

Shoprite Holdings Limited  
(Incorporated in the Republic of South Africa)  
(Registration number 1936/007721/06)  
ISIN no: ZAE000012084  
JSE share code: SHP  
NSX share code: SRH  
LUSE share code: SHOPRITE  
("Shoprite Holdings" or "the Company")

## RESULTS OF ANNUAL GENERAL MEETING

Shareholders are referred to the annual general meeting ("AGM") of Shoprite Holdings held on 29 October 2018 and the results of AGM announcement released on SENS on 30 October 2018 (the "Initial Announcement"). In this regard, set out below are the results of AGM which presents the voting for the ordinary shares and deferred shares separately.

Resolution	Number of shares voted		Percentage of shares in issue*		In favour of**		Against**		Abstained***	
	Ordinary shares	Deferred shares	Ordinary shares	Deferred shares	Ordinary shares	Deferred shares	Ordinary shares	Deferred shares	Ordinary shares	Deferred shares
Ordinary resolution number 1 Approval of Annual Financial Statements	427 453 686	305 621 601	76.89	100.00	100.00	100.00	0.00	0.00	0.58	0.00
Ordinary resolution number 2 Re-appointment of Auditors	429 850 301	305 621 601	77.32	100.00	93.20	100.00	6.80	0.00	0.14	0.00
Ordinary resolution number 3 Re-election of Mr JF Basson	430 178 279	305 621 601	77.38	100.00	88.23	100.00	11.77	0.00	0.08	0.00
Ordinary resolution number 4 Re-election of Mr JJ Fouche	430 449 106	305 621 601	77.43	100.00	85.62	100.00	14.38	0.00	0.04	0.00
Ordinary resolution number 5 Re-election of Dr ATM Mokgokong	429 355 355	305 621 601	77.24	100.00	94.47	100.00	5.53	0.00	0.23	0.00
Ordinary resolution number 6 Re-election of Mr JA Rock	430 178 471	305 621 601	77.38	100.00	99.12	100.00	0.88	0.00	0.08	0.00
Ordinary resolution number 7 Re-election of Ms S Zinn	430 178 496	305 621 601	77.38	100.00	100.00	100.00	0.00	0.00	0.08	0.00
Ordinary resolution number 8 Appointment of Mr JF Basson as Chairperson and Member of the Shoprite Holdings Audit and Risk Committee	428 847 813	305 621 601	77.14	100.00	84.30	100.00	15.70	0.00	0.32	0.00
Ordinary resolution number 9 Appointment of Mr JJ Fouche as Member of the Shoprite Holdings Audit and Risk	428 364 813	305 621 601	77.06	100.00	78.54	100.00	21.46	0.00	0.41	0.00

Committee										
Ordinary resolution number 10 Appointment of Mr JA Rock as Member of the Shoprite Holdings Audit and Risk Committee	428 847 777	305 621 601	77.14	100.00	99.12	100.00	0.88	0.00	0.32	0.00
Ordinary resolution number 11 General authority over unissued ordinary shares	429 700 011	305 621 601	77.30	100.00	91.14	100.00	8.86	0.00	0.17	0.00
Ordinary resolution number 12 General authority to issue shares for cash	429 965 495	305 621 601	77.35	100.00	90.64	100.00	9.36	0.00	0.12	0.00
Ordinary resolution number 13 General authority to directors and/or company secretary	429 383 904	305 621 601	77.24	100.00	100.00	100.00	0.00	0.00	0.04	0.00
Ordinary resolution number 14.1 Non-binding advisory vote on the remuneration policy of Shoprite Holdings	428 246 802	305 621 601	77.04	100.00	26.98	100.00	73.02	0.00	0.43	0.00
Ordinary resolution number 14.2 Non-binding advisory vote on the implementation of the remuneration policy of Shoprite Holdings	428 233 416	305 621 601	77.03	100.00	31.44	100.00	68.56	0.00	0.43	0.00
Special resolution number 1 Remuneration payable to non-executive Directors	428 673 678	305 621 601	77.11	100.00	96.69	100.00	3.31	0.00	0.36	0.00
Special resolution number 2 Financial assistance to subsidiaries, related and inter-related entities	428 845 105	305 621 601	77.14	100.00	93.57	100.00	6.43	0.00	0.32	0.00
Special resolution number 3 Financial assistance for subscription of securities	430 446 011	305 621 601	77.43	100.00	91.25	100.00	8.75	0.00	0.04	0.00
Special resolution number 4 General authority to repurchase shares	430 074 388	305 621 601	77.37	100.00	98.63	100.00	1.37	0.00	0.10	0.00

\* Based on 555 901 930 ordinary shares (591 338 502 ordinary shares less 35 436 572 treasury shares) and 305 621 601 deferred shares in issue at the date of the AGM.

\*\* In relation to the total number of shares voted at the AGM.

\*\*\* In relation to the total number of shares in issue at the date of the AGM.

As stated in the Initial Announcement, the Company has engaged with shareholders in respect of Ordinary resolutions number 14.1 and 14.2 relating to the non-binding advisory votes on the remuneration policy and the implementation of the remuneration policy.

Cape Town  
11 April 2019

Sponsor  
Nedbank Corporate and Investment Banking