

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

At the annual general meeting (“**AGM**”) of Shoprite Holdings held on Monday, 10 November 2025, shareholders are advised that all resolutions were passed by the requisite majority of votes represented at the AGM. The results of the AGM, combining the ordinary shares and deferred shares of Shoprite Holdings (“**combined shares**”), are as follows:

Resolution	Total Number of Combined Shares Voted	Percentage of Total Voteable Combined Shares Voted*	In Favour Of**	Against**	Abstained*
Ordinary resolution number 1 – Re-election of Directors					
1.1 Mrs L de Beer	699 896 665	86,50%	99.69%	0.31%	0.03%
1.2 Prof. H Mathebula	699 896 665	86,50%	99.81%	0.19%	0.03%
1.3 Mr PD Norman	699 896 665	86,50%	99.81%	0.19%	0.03%
1.4 Dr CH Wiese	692 329 242	85,57%	86.10%	13.90%	0.96%
Ordinary resolution number 2 – Appointment as members of the Audit and Risk Committee					
2.1 Ms L de Beer	699 896 665	86,50%	99.69%	0.31%	0.03%
2.2 Mr GW Dempster	699 896 665	86,50%	99.84%	0.16%	0.03%
2.3 Ms NN Gobodo	699 885 678	86,50%	99.74%	0.26%	0.03%
2.4 Mr SN Maseko	699 474 764	86,45%	95.27%	4.73%	0.08%
2.5 Ms EA Wilton	699 896 665	86,50%	99.84%	0.16%	0.03%
Ordinary resolution number 3 – Appointment as members of the Social and Ethics Committee					
3.1 Ms NN Gobodo	699 885 678	86,50%	99.74%	0.26%	0.03%
3.2 Ms WE Lucas-Bull	699 885 678	86,50%	99.63%	0.37%	0.03%
3.3 Prof. H Mathebula	699 896 665	86,50%	99.81%	0.19%	0.03%
3.4 Ms MLD Marole	699 896 665	86,50%	99.84%	0.16%	0.03%
3.5 Mr PD Norman	699 896 665	86,50%	99.81%	0.19%	0.03%
3.6 Ms EA Wilton	699 894 706	86,50%	99.84%	0.16%	0.03%
Ordinary resolution number 4 – Re-Appointment of Ernst & Young Inc. as Auditors of the Company	699 896 665	86,50%	100.00%	0.00%	0.03%
Ordinary resolution number 5 – General Authority for Directors to allot and issue ordinary shares	699 896 665	86,50%	92.53%	7.47%	0.03%

Ordinary resolution number 6 – General Authority for Directors to issue for cash, those ordinary shares which the Directors are authorised to allot and issue in terms of ordinary resolution number 5	699 896 465	86,50%	92.01%	7.99%	0.03%
Ordinary resolution number 7 – General authority to Directors and/or Company Secretary	699 896 465	86,50%	99.93%	0.07%	0.03%
Non-binding advisory vote number 8.1 – Remuneration Policy	688 210 065	85,06%	90.20%	9.80%	1.47%
Non-binding advisory vote number 8.2 – Implementation Report	699 882 494	86,50%	97.27%	2.73%	0.03%
Special resolution number 1 – Remuneration of Non-executive Directors					
9.1 Chairman of the Board	699 892 823	86,50%	98.99%	1.01%	0.03%
9.2 Lead Independent Director	699 892 823	86,50%	99.64%	0.36%	0.03%
9.3 Non-executive Directors	699 892 823	86,50%	99.46%	0.54%	0.03%
9.4 Chairman of the Audit and Risk Committee	699 892 823	86,50%	99.65%	0.35%	0.03%
9.5 Members of the Audit and Risk Committee	699 892 823	86,50%	99.65%	0.35%	0.03%
9.6 Chairman of the Remuneration Committee	699 892 823	86,50%	99.65%	0.35%	0.03%
9.7 Members of the Remuneration Committee	699 892 823	86,50%	99.65%	0.35%	0.03%
9.8 Chairman of the Nomination Committee	699 892 823	86,50%	99.65%	0.35%	0.03%
9.9 Members of the Nomination Committee	699 892 823	86,50%	99.65%	0.35%	0.03%
9.10 Chairman of the Social and Ethics Committee	699 892 823	86,50%	99.65%	0.35%	0.03%
9.11 Members of the Social and Ethics Committee	699 892 823	86,50%	99.65%	0.35%	0.03%
9.12 Chairman of the Investment and Finance Committee	699 892 823	86,50%	99.65%	0.35%	0.03%
9.13 Members of the Investment and Finance Committee	699 892 823	86,50%	99.65%	0.35%	0.03%
Special resolution number 2 – General Authority to acquire the Company's own shares	699 874 455	86,50%	99.52%	0.48%	0.03%
Special resolution number 3 – General Authority to provide financial assistance to subsidiaries, related and inter-related entities	699 895 923	86,50%	98.77%	1.23%	0.03%

