

PREMIER GROUP LIMITED
(formerly Premier Group Proprietary Limited)
(Incorporated in the Republic of South Africa)
(Registration number 2007/016008/06)
ISIN: ZAE000320321
Share Code: PMR
("Premier" or "Company")

REPORT ON PROCEEDINGS AT THE ANNUAL GENERAL MEETING

Shareholders are advised that, at the Annual General Meeting (AGM) of shareholders held on Tuesday, 5 September 2023 (in terms of the Revised Notice dispatched on Tuesday, 8 August 2023), all the ordinary and special resolutions tabled thereat were passed by the requisite majority of votes of Premier shareholders.

DETAILS OF THE RESULTS OF VOTING AT THE AGM ARE AS FOLLOWS:

Total number of ordinary shares in issue:	Total number of ordinary shares present and/or represented at the AGM:	Percentage of ordinary shares present and/or represented at the AGM:
128 905 800	123 258 644	96%

ORDINARY RESOLUTIONS

Ordinary resolution number 1: Election of Mr PRN Hayward-Butt as an Alternate Non-Executive Director to Mr JER Matthews

Total shares voted: 123 256 518, being 95.62%
For*: 121 190 178, being 98.32%
Against*: 2 066 340, being 1.68%
Abstain^: 2 126, being 0.00%

Ordinary resolution number 2: Re-election of Mr JER Matthews as a Non-Executive Director

Total shares voted: 123 256 518, being 95.62%
For*: 121 352 838, being 98.46%
Against*: 1 903 680, being 1.54%
Abstain^: 2 126, being 0.00%

Ordinary resolution number 3: Re-election of Mr CJ Roodt as an Independent Non-Executive Director

Total shares voted: 123 256 518, being 95.62%
For*: 123 093 677, being 99.87%
Against*: 162 841, being 0.13%
Abstain^: 2 126, being 0.00%

Ordinary resolution number 4.1: Election of Ms FN Khanyile as a member of the Audit and Risk Committee

Total shares voted: 123 256 518, being 95.62%
For*: 123 047 591, being 99.83%
Against*: 208 927, being 0.17%
Abstain^: 2 126, being 0.00%

Ordinary resolution number 4.2: Election of Mr JER Matthews as a member of the Audit and Risk Committee

Total shares voted: 123 256 518, being 95.62%
For*: 121 306 571, being 98.42%
Against*: 1 949 947, being 1.58%
Abstain^: 2 126, being 0.00%

Ordinary resolution number 4.3: Election of Mr H Ramsumer as a member of the Audit and Risk Committee

Total shares voted: 123 256 518, being 95.62%
For*: 123 083 197, being 99.86%
Against*: 173 321, being 0.14%
Abstain^: 2 126, being 0.00%

Ordinary resolution number 5.1: Election of Ms FN Khanyile as a member of the Social and Ethics Committee

Total shares voted: 123 256 518, being 95.62%
For*: 123 093 858, being 99.87%
Against*: 162 660, being 0.13%
Abstain^: 2 126, being 0.00%

Ordinary resolution number 5.2: Election of Mr JER Matthews as a member of the Social and Ethics Committee

Total shares voted: 123 256 518, being 95.62%
For*: 123 083 197, being 99.86%
Against*: 173 321, being 0.14%
Abstain^: 2 126, being 0.00%

Ordinary resolution number 5.3: Election of Mr W Sihlobo as a member of the Social and Ethics Committee

Total shares voted: 123 256 518, being 95.62%
For*: 123 256 518, being 100.00%
Against*: 0, being 0.00%
Abstain^: 2 126, being 0.00%

Ordinary resolution number 6: Re-appointment of PricewaterhouseCoopers Inc. as the Company's independent external auditors

Total shares voted: 123 256 518, being 95.62%
For*: 123 256 337, being 100.00%
Against*: 181, being 0.00%
Abstain^: 2 126, being 0.00%

Ordinary resolution number 7: General authority to issue shares for cash

Total shares voted: 123 256 518, being 95.62%
For*: 108 424 350, being 87.97%
Against*: 14 832 168, being 12.03%
Abstain^: 2 126, being 0.00%

Ordinary resolution number 8: Non-binding advisory vote on the remuneration policy of the Company

Total shares voted: 123 256 473, being 95.62%
For*: 120 039 999, being 97.39%
Against*: 3 216 474, being 2.61%
Abstain^: 2 171, being 0.00%

Ordinary resolution number 9: Non-binding advisory vote on the implementation of the remuneration policy of the Company

Total shares voted: 123 256 473, being 95.62%
For*: 121 770 358, being 98.79%
Against*: 1 486 115, being 1.21%
Abstain^: 2 171, being 0.00%

Ordinary resolution number 10: Authorisation to sign documents to give effect to resolutions

Total shares voted: 1 23 256 518, being 95.62%
For*: 123 256 337, being 100.00%
Against*: 181, being 0.00%
Abstain^: 2 126, being 0.00%

SPECIAL RESOLUTIONS

Special resolution number 1: Approval of Non-Executive Directors' Fees

Total shares voted: 123 256 518, being 95.62%
For*: 123 256 337, being 100.00%
Against*: 181, being 0.00%
Abstain^: 2 126, being 0.00%

Special resolution number 2: Authority to provide financial assistance in terms of sections 44 and 45 of the Companies Act

Total shares voted: 123 256 518, being 95.62%
For*: 121 188 978, being 98.32%
Against*: 2 067 540, being 1.68%
Abstain^: 2 126, being 0.00%

Special resolution number 3: General authority to repurchase shares

Total shares voted: 123 256 518, being 95.62%
For*: 122 270 401, being 99.20%
Against*: 986 117, being 0.80%
Abstain^: 2 126, being 0.00%

* *Represented as a percentage of shares voted*

^ *Represented as a percentage of total ordinary shares in issue*

Johannesburg
5 September 2023

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