>For</b>	<b>Against</b>	<b>Abstentions^</b>
189 657 074	189 655 894, being 100.00%	1 180, being 0.00%	1 105 774, being 0.41%

Ordinary resolution 9: To provide signing authority

<b>Shares voted*</b>	<b>For</b>	<b>Against</b>	<b>Abstentions^</b>
189 657 039	189 657 039, being 100.00%	-	1 105 809, being 0.41%

\* shares excluding abstentions

^ in relation to total shares in issue

29 January 2018

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