

WILSON BAYLY HOLMES - OVCON LIMITED
(Incorporated in the Republic of South Africa)
(Registration number 1982/011014/06)
Share code: WBO
ISIN: ZAE000009932
("the company")

REPORT ON ANNUAL GENERAL MEETING PROCEEDINGS

Wilson Bayly Holmes Ovcon-Limited shareholders are advised that at the Annual General Meeting of shareholders held on Wednesday, 10 February 2021, all the ordinary and special resolutions as proposed in the Notice of the Annual General Meeting were approved by the requisite majority of members. In this regard, WBHO confirms the voting statistics from the AGM as follows:

	%	Number
Total Number of shares that could be voted at the meeting	100%	59 890 514
Total number of shares present/represented including proxies at meeting	81.49%	48 805 463
Total number of members present		33

	Votes In favour	%	Votes against	%	Abstentions
Ordinary resolution number 1 Re: Appointment of the auditors	33 502 373	68.65%	15 295 913	31.35%	7 177
Ordinary resolution number 2.1 Re-election of Ms NS Maziya as a director	43 387 242	88.91%	5 410 544	11.09%	7 677
Ordinary resolution number 2.2 Re-election of Mr H Ntene as a director	47 446 450	97.23%	1 351 336	2.77%	7 677
Ordinary resolution number 2.3 Re-election of Mr RW Gardiner as a director	47 424 519	97.18%	1 373 767	2.82%	7 177
Ordinary resolution number 3.1 Appointment of Mr AJ Bester as Audit committee member	47 752 843	97.86%	1 045 443	2.14%	7 177
Ordinary resolution number 3.2 Appointment of RW Gardiner as Audit committee member	48 253 573	98.88%	544 713	1.12%	7 177
Ordinary resolution number 3.3 Appointment of Ms SN Maziya as Audit committee member	44 586 973	91.37%	4 210 813	8.63%	7 677

Ordinary resolution number 3.4 Appointment of Ms Forbay as Audit committee member	48 485 595	99.36%	312 691	0.64%	7 177
Ordinary resolution number 4 Endorsement of remuneration policy	47 465 205	97.32%	1 308 091	2.68%	32 167
Ordinary resolution number 5 Endorsement of remuneration Policy and Implementation report	36 803 046	75.46%	11 970 250	24.54%	32 167
Ordinary resolution number 6 Placing unissued shares under the control of the directors	43 569 244	89.28%	5 229 042	10.72%	7 177
Ordinary resolution number 7 Directors' authority to implement special and ordinary resolutions	48 713 870	99.83%	84 416	0.17%	7 177
Special resolution number 1 Approval of directors' fees for 2020/2021 financial year	48 585 915	99.58%	204 371	0.42%	15 177
Special resolution number 2 Authority to provide financial assistance in terms of section 44 and 45 of the Act.	47 969 854	98.31%	825 032	1.69%	10 577
Special resolution number 3 General approval to repurchase company Shares	48 703 891	99.97%	14 418	0.03%	87 154

Johannesburg
10 February 2021

Sponsor
Investec Bank Limited