

Metrofile Holdings Limited  
(Incorporated in the Republic of South Africa)  
(Registration number 1983/012697/06)  
Share code: MFL  
ISIN Code: ZAE000061727  
("Metrofile Holdings")

RESULTS OF ANNUAL GENERAL MEETING

Shareholders are advised that the voting results for the annual general meeting ("AGM") of Metrofile Holdings held today at 10h00 at Summer Place, 69 Melville Road, Hyde Park, 2196, Gauteng were as follows:

| Resolution number and description                                    | Number of shares voted | Percentage of shares in issue*<br>% | For**<br>% | Against<br>**<br>% | Abstained<br>*<br>% |
|--|------------------------|-------------------------------------|------------|--------------------|---------------------|
| Ordinary resolution number 1:<br>Re-election of CN Pongweni          | 304 295 452            | 71.25                               | 99.71      | 0.29               | 0.15                |
| Ordinary resolution number 2:<br>Re-election of CS Seabrooke         | 304 331 125            | 71.26                               | 98.40      | 1.60               | 0.15                |
| Ordinary resolution number 3:<br>Re-election of GD Wackrill          | 304 331 125            | 71.26                               | 99.88      | 0.12               | 0.15                |
| Ordinary resolution number 4:<br>Appointment of PG Serima            | 304 331 125            | 71.26                               | 100.00     | -                  | 0.15                |
| Ordinary resolution number 5:<br>Re-appointment of external auditors | 304 437 625            | 71.28                               | 99.99      | 0.01               | 0.12                |

|  |             |       |       |       |      |
|--|-------------|-------|-------|-------|------|
| Ordinary resolution number 6:<br>Election of Audit, Governance and Risk Committee Members -<br>IN Matthews (Chairman), CS Seabrooke and SV Zilwa | 304 437 625 | 71.28 | 97.05 | 2.95  | 0.12 |
| Ordinary resolution number 7:<br>Non-binding advisory vote on Remuneration Policy  | 304 310 724 | 71.25 | 93.69 | 6.31  | 0.15 |
| Special resolution number 1:<br>Approval of non-executive directors' fees  | 304 310 443 | 71.25 | 99.87 | 0.13  | 0.15 |
| Ordinary resolution number 8:<br>General authority for directors to allot and issue authorised and unissued ordinary shares                      | 273 021 332 | 63.93 | 90.92 | 9.08  | 7.48 |
| Ordinary resolution number 9:<br>General authority to allot and issue shares for cash  | 126 077 860 | 29.52 | 80.23 | 19.77 | 7.48 |

|   |             |       |        |      |      |
|---|-------------|-------|--------|------|------|
| Special resolution number 2:<br>Authority to provide financial assistance to any Group Company      | 304 437 625 | 71.28 | 100.00 | -    | 0.12 |
| Special resolution number 3:<br>General authority to repurchase shares                              | 304 437 625 | 71.28 | 99.92  | 0.08 | 0.12 |
| Ordinary resolution number 10:<br>Approval of the Metrofile Holdings Limited Conditional Share Plan | 297 427 289 | 69.64 | 96.57  | 3.43 | 1.76 |
| Ordinary resolution number 11:<br>Authority to sign all documents required                          | 304 441 125 | 71.28 | 100.00 | -    | 0.12 |

\*Based on 427 084 010 ordinary shares in issue at the date of the AGM.

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

Based on the above results, all resolutions were passed by the requisite majority of Metrofile Holdings shareholders present in person or represented by proxy at the AGM.

Johannesburg

14 December 2016

Sponsor

The Standard Bank of South Africa Limited