The results of the AGM, categorised by the ordinary shares and deferred shares of Shoprite Holdings, are as follows:

Resolution	Total Number of Shares Voted		Percentage Of Total Voteable Shares Voted*		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 – Re-election of Directors										
1.1 Ms L de Beer	434 927 553	264 969 112	79,93%	100.00%	99.50%	100.00%	0.50%	0.00%	0.04%	0.00%

1.2 Prof. H Mathebula	434 927 553	264 969 112	79,93%	100.00%	99.69%	100.00%	0.31%	0.00%	0.04%	0.00%
1.3 Mr PD Norman	434 927 553	264 969 112	79,93%	100.00%	99.69%	100.00%	0.31%	0.00%	0.04%	0.00%
1.4 Dr CH Wiese	427 360 130	264 969 112	78,54%	100.00%	77.48%	100.00%	22.52%	0.00%	1.43%	0.00%
Ordinary resolution number 2 – Appointment as members of the Audit and Risk Committee										
2.1 Ms L de Beer	434 927 553	264 969 112	79,93%	100.00%	99.50%	100.00%	0.50%	0.00%	0.04%	0.00%
2.2 Mr GW Dempster	434 927 553	264 969 112	79,93%	100.00%	99.74%	100.00%	0.26%	0.00%	0.04%	0.00%
2.3 Ms NN Gobodo	434 916 566	264 969 112	79,93%	100.00%	99.59%	100.00%	0.41%	0.00%	0.05%	0.00%
2.4 Mr SN Maseko	434 505 652	264 969 112	79,85%	100.00%	92.38%	100.00%	7.62%	0.00%	0.12%	0.00%
2.5 Ms EA Wilton	434 927 553	264 969 112	79,93%	100.00%	99.74%	100.00%	0.26%	0.00%	0.04%	0.00%
Ordinary resolution number 3 – Appointment as members of the Social and Ethics Committee										
3.1 Ms NN Gobodo	434 916 566	264 969 112	79,93%	100.00%	99.59%	100.00%	0.41%	0.00%	0.05%	0.00%
3.2 Ms WE Lucas-Bull	434 916 566	264 969 112	79,93%	100.00%	99.40%	100.00%	0.60%	0.00%	0.05%	0.00%
3.3 Prof. H Mathebula	434 927 553	264 969 112	79,93%	100.00%	99.69%	100.00%	0.31%	0.00%	0.04%	0.00%
3.4 Ms MLD Marole	434 927 553	264 969 112	79,93%	100.00%	99.74%	100.00%	0.26%	0.00%	0.04%	0.00%
3.5 Mr PD Norman	434 927 553	264 969 112	79,93%	100.00%	99.69%	100.00%	0.31%	0.00%	0.04%	0.00%
3.6 Ms EA Wilton	434 925 594	264 969 112	79,93%	100.00%	99.74%	100.00%	0.26%	0.00%	0.04%	0.00%
Ordinary resolution number 4 – Re-Appointment of Ernst & Young Inc. as Auditors of the Company	434 927 553	264 969 112	79,93%	100.00%	100.00%	100.00%	0.00%	0.00%	0.04%	0.00%
Ordinary resolution number 5 – General Authority for Directors to allot and issue ordinary shares	434 927 553	264 969 112	79,93%	100.00%	87.97%	100.00%	12.03%	0.00%	0.04%	0.00%
Ordinary resolution number 6 – General Authority for Directors to issue for cash, those ordinary shares which the Directors are authorised to allot and issue in terms of ordinary resolution number 5	434 927 353	264 969 112	79,93%	100.00%	87.14%	100.00%	12.86%	0.00%	0.04%	0.00%
Ordinary resolution number 7 – General authority to Directors and/or Company Secretary	434 927 353	264 969 112	79,93%	100.00%	99.88%	100.00%	0.12%	0.00%	0.04%	0.00%
Non-binding advisory vote number 8.1 – Remuneration Policy	423 240 953	264 969 112	77,78%	100.00%	84.06%	100.00%	15.94%	0.00%	2.19%	0.00%
Non-binding advisory vote number 8.2 – Implementation Report	434 913 382	264 969 112	79,93%	100.00%	95.61%	100.00%	4.39%	0.00%	0.05%	0.00%
Special resolution number 1 – Remuneration of Non-executive Directors										
9.1 Chairman of the Board	434 923 711	264 969 112	79,93%	100.00%	98.38%	100.00%	1.62%	0.00%	0.04%	0.00%
9.2 Lead Independent Director	434 923 711	264 969 112	79,93%	100.00%	99.43%	100.00%	0.57%	0.00%	0.04%	0.00%

