

## EOH: EOH HOLDINGS LIMITED - Results of Annual General Meeting

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2018-04-13

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EOH Holdings Limited

Incorporated in the Republic of South Africa

(Registration number 1998/014669/06)

Share code: EOH ISIN: ZAE000071072

("EOH" or "the Company")

### RESULTS OF ANNUAL GENERAL MEETING

Shareholders are advised that, at the Annual General Meeting of EOH held on 12 April 2018, all the binding resolutions as set out in the notice of Annual General Meeting were passed by the requisite majority of shareholders. The following resolutions were withdrawn from the Annual General Meeting as Sandile Zungu and Grathel Motau had resigned prior to the Annual General Meeting, as previously announced on SENS:

- "Ordinary Resolution number 1.1: To approve the re-election of Sandile Zungu as director who retires by rotation";

- "Ordinary resolution number 2.3: To ratify and confirm the appointment of Grathel Motau"; and

- "Ordinary Resolution number 3.1: To appoint Grathel Motau as Chairperson and member of the Audit Committee".

The number of shares voted in person or by proxy was 112 231 555 representing 78% of the total issued share capital of the same class of EOH shares.

The resolutions proposed at the meeting, together with the percentage of shares abstained, as well as the percentage of votes carried for and against each resolution, are set out below:

Resolution	% of votes carried for the resolution	% of votes against the resolution	% of shares abstained	
Ordinary Resolution number 1: Rotation of non-executive directors	-	-	-	-
1.2: To approve the re-election of Tshilidzi Marwala as director who retires by rotation	97.9	2.1	0.3	
Ordinary Resolution number 2: Appointments of executive and non-executive directors	-	-	-	-
2.1: To ratify and confirm the appointment of Pumeza Bam		74.8	25.2	0.4
2.2: To ratify and confirm the appointment of Moretlo Molefi		99.4	0.6	0.4
2.4: To ratify and confirm the appointment of Zunaid Mayet		84.6	15.4	0.4
2.5: To ratify and confirm the appointment of Rob Godlonton		67.8	32.2	0.4
2.6: To ratify and confirm the appointment of Brian Gubbins		66.9	33.1	0.4
2.7: To ratify and confirm the appointment of Ebrahim Laher		66.9	33.1	0.4
2.8: To ratify and confirm the appointment of Jehan Mackay		61.9	38.1	0.6
2.9: To ratify and confirm the appointment of Johan van Jaarsveld		66.9	33.1	0.4
Ordinary Resolution number 3: Appointment of Audit Committee members	-	-	-	-
3.2: To appoint Rob Sporen as member of the Audit Committee		61.4	38.6	0.4
3.3: To appoint Tshilidzi Marwala as member of the Audit Committee		95.1	4.9	0.4
3.4: To appoint Lucky Khumalo as member of the Audit Committee		78.8	21.2	0.4
Ordinary Resolution 4: Re-appointment of independent external auditors	99.6	0.4	0.3	
Ordinary Resolution 5: Signature of documents		99.8	0.2	0.3
Ordinary Resolution 6: General approval to issue ordinary shares for cash	83.9	16.1	0.3	
Ordinary Resolution 7: Approval to issue ordinary shares for cash for B-BBEE purposes	77.2	22.8	0.8	
Ordinary Resolution 8: Approval to sell treasury shares for cash		83.7	16.3	0.3
Ordinary Resolution number 9: Non-binding endorsement of the Company's Remuneration Policy and Implementation Report		-	-	-
9.1: To approve the Remuneration Policy	55.8	44.2	6.2	
9.2: To approve the Remuneration Implementation Report		55.1	44.9	6.2
Special Resolution 1: Financial assistance in terms of section 44 of the Companies Act	85.0	15.0	0.3	
Special Resolution 2: Financial assistance in terms of section 45 of the Companies Act	85.3	14.7	0.3	
Special Resolution 3: Remuneration payable to non-executive directors	-	-	-	-
3.1: Chairperson of the Board	99.3	0.7	0.6	
3.2: Member of the Board	98.9	1.1	0.5	
3.3: Chairperson of the Audit Committee	99.3	0.7	0.5	
3.4: Member of the Audit Committee	99.3	0.7	0.5	
3.5: Chairperson of the Nomination Committee	99.3	0.7	0.5	
3.6: Member of the Nomination Committee	99.3	0.7	0.5	
3.7: Chairperson of the Remuneration Committee	99.3	0.7	0.5	
3.8: Member of the Remuneration Committee	99.3	0.7	0.5	
3.9: Chairperson of the Risk and Governance Committee		99.3	0.7	0.5
3.10: Member of the Risk and Governance Committee		99.3	0.7	0.5
3.11: Chairperson of the Social and Ethics Committee		99.3	0.7	0.5
3.12: Member of the Social and Ethics Committee		99.3	0.7	0.5
3.13: Chairperson of the Technology and Information Committee		99.3	0.7	0.5

3.14: Member of the Technology and Information Committee	99.3	0.7	0.5
Special Resolution 4: General approval to acquire shares	99.9	0.1	0.3

EOH extends an invitation to those shareholders who voted against the non-binding endorsement of Ordinary Resolutions 9.1 and 9.2, relating to the Remuneration Policy and the Implementation of the Remuneration Policy, to engage with EOH in writing. Please send all comments and feedback to the company secretary, Ms Adri Els at [adri.els@eoh.com](mailto:adri.els@eoh.com), by close of business on Monday, 30 April 2018.

Johannesburg

13 April 2018

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