
RESULTS OF THE ANNUAL GENERAL MEETING

Shareholders are advised that at the Annual General Meeting of Zarclear Holdings Limited (“**AGM**”), which was held on Tuesday, 14 March 2023, all the ordinary and special resolutions proposed thereat, were approved by the requisite majority of votes.

- The Company’s total issued share capital as at the Voting Record Date, being Friday, 03 March 2023 was 226 065 696 ordinary shares;
- The total number of the Company’s shares present/represented (including proxies) at the AGM was 174 289 016;
- The total percentage of the Company’s shares present/represented (including proxies) at the AGM in relation to the total issued share capital of the Company was 77.10 %.

The results of the Annual General Meeting for Zarclear Holdings Limited are as follows:

ORDINARY RESOLUTION NUMBER 1: TO RE-ELECT MS FATIMA VAWDA AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE COMPANY

	No. of Shares Exercised	%
Votes in favour	<i>174 289 016</i>	<i>100</i>
Votes against	<i>0</i>	<i>0</i>
Abstentions	<i>0</i>	<i>0</i>

ORDINARY RESOLUTION NO. 2.1: RE-APPOINT MS FATIMA VAWDA AS A MEMBER AND CHAIRPERSON OF THE AUDIT AND RISK COMMITTEE

	No. of Shares Exercised	%
Votes in favour	<i>174 289 016</i>	<i>100</i>
Votes against	<i>0</i>	<i>0</i>
Abstentions	<i>0</i>	<i>0</i>

ORDINARY RESOLUTION NO. 2.2: TO RE-APPOINT MR PAUL CAMBO BALOYI AS A MEMBER OF THE AUDIT AND RISK COMMITTEE OF THE COMPANY

	No. of Shares Exercised	%
Votes in favour	174 289 016	100
Votes against	0	0
Abstentions	0	0

ORDINARY RESOLUTION NO. 2.3: TO RE-APPOINT MR ZOLANI MATTHEWS AS A MEMBER OF THE AUDIT AND RISK COMMITTEE OF THE COMPANY

	No. of Shares Exercised	%
Votes in favour	174 289 016	100
Votes against	0	0
Abstentions	0	0

ORDINARY RESOLUTION NO. 3: RE-APPOINTMENT OF BDO SOUTH AFRICA INCORPORATED AS AUDITORS OF THE COMPANY

	No. of Shares Exercised	%
Votes in favour	174 289 016	100
Votes against	0	0
Abstentions	0	0

ORDINARY RESOLUTION NO. 4: CONTROL OF AUTHORISED BUT UNISSUED ORDINARY SHARES

	No. of Shares Exercised	%
Votes in favour	174 289 016	100
Votes against	0	0
Abstentions	0	0

ORDINARY RESOLUTION NO. 5: AUTHORITY TO ISSUE SHARES FOR CASH

	No. of Shares Exercised	%
Votes in favour	174 289 016	100
Votes against	0	0
Abstentions	0	0

ORDINARY RESOLUTION NO. 6: SIGNING AUTHORITY

	No. of Shares Exercised	%
Votes in favour	174 289 016	100
Votes against	0	0
Abstentions	0	0

SPECIAL RESOLUTION NO. 1: APPROVAL OF NON-EXECUTIVE DIRECTORS' REMUNERATION

	No. of Shares Exercised	%
Votes in favour	174 289 016	100
Votes against	0	0
Abstentions	0	0

SPECIAL RESOLUTION NO. 2: GENERAL AUTHORITY TO REPURCHASE SHARES

	No. of Shares Exercised	%
Votes in favour	174 289 016	100
Votes against	0	0
Abstentions	0	0

SPECIAL RESOLUTION NO. 3: LOANS AND FINANCIAL ASSISTANCE IN TERMS OF SECTION 45 OF THE COMPANIES

	No. of Shares Exercised	%
Votes in favour	174 289 016	100
Votes against	0	0
Abstentions	0	0

SPECIAL RESOLUTION NO. 4: FINANCIAL ASSISTANCE IN TERMS OF SECTION 44 OF THE COMPANIES ACT

	No. of Shares Exercised	%
Votes in favour	174 289 016	100
Votes against	0	0
Abstentions	0	0

SPECIAL RESOLUTION NO. 5: ISSUE OF SHARES IN TERMS OF SECTION 41(1) OF THE COMPANIES ACT

	No. of Shares Exercised	%
Votes in favour	<i>174 289 016</i>	<i>100</i>
Votes against	<i>0</i>	<i>0</i>
Abstentions	<i>0</i>	<i>0</i>

SPECIAL RESOLUTION NO. 6: ISSUE OF SHARES IN TERMS OF SECTION 41(3) OF THE COMPANIES ACT

	No. of Shares Exercised	%
Votes in favour	<i>174 289 016</i>	<i>100</i>
Votes against	<i>0</i>	<i>0</i>
Abstentions	<i>0</i>	<i>0</i>