

**STADIO HOLDINGS LIMITED**

(Incorporated in the Republic of South Africa)

(Registration number: 2016/371398/06)

Share code: SDO

ISIN: ZAE000248662

LEI: 3789007C8FB26515D966

("STADIO Holdings" or "the Company")

**RESULTS OF THE ANNUAL GENERAL MEETING**

Shareholders are hereby advised that at the annual general meeting of the Company held at 11:00 a.m. on Tuesday, 22 June 2021, via electronic communication ("**AGM**"), all of the resolutions were passed by the requisite majorities of the Company's shareholders.

Details of the results of the voting at the AGM are as follows:

<b>Resolutions proposed at the AGM</b>	<b>Votes for resolution as a percentage of total number of shares voted at AGM</b>	<b>Votes against resolution as a percentage of total number of shares voted at AGM</b>	<b>Number of shares voted at AGM</b>	<b>Number of shares voted at AGM as a percentage of shares in issue*</b>	<b>Number of shares abstained as a percentage of shares in issue*</b>
Ordinary resolution number 1: To confirm the appointment of Dr TV Maphai as a Director	100.00%	0.00%	568 834 841	67.64%	0.07%
Ordinary resolution number 2: To re-elect Dr TH Brown as a Director	100.00%	0.00%	568 522 631	67.60%	0.11%
Ordinary resolution number 3: To re-elect Dr CR van der Merwe as a Director	99.60%	0.40%	569 099 255	67.67%	0.04%
Ordinary resolution number 4: To re-elect Dr CB Vilakazi as a Director	100.00%	0.00%	568 522 631	67.60%	0.11%
Ordinary resolution number 5: To re-appoint Ms M Mokoka as a member and chairperson of the Audit and Risk Committee of the Company	99.79%	0.21%	569 099 255	67.67%	0.04%

Ordinary resolution number 6: To re-appoint Dr CB Vilakazi as a member of the Audit and Risk Committee of the Company	99.79%	0.21%	568 522 631	67.60%	0.11%
Ordinary resolution number 7: To re-appoint Dr TH Brown as a member of the Audit and Risk Committee of the Company	99.79%	0.21%	568 522 631	67.60%	0.11%
Ordinary resolution number 8: To re-appoint PwC Inc. as the auditor	100.00%	0.00%	569 099 255	67.67%	0.04%
Ordinary resolution number 9: General authority to issue ordinary shares for cash	90.39%	9.61%	569 099 255	67.67%	0.04%
Ordinary resolution number 10: Non-binding endorsement of STADIO Holdings' remuneration policy	96.90%	3.10%	569 099 255	67.67%	0.04%
Ordinary resolution number 11: Non-binding endorsement of STADIO Holdings' implementation report on the remuneration policy	96.90%	3.10%	569 099 255	67.67%	0.04%
Special resolution number 1: Remuneration of chairperson of the Board	99.99%	0.01%	567 259 908	67.45%	0.26%
Special resolution number 2: Remuneration of members of the Board	99.77%	0.23%	568 522 631	67.60%	0.11%
Special resolution number 3: Remuneration of chairperson of the Audit and Risk Committee	99.99%	0.01%	568 522 631	67.60%	0.11%

Special resolution number 4: Remuneration of members of the Audit and Risk Committee	99.99%	0.01%	568 522 631	67.60%	0.11%
Special resolution number 5: Remuneration of chairpersons of the Remuneration and Nominations Committee	99.99%	0.01%	568 522 631	67.60%	0.11%
Special resolution number 6: Remuneration of members of the Remuneration and Nominations Committee	99.99%	0.01%	568 522 631	67.60%	0.11%
Special resolution number 7: Remuneration of the chairperson of the Transformation, Social and Ethics Committee	99.99%	0.01%	568 522 631	67.60%	0.11%
Special resolution number 8: Remuneration of members of the Transformation, Social and Ethics Committee	99.99%	0.01%	568 522 631	67.60%	0.11%
Special resolution number 9: Ad hoc remuneration of members of the Board under rare circumstances	99.78%	0.22%	568 522 631	67.60%	0.11%
Special resolution number 10: Inter-company financial assistance	99.89%	0.11%	569 099 255	67.67%	0.04%
Special resolution number 11: Financial assistance for the subscription and/or the acquisition of shares in the Company or a related or interrelated company	96.91%	3.09%	569 099 255	67.67%	0.04%

Special resolution number 12: Share repurchases by the Company and its subsidiaries	99.77%	0.23%	569 099 255	67.67%	0.04%
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A presentation made at the AGM by the Chief Executive Officer is available on the Company's website: <https://www.stadio.co.za/2021-presentation/>

**Note:**

\*The total number of shares in issue as at 11 June 2021, being the record date to be eligible to vote at the AGM, was 840 996 984.

Durbanville  
23 June 2021

Sponsor  
PSG Capital



PSG CAPITAL

Independent joint sponsor  
UBS South Africa

