

Pepkor Holdings Limited
(Incorporated in the Republic of South Africa)
(Registration number: 2017/221869/06)
Share Code: PPH
ISIN: ZAE000259479
("the Company")



RESULTS OF THE ANNUAL GENERAL MEETING

Shareholders are hereby advised that at the annual general meeting of the Company held today, Wednesday, 11 March 2020 at AfriGrande Boardroom, PEP Campus Entrance 4, Radnor Street, Parow Industria ("**AGM**"), all of the resolutions were passed by the requisite majorities of the Company's shareholders.

Details of the results of the voting at the AGM are as follows:

Resolutions proposed at the AGM	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 AGM	Number of shares voted at AGM	Number of shares voted at AGM as a percentage of shares in issue	Number of shares abstained as a percentage of shares in issue
Ordinary resolution number 1: Re-election of J Naidoo as a director who retires by rotation	86.52%	13.48%	3 386 536 537	97.10%	0.01%
Ordinary resolution number 2: Re-election of SH Müller as a director who retires by rotation	97.99%	2.01%	3 386 536 537	97.10%	0.01%
Ordinary resolution number 3: Re-election of F Petersen-Cook as a director who retires by rotation	100%	0.00%	3 386 536 537	97.10%	0.01%

Ordinary resolution number 4: Ratification of appointment of TL de Klerk as a director	99.31%	0.69%	3 386 536 537	97.10%	0.01%
Ordinary resolution number 5: Appointment of JB Cilliers as a member of the audit and risk committee	97.87%	2.13%	3 376 622 667	96.81%	0.29%
Ordinary resolution number 6: Appointment of F Petersen-Cook as a member of the audit and risk committee	99.99%	0.01%	3 386 536 537	97.10%	0.01%
Ordinary resolution number 7: Appointment of SH Müller as a member of the audit and risk committee	98.59%	1.41%	3 386 536 537	97.10%	0.01%
Ordinary resolution number 8: Re-appointment of Pricewaterhouse Coopers Inc. as the auditor	96.58%	3.42%	3 386 543 293	97.10%	0.01%
Ordinary resolution number 9: General authority to issue shares for cash	94.76%	5.24%	3 386 543 293	97.10%	0.01%
Ordinary resolution number 10: Non-binding advisory vote on Pepkor's remuneration policy	92.61%	7.39%	3 386 528 900	97.10%	0.01%

Ordinary resolution number 11: Non-binding advisory vote on Pepkor's implementation report on the remuneration policy	90.15%	9.85%	3 386 528 900	97.10%	0.01%
Ordinary resolution number 12: Amendments to the rules of the Company's Executive Share Rights Scheme	97.30%	2.70%	3 386 535 656	97.10%	0.01%
Special resolution number 1: Remuneration of non-executive directors					
Special resolution number 1.1: Chairman	99.43%	0.57%	3 386 535 537	97.10%	0.01%
Special resolution number 1.2: Lead independent director	99.70%	0.30%	3 386 535 537	97.10%	0.01%
Special resolution number 1.3: Board members	99.46%	0.54%	3 386 535 537	97.10%	0.01%
Special resolution number 1.4: Audit and risk committee chairman	99.71%	0.29%	3 386 535 537	97.10%	0.01%
Special resolution number 1.5: Audit and risk committee members	99.71%	0.29%	3 386 535 537	97.10%	0.01%

Special resolution number 1.6: Human resources and remuneration committee chairman	99.71%	0.29%	3 386 535 537	97.10%	0.01%
Special resolution number 1.7: Human resources and remuneration committee members	99.71%	0.29%	3 386 535 537	97.10%	0.01%
Special resolution number 1.8: Social and ethics committee chairman	99.71%	0.29%	3 386 535 537	97.10%	0.01%
Special resolution number 1.9: Social and ethics committee members	99.71%	0.29%	3 386 535 537	97.10%	0.01%
Special resolution number 1.10: Nomination committee chairman	99.71%	0.29%	3 386 535 537	97.10%	0.01%
Special resolution number 1.11: Nomination committee members	99.71%	0.29%	3 386 535 537	97.10%	0.01%
Special resolution number 1.12: Non-scheduled extraordinary meetings	99.71%	0.29%	3 386 535 537	97.10%	0.01%
Special resolution number 2: Inter-company financial assistance	99.68%	0.32%	3 386 542 293	97.10%	0.01%

Special resolution number 3: Financial assistance for the subscription of shares	92.08%	7.92%	3 386 542 293	97.10%	0.01%
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Note:

Total number of shares in issue as at the date of the AGM was 3 487 850 881.

Parow
11 March 2020

Sponsor
PSG Capital



PSG CAPITAL