

ASTRAL FOODS LIMITED  
 "Astral Foods" or the "company"  
 (Reg. No. 1978/003194/06)  
 (Incorporated in the Republic of South Africa)  
 Share Code: ARL  
 ISIN Code: ZAE000029757

## RESULTS OF ANNUAL GENERAL MEETING

The annual general meeting of Astral Foods ("AGM") was held on Thursday, 6 February 2020. The detailed results of the voting are as follows:

Resolution	Number of shares voted	Percentage of shares in issue*	For** %	Against** %	Abstained*** %
1. Ordinary resolution number 1: To adopt the annual financial statements for the year ended 30 September 2019	30 411 555	70.85	100.00	0.00	0.16
2.1 Ordinary resolution number 2.1: To re-elect Mr S Mayet as director	30 442 350	70.92	100.00	0.00	0.09
2.2 Ordinary resolution number 2.2: To re-elect Mr WF Potgieter as director	30 442 350	70.92	100.00	0.00	0.09
3.1 Ordinary resolution number 3.1: To re-elect Dr T Eloff as director	30 442 350	70.92	96.20	3.80	0.09
3.2 Ordinary resolution number 3.2: To re-elect Mrs TM Shabangu as director	30 442 350	70.92	98.64	1.36	0.09
4.1 Ordinary resolution number 4.1: To appoint Mr DJ Fouché as member of the Audit and Risk Management Committee	30 442 350	70.92	98.63	1.37	0.09
4.2 Ordinary resolution number 4.2: To appoint Mr S Mayet as member of the Audit and Risk Management Committee	30 442 350	70.92	100.00	0.00	0.09
4.3 Ordinary resolution number 4.3: To appoint Mrs TM Shabangu as member of the Audit and Risk Management Committee	30 442 350	70.92	98.64	1.36	0.09
5.1 Ordinary resolution number 5.1: To appoint Mr GD Arnold as member of the Social and Ethics Committee	30 442 350	70.92	98.47	1.53	0.09
5.2 Ordinary resolution number 5.2: To appoint Dr T Eloff as	30 442 350	70.92	97.57	2.43	0.09

	member of the Social and Ethics Committee					
5.3	Ordinary resolution number 5.3: To appoint Mr LW Hansen as member of the Social and Ethics Committee	30 440 310	70.92	98.42	1.58	0.09
5.4	Ordinary resolution number 5.4: To appoint Mrs TP Maumela as member of the Social and Ethics Committee			WITHDRAWN		
6.	Ordinary resolution number 6: To appoint PricewaterhouseCoopers Inc. as auditors for the 2020 financial year	30 442 350	70.92	76.62	23.38	0.09
7.	Ordinary resolution number 7: To confirm the authority of the Audit and Risk Management Committee to determine the remuneration of the auditors	30 437 135	70.91	99.71	0.29	0.10
8.	Ordinary resolution number 8: To endorse the company's Remuneration Policy	30 436 650	70.91	80.01	19.99	0.10
9.	Ordinary resolution number 9: To endorse the company's Remuneration Implementation Report	30 436 650	70.91	80.08	19.92	0.10
10.	Ordinary resolution number 10: To authorise and empower any director or the company secretary to sign documentation necessary to implement the resolutions passed at the AGM	30 442 835	70.93	100.00	0.00	0.09
11.	Special resolution number 1: To approve the fees payable to non-executive directors	30 436 586	70.91	99.56	0.44	0.10
12.	Special resolution number 2: To authorise the directors to provide any direct or indirect financial assistance to related and inter-related companies as contemplated in Section 45(2) of the Act	30 443 350	70.93	99.48	0.52	0.08
13.	Special resolution number 3: To authorise the company, by way of general authority, to acquire ordinary shares in the company	30 443 350	70.93	99.98	0.02	0.08

- \* Based on 42 922 235 shares in issue as at the date of the AGM.
- \*\* In relation to the total number of shares voted at the AGM.
- \*\*\* In relation to the total number of shares in issue as at the date of the AGM.

Ordinary resolution number 5.4 was withdrawn prior to the commencement of the AGM as Mrs TP Maumela resigned as a director of Astral Foods with effect from 23 January 2020.

Based on the above voting results, all resolutions were passed by the requisite majority of Astral Foods' shareholders present in person or represented by proxy at the AGM.

Pretoria  
06 February 2020

Sponsor  
Nedbank Corporate and Investment Banking