

PREMIER FISHING AND BRANDS LIMITED - Results of the Annual General Meeting and Change to the Board of Directors

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Premier Fishing and Brands
Limited
(Incorporated in the Republic of
South Africa)
Registration number
1998/018598/06
Share code: PFB
ISIN: ZAE000247516
("Premier" or "the Company")

RESULTS OF THE ANNUAL GENERAL MEETING AND CHANGE TO THE BOARD OF DIRECTORS

Shareholders are advised that:

- there were 260 000 000 shares in issue as at the date of the AGM;
- the total number of shares that were present in person/represented by proxy at the AGM was 223 171 502 shares being 85.84% of the total number of shares in issue.
- Abstentions are represented below as a percentage of total number of shares in issue while the shares voted for and against are represented below as a percentage of the shares voted.

The detailed voting results of the AGM are set out below:

	Votes for resolution as a percentage of total number of shares voted at AGM(%)	Votes against resolution as a percentage of total number of shares voted at	Number of shares voted at the AGM	Number of shares voted at the AGM as a percentage (%) of shares in issue	Shares abstained as a percentage (%) of shares in issue
AGM(%)					
Ordinary Resolution Number 1: To re-elect the following Director who retires by	99.99	0.01	209,907,333	85.84	5.10

rotation:					
Mr SP Mngconkola					
Ordinary Resolution					
Number 2:					
To re-elect the following	94.05	5.95	223,162,502	85.84%	0.00
Director who retires by					
rotation:					
Adv Dr N Ramatlhodi					
Ordinary Resolution					
Number 3:					
To re-elect the following					
Director who retires by	WITHDRAWN				
rotation:					
Ms CF Hendricks					
Ordinary Resolution					
Number 4:					
To re-elect the following	94.05	5.95	223,162,502	85.84	0.00
Director who retires by					
rotation:					
Mr K Abdulla					
Ordinary Resolution					
Number 5:					
To re-elect the following	69.58	30.42	223,162,502	85.84	0.00
Director who retires by					
rotation:					
Mrs AB Amod					
Ordinary Resolution					
Number 6:					
To re-appoint the following	69.58	30.42	223,162,502	85.84	0.00
member of the audit and					
risk committee:					
Mr S Young					
Ordinary Resolution					
Number 7:					
To re-appoint the following	99.99	0.01	209,907,333	85.84	5.10
member of the audit and					
risk committee:					
Mr CL van der Venter					
Ordinary Resolution					
Number 8:					
To re-appoint the following	92.12	7.88	168,562,502	85.84	21.00
member of the audit and					
risk committee:					
Adv Dr N Ramatlhodi					
Ordinary Resolution					
Number 9:					
To re-appoint the following	99.99	0.01	155,307,333	85.84	26.10
member of the audit and					
risk committee:					

Mr SP Mngconkola Ordinary Resolution Number 10: To re-appoint the following member of the audit and risk committee:	69.58	30.42	223,162,502	85.84	0.00
Ms RP Mosia Ordinary Resolution Number 11: Re-appointment of BDO Cape Inc. as the independent auditor of the Company	100.00	0.00	223,162,502	85.84	0.00
Ordinary Resolution Number 12: Control of authorised but unissued ordinary shares	68.05	31.95	223,170,502	85.84	0.00
Ordinary Resolution Number 13: Non-binding endorsement of the remuneration policy of the Company	69.59	30.41	223,162,502	85.84	0.00
Ordinary Resolution Number 14: Non-binding advisory vote on the implementation of the remuneration policy of the Company	69.59	30.41	223,162,502	85.84	0.00
Ordinary Resolution Number 15: Approval to issue "B" ordinary shares and/or options for cash	69.59	30.41	223,162,502	85.84	0.00
Special Resolution Number 1: To approve the remuneration of the non- executive Directors	94.16	5.84	222,908,545	85.84	0.10
Special Resolution Number 2: To approve inter-company financial assistance	92.12	7.88	168,570,502	85.84	21.00
Special Resolution					

Number 3:					
To approve financial assistance for the subscription or purchase of shares in the Company or in a related or inter-related company	92.11	7.89	168,570,502	85.84	21.00
Special Resolution					
Number 4:					
Approval for the Company or its subsidiaries to repurchase shares of the Company	98.44	1.56	223,170,502	85.84	0.00

The board of directors of Premier, advises shareholders that, all the resolutions, were duly approved by the requisite majority of shareholders present and voting with the exception of ordinary resolution number 3 which was withdrawn and ordinary resolution number 15 which was not passed as it did not obtain 75% shareholder approval as required.
Note:

Shareholders are further advised that, as ordinary resolution number 13, relating to the non-binding advisory vote on the remuneration policy of the Company and ordinary resolution number 14 relating to the non-binding advisory vote on the implementation of the remuneration policy, were voted against by 25% or more of the votes exercised by the Company's shareholders present in person or represented by proxy at the AGM, an invitation will be extended to such dissenting shareholders to engage with the Company. The manner and timing of such engagement has not been finalised and the Company will issue a further announcement shortly setting out such details.

CHANGES TO THE BOARD OF DIRECTORS

Ms CF Hendricks did not make herself available for re-election at the AGM and voluntarily elected to step off the Board and accordingly the requisite resolutions were withdrawn.

Accordingly, in compliance with paragraph 3.59(b) of the JSE Listings Requirements, the Company advises that Ms CF Hendricks was not available for re-election to the Board (the Board) and is therefore no longer a director to the Board with effect from 19 February 2019.

The Board wishes to thank Ms Hendricks for her tenure on the Board and its Committees. The Board wishes to take this opportunity of wishing her all of the very best and success going forward.

Cape Town
20 February 2019

Sponsor
Vunani Capital Proprietary Limited

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