

REUNERT

REUNERT LIMITED

("Reunert" or "the Company")

Minutes of the the hundred and ninth annual general meeting (AGM) of the Company held on Tuesday, 14 February 2023, at 9h00

Both meetings were held electronically, through a secure Zoom platform, facilitated by The Meeting Specialists

Present at both meetings:

Chair: MJ Husain

Directors: T Abdool-Samad
AB Darko
AE Dickson (Group CEO)
TNM Eboka
LP Fourie
JP Hulley (Lead Independent Director)
S Martin
Dr MT Matshoba-Ramuedzi
M Moodley (executive director)
NA Thomson (Group CFO)

Secretary: K Louw

Scrutineers I van Schoor
(The Meeting Specialists
(Pty Ltd))

Moderator (Digital Cabinet) Orri Ben-Nathan
Asaf Ben-Nathan

By invitation/visitors M Frey (Shareholder representative)
X Matewu (Shareholder representative)
T Mbolambi (Deloitte)
S Steyn (OneCapital)
A Mahlange (OneCapital)
A Gandy (One Capital)
R Bromham (One Capital)
DB van der Bijl (Guest)
Z Valley (Reunert Group Finance Executive)

Shareholders: Number of shares voted on each resolution is set out in **Annexures "A"** below.

1. Voteable shares

At the date of the meeting, the total issued share capital of Reunert was 184 969 196 ordinary shares (“Shares”). Of these, 1 483 748 Shares were treasury shares, held by a subsidiary of Reunert. Therefore, the total number of Shares that were entitled to vote at the meetings was 183 485 448 Shares.

2. Welcome and quorum

The chair welcomed the attendees.

Attendees were advised of the procedure to submit questions and the voting process was explained.

2.1 Quorum

The scrutineers confirmed that a quorum is present/represented and the chair therefore declared the meeting properly constituted.

2.2 Presentation of information

The following Reunert documentation, relating to the financial year ended 30 September 2022, was presented to the meeting:

- Directors’ report;
- Audited annual financial statements;
- Audit committee report; and
- Report of the social, ethics and transformation committee.

2.3 Voting

The chair confirmed that:

- as indicated in the notices of meeting, voting shall be conducted by poll;
- shareholders have one vote for every Share held; and
- the Board recommends that shareholders approve all the resolutions.

The chair introduced the resolutions *en-bloc* and summarised the voting percentages required to pass the resolutions.

The chair provided an opportunity for questions.

Ms Fry posed several questions at the meeting and it was **AGREED** with her that she would submit the questions in writing to the secretary. The secretary would arrange that management responds directly to Ms Fry in respect of the matters raised.

3. Counting of votes and results

The scrutineers processed the votes and displayed the results to participants on the meeting site. All resolutions were passed. The two non-binding advisory resolutions received the required support. As a result, further shareholder engagement on these resolutions will not be required.

[Detailed information on the voting is contained in **Annexure “A”** hereto.]

4. Close

The results of the AGM will be published on SENS in accordance with the JSE Listings Requirements.

The chair thanked everyone who contributed to the positive outcome of the AGM and closed the meeting.

SIGNED AS A CORRECT RECORD

MJ HUSAIN
CHAIR

DATE

ORDINARY AND SPECIAL RESOLUTIONS PASSED BY SHAREHOLDERS
AT THE ANNUAL GENERAL MEETING HELD ON 14 FEBRUARY 2023

Voting results for the matters considered at the AGM were as follows:

Resolutions	Votes carried (as a percentage of the total number of Shares voted)		Number of Shares voted	Shares voted (as a percentage of the total issued share capital)	Shares abstained (as a percentage of the total issued share capital)
	For	Against			
Ordinary resolution number 1: Election of Mr RJ Boöttger as an independent non-executive director	100.00%	0.00%	149 222 014	80.67%	0.02%
Ordinary resolution number 2: Election of Ms TNM Eboka as an independent non-executive director	100.00%	0.00%	149 218 514	80.67%	0.02%
Ordinary resolution number 3: Re-election of Mr JP Hulley as an independent non-executive director	100.00%	0.00%	149 214 014	80.67%	0.03%
Ordinary resolution number 4: Re-election of Mr MJ Husain as an independent non-executive director	99.90%	0.10%	149 214 014	80.67%	0.03%
Ordinary resolution number 5: Re-election of Ms S Martin as an independent non-executive director	98.69%	1.31%	149 214 014	80.67%	0.03%
Ordinary resolution number 6: Re-election of Mr NA Thomson as an executive director	99.95%	0.05%	149 222 014	80.67%	0.02%
Ordinary resolution number 7: Re-election of Mr LP Fourie to the Audit Committee	100.00%	0.00%	149 214 014	80.67%	0.03%
Ordinary resolution number 8: Re-election of Ms T Abdool-Samad to the Audit Committee	98.72%	1.28%	149 213 514	80.67%	0.03%
Ordinary resolution number 9: Re-election of Ms S Martin to the Audit Committee	98.36%	1.64%	149 214 014	80.67%	0.03%

Resolutions	Votes carried (as a percentage of the total number of Shares voted)		Number of Shares voted	Shares voted (as a percentage of the total issued share capital)	Shares abstained (as a percentage of the total issued share capital)
	For	Against			
Ordinary resolution number 10: Re-election of Dr MT Matshoba-Ramuedzisi to the Audit Committee	99.99%	0.01%	149 218 514	80.67%	0.02%
Ordinary resolution number 11: Re-appointment of Deloitte & Touche as the independent external auditor of the Company for the financial year ending 30 September 2023	96.51%	3.49%	149 225 989	80.68%	0.02%
Ordinary resolution number 12: Appointment of Ms N Ranchod as the individual designated auditor, subject to the passing of ordinary resolution 11	96.98%	3.02%	149 217 014	80.67%	0.03%
Ordinary resolution number 13: Appointment of KPMG Inc as the independent external auditor of the Company for the financial year ending 30 September 2024	99.48%	0.52%	149 224 564	80.68%	0.02%
Ordinary resolution number 14: Ratification relating to personal financial interest arising from multiple offices in the Reunert group	99.98%	0.02%	149 214 420	80.67%	0.03%
Non-binding advisory resolution number 15: Endorsement of the Reunert remuneration policy	96.71%	3.29%	149 213 777	80.67%	0.03%
Non-binding advisory resolution number 16: Endorsement of the Reunert remuneration implementation report	89.71%	10.29%	149 051 357	80.58%	0.12%
Special resolution number 17: General authority to repurchase shares	100.00%	0.00%	149 226 134	80.68%	0.02%
Special resolution number 18: Approval of non-executive directors' remuneration	97.76%	2.24%	149 213 377	80.67%	0.03%
Special resolution number 19: Approval of non-executive directors' remuneration for <i>ad hoc</i> assignments	94.45%	5.55%	149 213 777	80.67%	0.03%

Special resolution number 20: Approval of financial assistance relating to share repurchases of Reunert's shares and share plans	98.68%	1.32%	149 225 014	80.68%	0.02%
Special resolution number 21: Approval of financial assistance relating to securities for the advancement of commercial interests	98.81%	1.19%	149 222 014	80.67%	0.02%
Special resolution number 22: Approval of financial assistance to persons related or inter-related to the Company for the advancement of commercial interests	98.81%	1.19%	149 219 764	80.67%	0.02%
Ordinary resolution number 23: Signature of documents and authority for implementation of resolutions	99.99%	0.01%	149 217 014	80.67%	0.03%