

JSE LIMITED - Report on proceedings at the annual general meeting

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JSE LIMITED
 (Incorporated in the Republic of South Africa)
 (Registration number: 2005/022939/06)
 Share code: JSE
 ISIN: ZA000079711
 ("JSE" or "the Company")

REPORT ON PROCEEDINGS AT THE ANNUAL GENERAL MEETING

At the 14th annual general meeting ("AGM") of the shareholders of the JSE held on Wednesday, 22 May 2019 all the ordinary and special resolutions proposed at the AGM were approved by the requisite majority of votes. In this regard, the Company confirms the voting statistics from the AGM as follows:

| Shares abstained disclosed as a percentage of the total Number of Resolutions capital* | share capital* | issued share | Votes disclosed as a percentage in relation to the total number of shares voted at the AGM | | Shares voted disclosed as a percentage in relation to the total issued |
|---|----------------|--------------|--|---------|--|
| | | | For | Against | |
| Ordinary resolutions | | | | | |
| 1 To re-elect Dr S Kana as a director 0.04% | | | 99.38% | 0.62% | 64 115 517 73.80% |
| 2.1 To elect Mr B Kruger as a director 0.04% | | | 95.64% | 4.36% | 64 115 917 73.80% |
| 2.2 To elect Ms F Daniels as a director 0.04% | | | 85.39% | 14.61% | 64 115 917 73.80% |
| 2.3 To elect Ms F Khanyile as a director 0.04% | | | 99.97% | 0.03% | 64 115 865 73.80% |
| 2.4 To elect Ms Z Bassa as a director 0.30% | | | 93.20% | 6.80% | 63 892 281 73.54% |
| 3.1 To re-elect Ms N Nyembezi as a director for the ensuing year 0.17% | | | 92.94% | 7.06% | 64 002 808 73.67% |
| 3.2 To re-elect Mr D Lawrence as a director for the ensuing year 0.04% | | | 95.06% | 4.94% | 64 115 856 73.80% |
| 4.1 To re-appoint EY South Africa as the independent auditors of | | | | | |

| | | | | |
|---|--------|--------|------------|--------|
| the Company for the ensuing year and that the auditors' remuneration be left to the discretion of the Board | 100% | 0.00% | 64 035 562 | 73.71% |
| 0.14% | | | | |
| 4.2 To re-appoint Mr I Akoodie as the JSE accredited designated auditor for the ensuing year | 100% | 0.00% | 64 033 764 | 73.71% |
| 0.14% | | | | |
| 5.1 To re-appoint Dr S Kana as a member and chairman of the Group Audit Committee | 99.38% | 0.62% | 64 115 917 | 73.80% |
| 0.04% | | | | |
| 5.2 To re-appoint Ms F Daniels as a member of the Group Audit Committee | 86.59% | 13.41% | 64 115 917 | 73.80% |
| 0.04% | | | | |
| 5.3 To appoint Ms F Khanyile as a member of the Group Audit Committee | 100% | 0.00% | 64 115 865 | 73.80% |
| 0.04% | | | | |
| 5.4 To appoint Ms Z Bassa as a member of the Group Audit Committee | 95.48% | 4.52% | 63 892 281 | 73.54% |
| 0.30% | | | | |
| 6 Authorisation for a director or Group Company Secretary of the Company to implement resolutions | 100% | 0.00% | 64 116 747 | 73.80% |
| 0.04% | | | | |
| 7 Non-binding advisory vote on the remuneration policy of the Company | 86.18% | 13.82% | 63 680 728 | 73.30% |
| 0.54% | | | | |
| 8 Non-Binding advisory vote on the implementation report as set out in the remuneration report of the Company | 83.39% | 16.61% | 63 680 578 | 73.30% |
| 0.54% | | | | |
| Special resolutions | | | | |
| 9 Special Resolution 1: General authority to repurchase shares | 99.65% | 0.35% | 64 115 917 | 73.80% |
| 0.04% | | | | |
| 10 Special Resolution 2: General authority to provide financial assistance to subsidiaries and other related and inter-related entities | 98.57% | 1.43% | 64 052 138 | 73.73% |
| 0.12% | | | | |
| 11 Special Resolution 3: Proposed non-executive director emoluments for 2019 | 98.39% | 1.61% | 63 804 278 | 73.44% |
| 0.40% | | | | |

*Total issued share capital is 86 877 600 shares

The special resolutions will, where necessary, be lodged for registration with the Companies and Intellectual Property Commission in due course.

Sandton
23 May 2019

Sponsor

RAND MERCHANT BANK (A division of FirstRand Bank Limited)

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