

RCL FOODS LIMITED

Incorporated in the Republic of South Africa

Registration number: 1966/004972/06

Share code: RCL

ISIN: ZEA000179438

("Company" or "RCL FOODS")

REPORT ON PROCEEDINGS AT THE GENERAL MEETING*Terms defined and used in the Circular published on Monday, 4 May 2020 have been used in this announcement.*

At the General Meeting of RCL FOODS Shareholders, held by electronic means today, Tuesday, 26 May 2020, neither of the resolutions proposed at the General Meeting were approved by the requisite majority of votes. With regard to shares abstained, Remgro Limited undertook to abstain on the special and ordinary resolutions required to give effect to the Specific Repurchase. The 674,543,674 Shares held by Remgro Limited, representing 70,3% of the Company's issued share capital were therefore not taken into account in determining whether the special and ordinary resolutions proposed at the General Meeting were passed by the requisite number of votes. In this regard, the Company confirms the voting statistics from the General Meeting as follows:

Resolutions	Votes cast disclosed as a percentage in relation to the total number of shares voted at the meeting		Number of shares voted	Shares voted disclosed as a percentage in relation to the total issued shares*	Shares abstained disclosed as a percentage in relation to the total issued shares*
	For	Against			
Special resolution number 1 Specific Authority to repurchase the Repurchase Shares	44,74	55,26	154,689,652	16,13	70,34
Ordinary resolution number 1 To allow a director and/or company secretary to do all such things and to sign all such documents as may be necessary to implement special resolution number 1	45,49	54,51	154,689,652	16,13	70,34

**Total issued shares is 959 004 383 shares.*

Durban
26 May 2020

Sponsor
RAND MERCHANT BANK (A division of FirstRand Bank Limited)