

CLIENTELE LIMITED
Incorporated in the Republic of South Africa
Registration Number: 2007/023806/06
Share code: CLI
ISIN: ZAE000117438
("Clientele")

RESULTS OF ANNUAL GENERAL MEETING

Shareholders are advised that at the Annual General Meeting held today, 29 October 2020, all ordinary resolutions, endorsements and special resolutions, as specified in the notice of the meeting, were passed by the requisite majority of shareholders.

A total of 285,863,487 or 85.25% of the issued shares (335 321 768) were voted at this AGM (including abstentions). The votes carried for and against each resolution are disclosed as percentages in relation to the total number of shares voted, excluding abstained votes. Voting statistics from this AGM are confirmed to be as follows:

1. Ordinary resolution number 1: Presentation and adoption of the annual financial statements.

For	Against	Abstain	Shares voted
284 493 253	-	1 370 234	284 493 253
100.00%	0.00%	0.41%	84.84%

2. Ordinary resolution number 2: To re-elect Mr Gavin Quentin Routledge as a director.

For	Against	Abstain	Shares voted
284 493 253	-	1 370 234	284 493 253
100.00%	0.00%	0.41%	84.84%

3. Ordinary resolution number 3: To re-elect Dr. Adrian Dominic t'Hooft Enthoven as a director.

For	Against	Abstain	Shares voted
284 493 253	-	1 370 234	284 493 253
100.00%	0.00%	0.41%	84.84%

4. Ordinary resolution number 4: To re-elect Mr. Gavin Knighton Chadwick as a director.

For	Against	Abstain	Shares voted
284 493 253	-	1 370 234	284 493 253
100.00%	0.00%	0.41%	84.84%

5. Ordinary resolution number 5: To re-elect Mr. Lemuel Edwin Dumisa Hlatshwayo as a director.

For	Against	Abstain	Shares voted
284 493 253	-	1 370 234	284 493 253
100.00%	0.00%	0.41%	84.84%

6. Ordinary resolution number 6: To elect the external auditors (PWC), with Mr. Francois Johannes Kruger being the designated audit partner, to hold office until the conclusion of the next annual general meeting.

For	Against	Abstain	Shares voted
283 655 739	837 514	1 370 234	284 493 253
99.71%	0.29%	0.41%	84.84%

7. Ordinary resolution number 7: To elect Mr. Robert Donald Williams as a group audit committee member.

For	Against	Abstain	Shares voted
284 493 253	-	1 370 234	284 493 253
100.00%	0.00%	0.41%	84.84%

8. Ordinary resolution number 8: To elect Mr. Barry Anthony Stott as a group audit committee member.

For	Against	Abstain	Shares voted
284 493 253	-	1 370 234	284 493 253
100.00%	0.00%	0.41%	84.84%

9. Ordinary resolution number 9: To elect Mr. Gavin Routledge as a group audit committee member.

For	Against	Abstain	Shares voted
284 493 253	-	1 370 234	284 493 253
100.00%	0.00%	0.41%	84.84%

10. Ordinary resolution number 10: To elect Mr. Lemuel Edwin Dumisa Hlatshwayo as a group audit committee member.

For	Against	Abstain	Shares voted
284 493 253	-	1 370 234	284 493 253
100.00%	0.00%	0.41%	84.84%

11. Ordinary resolution number 11: To place the unissued shares of the company under the control of the directors of the company until the next annual general meeting with the authority to allot and issue shares in the capital of the company.

For	Against	Abstain	Shares voted
282 428 797	2 064 456	1 370 234	284 493 253
99.27%	0.73%	0.41%	84.84%

12. Ordinary resolution number 12: To approve the directors to issue shares under the Clientele Bonus Rights Scheme.

For	Against	Abstain	Shares voted
283 655 739	837 514	1 370 234	284 493 253
99.71%	0.29%	0.41%	84.84%

13. Endorsement number 1: To endorse on a non-binding advisory basis the company's remuneration policy as set out on pages 36 to 45 of the integrated annual report.

For	Against	Abstain	Shares voted
283 655 739	837 514	1 370 234	284 493 253
99.71%	0.29%	0.41%	84.84%

14. Endorsement number 2: To endorse on a non-binding advisory basis the implementation of the company's remuneration policy as set out on pages 46 to 51 of the integrated annual report.

For	Against	Abstain	Shares voted
283 655 739	837 514	1 370 234	284 493 253
99.71%	0.29%	0.41%	84.84%

15. Special resolution number 1: To consider and approve the remuneration of the non-executive directors for the 2021 and 2022 financial years.

For	Against	Abstain	Shares voted
283 354 234	1 139 019	1 370 234	284 493 253
99.60%	0.40%	0.41%	84.84%

16. Special resolution number 2: To consider and approve the financial assistance, up to a maximum of R200m in aggregate, to inter-related parties and directors as per section 45 of the Companies Act 2008.

For	Against	Abstain	Shares voted
284 493 253	-	1 370 234	284 493 253
100.00%	0.00%	0.41%	84.84%

17. Special resolution number 3: To consider and approve the general authority to repurchase up to 20% of the share capital of the company.

For	Against	Abstain	Shares voted
284 493 253	-	1 370 234	284 493 253
100.00%	0.00%	0.41%	84.84%

18. Special resolution number 4: To consider and approve the financial assistance to provide funding to Yellowwoods Trust Investments (Pty) Ltd to acquire R89.5 million worth of ordinary shares, in terms of section 44 of the Companies Act 2008.

For	Against	Abstain	Shares voted
284 493 253	-	1 370 234	284 493 253
100.00%	0.00%	0.41%	84.84%

29 October 2019

Sponsor

PricewaterhouseCoopers Corporate Finance (Pty) Ltd

Registration number 1970/003711/07