

# TIGER BRANDS LIMITED - Results of the 74th Annual General Meeting

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TIGER BRANDS LIMITED

"Tiger Brands" or "the Company"  
(Incorporated in the Republic of South Africa)  
(Registration number 1944/017881/06)  
Share code: TBS  
ISIN: ZAE000071080

## RESULTS OF THE 74 th ANNUAL GENERAL MEETING

Shareholders are advised of the details of the results of the business conducted at the Company's Annual General Meeting held yesterday, 19 February 2019, at 3010 William Nicol Drive, Bryanston, Johannesburg, South Africa. All of the resolutions tabled were passed by the requisite majority of votes cast by shareholders' present in person or represented by proxy.

- As at Friday, 8 February 2019, being the record date on which shareholders must be recorded in the Company's register of shareholders for the purposes of being entitled to attend and vote at the Annual General Meeting, the total number of the Company' shares in issue was 189 818 926;
- The total number of shares eligible to vote was 179 492 168 (excluding treasury shares) ("Total Voteable Shares");
- The total number of shares voted in person or by proxy at the Company's Annual General Meeting was 147 617 766, representing 78% of Tiger Brands issued share capital and 82% of the Total Voteable Shares.
- Abstentions are reflected as a percentage of 189 818 926 shares in issue as at the record date of Friday, 8 February 2019.
- Details of the voting results are as set out below:

1. Ordinary resolution number 1.1: election of GA Klintworth as a Director

For	Against	Abstain	Shares Voted
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147 312 638	41 818	263 310	147 354 456
99.97%	0.03%	0.14%	82.10%

2. Ordinary resolution number 2.1: re-election of M Mankanjee as a Director

For	Against	Abstain	Shares Voted
143 693 041	3 661 415	263 310	147 354 456
97.52%	2.48%	0.14%	82.10%

3. Ordinary resolution number 2.2: re-election of MP Nyama as a Director

For	Against	Abstain	Shares Voted
143 681 842	3 672 614	263 310	147 354 456
97.51%	2.49%	0.14%	82.10%

4. Ordinary resolution number 2.3: re-election of TE Mashilwane as a Director

For	Against	Abstain	Shares Voted
147 180 225	174 231	263 310	147 354 456
99.88%	0.12%	0.14%	82.10%

5. Ordinary resolution number 3.1: election of TE Mashilwane as a Member of the Audit Committee

For	Against	Abstain	Shares Voted
147 108 276	246 180	263 310	147 354 456
99.83%	0.17%	0.14%	82.10%

6. Ordinary resolution number 3.2: election of MO Ajukwu as a Member of the Audit Committee

For	Against	Abstain	Shares Voted
146 539 760	72 595	1 005 411	146 612 355
99.95%	0.05%	0.53%	81.68%

7. Ordinary resolution number 3.3: election of MJ Bowman as a Member of the Audit Committee

For	Against	Abstain	Shares Voted
147 283 246	71 210	263 310	147 354 456
99.95%	0.05%	0.14%	82.10%

8. Ordinary resolution number 4: re-appointment of external auditors

For	Against	Abstain	Shares Voted
115 081 948	32 290 608	245 210	147 372 556
78.09%	21.91%	0.13%	82.11%

9. Ordinary resolution number 5: General authority to implement resolutions

For	Against	Abstain	Shares Voted
147 329 840	42 898	245 028	147 372 738
99.97%	0.03%	0.13%	82.11%

10. Ordinary resolution number 6: Approval of amendments to the Company's Long-Term Incentive Plan

For	Against	Abstain	Shares Voted
146 742 142	629 635	245 989	147 371 777
99.57%	0.43%	0.13%	82.10%

11. Ordinary resolution number 7: to consider and endorse, by way of non-binding advisory vote, the Company's remuneration policy

For	Against	Abstain	Shares Voted
108 736 273	33 720 270	5 161 223	142 456 543
76.33%	23.67%	2.72%	79.37%

12. Ordinary resolution number 8: to consider and endorse, by way of non-binding advisory vote, the implementation report

of the Company's remuneration policy

For	Against	Abstain	Shares Voted
146 499 934	854 082	263 750	147 354 016
99.42%	0.58%	0.14%	82.09%

13. Special resolution number 1: authority to provide financial assistance to related and inter-related parties

For	Against	Abstain	Shares Voted
147 055 229	299 327	263 210	147 354 556
99.80%	0.20%	0.14%	82.10%

14. Special resolution number 2 (2.1): remuneration payable to non-executive directors

For	Against	Abstain	Shares Voted
143 591 313	3 763 151	263 302	147 354 464
97.45%	2.55%	0.14%	82.10%

15. Special resolution number 2 (2.2): remuneration payable to the chairman of the board

For	Against	Abstain	Shares Voted
142 531 028	4 823 536	263 202	147 354 564
96.73%	3.27%	0.14%	82.10%

16. Special resolution number 3: remuneration payable to non-executive directors participating in sub-committees of the board

For	Against	Abstain	Shares Voted
147 103 235	259 592	254 939	147 362 827
99.82%	0.18%	0.13%	82.10%

17. Special resolution number 4: remuneration payable to non-executive directors in respect of unscheduled meetings of

the board				
For	Against	Abstain	Shares Voted	
143 628 603	3 743 961	245 202	147 372 564	
97.46%	2.54%	0.13%	82.11%	

18. Special resolution number 5: remuneration payable to non-executive directors in respect of extraordinary additional work undertaken

For	Against	Abstain	Shares Voted	
142 600 715	4 771 849	245 202	147 372 564	
96.76%	3.24%	0.13%	82.11%	

19. Special resolution number 6: remuneration payable to non-resident directors

For	Against	Abstain	Shares Voted	
143 521 115	3 779 619	317 032	147 300 734	
97.43%	2.57%	0.17%	82.07%	

20. Special resolution number 7: general authority to repurchase shares in the Company

For	Against	Abstain	Shares Voted	
145 843 419	1 418 366	355 981	147 261 785	
99.04%	0.96%	0.19%	82.04%	

Bryanston  
20 February 2019

Sponsor:  
J.P. Morgan Equities South Africa Proprietary Limited

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