

PBT Group Limited

(Incorporated in the Republic of South Africa)

(Registration number: 1936/008278/06)

JSE Share code: PBG

ISIN: ZAE000256319

(“PBT Group” or “the Company”)

## RESULTS OF ANNUAL GENERAL MEETING

PBT Group shareholders are advised that at the annual general meeting (“AGM”) of shareholders held today, Friday, 21 August 2020, all the ordinary and special resolutions as set out in the notice of AGM dated 17 July 2020, were approved by the requisite majority of shareholders present or represented by proxy.

The total number of shares in issue (excluding treasury shares) that could have voted at the AGM was 99 179 908 and the total number of shares present at the AGM in person or by proxy was 45 969 307, representing 46.35% of the total shares in issue that could have voted.

All resolutions proposed at the AGM, the total number of ordinary shares voted in person or by proxy (in total and as a percentage of total issued share capital of the Company), the percentage of shares abstained and the percentage of votes carried for and against each resolution are as follows:

Resolution		Number of shares voted in person or by proxy	% of shares voted in person or by proxy <sup>1</sup>	% of shares abstained <sup>2</sup>	% of votes carried for the resolution <sup>3</sup>	% of votes against the resolution <sup>3</sup>
<b>Ordinary Resolutions</b>						
1	Re-appointment of BDO South Africa Inc. as independent auditor and Imtiaaz Hashim as the designated auditor	45 954 907	46.33%	0.01%	100.00%	0.00%
2	Re-appointment of non-executive directors:					
2.1	Cheree Dyers	34 756 481	35.04%	11.31%	100.00%	0.00%
2.2	Tony Taylor	45 954 907	46.33%	0.01%	100.00%	0.00%

3	Ratification of appointment of Executive directors:					
3.1	Bianca Pieters as Chief Financial Officer	45 954 907	46.33%	0.01%	100.00%	0.00%
3.2	Elizna Read as Chief Executive Officer	45 954 907	46.33%	0.01%	100.00%	0.00%
4	Appointment of audit and risk committee					
4.1	Appointment of Arthur Winkler as member and chairman of audit committee	45 968 997	46.35%	0.00%	99.97%	0.03%
4.2	Appointment of Cheree Dyers as member of audit committee	34 756 481	35.04%	11.31%	100.00%	0.00%
4.3	Appointment of Tony Taylor as member of the audit committee	45 954 907	46.33%	0.01%	100.00%	0.00%
5	General authority to issue shares for cash	45 954 907	46.33%	0.01%	100.00%	0.00%
6	Directors' or Company Secretary's authority to implement resolutions	45 954 907	46.33%	0.01%	100.00%	0.00%
7	Endorsement of the Remuneration Report					
7.1	Endorsement of Remuneration Policy	44 192 249	44.56%	1.79%	100.00%	0.00%
7.2	Endorsement of Implementation Report	44 201 374	44.57%	1.78%	100.00%	0.00%
8	General payments	45 842 281	46.22%	0.13%	100.00%	0.00%
<b>Special Resolutions</b>						
1	Authority to provide financial assistance in terms of section 45 of the Companies Act	44 201 374	44.57%	1.78%	99.98%	0.02%
2	Authority to provide financial assistance in terms of section 44 of the Companies Act	44 201 374	44.57%	1.78%	99.98%	0.02%
3	General authority to repurchase shares	44 313 980	44.68%	1.67%	100.00%	0.00%
4	Specific authority to repurchase and cancel treasury shares	44 313 980	44.68%	1.67%	100.00%	0.00%

5	Authority to pay non-executive directors' remuneration	34 756 481	35.04%	11.31%	100.00%	0.00%
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- <sup>1</sup> Calculated as the number of shares voted (for, against or abstained) in person or by proxy expressed as a percentage of the total shares in issue eligible to vote, being 99 179 908 (calculated as the total shares in issue less non-voting treasury shares (treasury shares)).
- <sup>2</sup> Calculated as the number of shares abstained in person or by proxy expressed as a percentage of the total shares in issue eligible to vote.
- <sup>3</sup> Calculated as the number of shares voted (for or against, as indicated) in person or by proxy expressed as a percentage of the aggregate number of shares voted in person or by proxy (excluding abstentions).

The special resolutions, where appropriate, will be filed with the Companies and Intellectual Property Commission.

Cape Town

21 August 2020

Sponsor: Sasfin Capital (a Member of the Sasfin Group)