9.3	Non-executive Directors	434 923 711	264 969 112	79,93%	100.00%	99.13%	100.00%	0.87%	0.00%	0.04%	0.00%
9.4	Chairman of the Audit and Risk Committee	434 923 711	264 969 112	79,93%	100.00%	99.44%	100.00%	0.56%	0.00%	0.04%	0.00%
9.5	Members of the Audit and Risk Committee	434 923 711	264 969 112	79,93%	100.00%	99.44%	100.00%	0.56%	0.00%	0.04%	0.00%
9.6	Chairman of the Remuneration Committee	434 923 711	264 969 112	79,93%	100.00%	99.44%	100.00%	0.56%	0.00%	0.04%	0.00%
9.7	Members of the Remuneration Committee	434 923 711	264 969 112	79,93%	100.00%	99.44%	100.00%	0.56%	0.00%	0.04%	0.00%
9.8	Chairman of the Nomination Committee	434 923 711	264 969 112	79,93%	100.00%	99.44%	100.00%	0.56%	0.00%	0.04%	0.00%
9.9	Members of the Nomination Committee	434 923 711	264 969 112	79,93%	100.00%	99.44%	100.00%	0.56%	0.00%	0.04%	0.00%
9.10	Chairman of the Social and Ethics Committee	434 923 711	264 969 112	79,93%	100.00%	99.44%	100.00%	0.56%	0.00%	0.04%	0.00%
9.11	Members of the Social and Ethics Committee	434 923 711	264 969 112	79,93%	100.00%	99.44%	100.00%	0.56%	0.00%	0.04%	0.00%
9.12	Chairman of the Investment and Finance Committee	434 923 711	264 969 112	79,93%	100.00%	99.44%	100.00%	0.56%	0.00%	0.04%	0.00%
9.13	Members of the Investment and Finance Committee	434 923 711	264 969 112	79,93%	100.00%	99.44%	100.00%	0.56%	0.00%	0.04%	0.00%
	Special resolution number 2 – General Authority to acquire the Company's own shares	434 905 343	264 969 112	79,92%	100.00%	99.22%	100.00%	0.78%	0.00%	0.05%	0.00%
	Special resolution number 3 – General Authority to provide financial assistance to subsidiaries, related and inter-related entities	434 926 811	264 969 112	79,93%	100.00%	98.02%	100.00%	1.98%	0.00%	0.04%	0.00%

\* Based on 544 145 506 ordinary shares (591 338 502 ordinary shares less 47 192 996 treasury shares) and 264 969 112 deferred shares (305 621 601 deferred shares less 40 652 489 deferred shares which are currently restricted from voting) in issue at the date of the AGM.

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

Cape Town  
11 November 2025

**Sponsor**  
Nedbank Corporate and Investment Banking, a division of Nedbank Limited