

**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 the results of the voting at the annual general meeting of the Company held at 10:00 a.m., today, 22 June 2023, via electronic communication ("**AGM**"), are as below.

Shareholders are further advised that, following discussion between the board of directors and shareholders of the Company prior to the AGM, ordinary resolution number 7 (relating to the general authority to issue shares for cash) was withdrawn at the AGM, given that the Company does not intend to issue any shares for cash in terms of a general authority. All of the remaining resolutions were passed by the requisite majorities of the Company's shareholders.

<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 re-elect Busisiwe Vilakazi as a Director	99.98%	0.02%	563 472 785	66.01%	0.05%
Ordinary resolution number 2: To re-elect Tom Brown as a Director	99.99%	0.01%	563 477 910	66.01%	0.05%
Ordinary resolution number 3: To re-appoint Mathukana Mokoka as a member and chairperson of the Audit and Risk Committee of the Company	99.38%	0.62%	563 379 745	65.99%	0.06%
Ordinary resolution number 4: To re-appoint Dr Busisiwe Vilakazi as a member of the Audit and Risk Committee of the Company	99.60%	0.40%	563 379 745	65.99%	0.06%

Ordinary resolution number 5: To re-appoint Dr Tom Brown as a member of the Audit and Risk Committee of the Company	99.60%	0.40%	563 384 870	66.00%	0.06%
Ordinary resolution number 6: To re-appoint PwC Inc. as the auditor	99.98%	0.02%	519 819 507	60.89%	5.16%
Ordinary resolution number 7: General authority to issue ordinary shares for cash	Resolution withdrawn.				
Ordinary resolution number 8: Non-binding endorsement of STADIO Holdings' remuneration policy	91.97%	8.03%	559 694 827	65.56%	0.49%
Ordinary resolution number 9: Non-binding endorsement of STADIO Holdings' implementation report on the remuneration policy	92.78%	7.22%	559 694 827	65.56%	0.49%
Special resolution number 1: Remuneration of chairperson of the Board	99.86%	0.14%	563 380 778	65.99%	0.06%
Special resolution number 2: Remuneration of members of the Board	99.86%	0.14%	563 380 778	65.99%	0.06%
Special resolution number 3: Remuneration of chairperson of the Audit and Risk Committee	99.90%	0.10%	563 380 864	65.99%	0.06%
Special resolution number 4: Remuneration of members of the Audit and Risk Committee	99.89%	0.11%	563 380 864	65.99%	0.06%
Special resolution number 5: Remuneration of chairpersons of the Remuneration and Nominations Committee	99.89%	0.11%	563 279 842	65.98%	0.07%
Special resolution number 6: Remuneration of members of the Remuneration and Nominations Committee	99.89%	0.11%	563 380 864	65.99%	0.06%

Special resolution number 7: Remuneration of the chairperson of the Transformation, Social and Ethics Committee	99.88%	0.12%	563 373 882	65.99%	0.06%
Special resolution number 8: Remuneration of members of the Transformation, Social and Ethics Committee	99.88%	0.12%	563 474 818	66.01%	0.05%
Special resolution number 9: Inter-company financial assistance	98.72%	1.28%	563 383 161	65.99%	0.06%
Special resolution number 10: Financial assistance for the subscription and/or the acquisition of shares in the Company or a related or interrelated company	95.42%	4.58%	563 386 074	66.00%	0.06%
Special resolution number 11: Share repurchases by the Company and its subsidiaries	99.10%	0.90%	563 386 499	66.00%	0.06%

**Note:**

\* Total number of shares in issue at the date of the AGM was 853 677 588 of which 3 315 001 were treasury shares.

The presentation made at the AGM by the Chief Executive Officer is available on the Company's website, at the following link: [AGM presentation](#)

Durbanville  
22 June 2023

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