

Metrofile Holdings Limited
(Incorporated in the Republic of South Africa)
(Registration number 1983/012697/06)
Share code: MFL
ISIN: 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 were as follows, noting the withdrawal by the Company of Ordinary Resolution 3.4 re-appointing C S Seabrooke as a member of the Audit, Governance and Risk Committee and the Board making the commitment of freezing non-executive directors' fees for two years:

Resolution	Number of shares voted	Percentage of shares in issue* %	For** %	Against** %	Abstained* %
Ordinary resolution 1.1: Re-election of C S Seabrooke	300 735 081	69.11	87.10	12.90	0.11
Ordinary resolution 1.2: Re-election of G D Wackrill	300 735 081	69.11	87.10	12.90	0.11
Ordinary resolution 1.3: Re-election of SV Zilwa	300 735 081	69.11	99.88	0.12	0.11
Ordinary resolution 2: Election of MZ Abdulla	300 620 481	69.09	99.94	0.06	0.13
Ordinary resolution 3.1: Election of Audit, Governance and Risk Committee member - SV Zilwa	300 735 081	69.11	99.88	0.12	0.11
Ordinary resolution 3.2: Election of Audit, Governance and Risk Committee member - P Langeni	300 735 081	69.11	97.84	2.16	0.11
Ordinary resolution 3.3: Election of Audit, Governance and Risk Committee member -	300 735 081	69.11	99.90	0.10	0.11

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Ordinary resolution 4: Re-appointment of Deloitte & Touche as external independent auditors	300 536 131	69.07	99.23	0.77	0.15
Ordinary resolution 5: General authority to directors to allot and issue ordinary shares	300 655 631	69.09	87.71	12.29	0.12
Ordinary resolution 6: Non-binding advisory endorsement of the Metrofile Remuneration Policy and Implementation Report	300 663 581	69.10	79.45	20.55	0.12
Special resolution 1: Remuneration of non-executive directors	300 427 774	69.04	92.31	7.69	0.18
Special resolution 2: General authority to acquire the Company's own shares	300 668 631	69.10	99.87	0.13	0.12
Special resolution 3: Authority to allot and issue ordinary shares pursuant to CSP	300 668 631	69.10	92.38	7.62	0.12
Special resolution 4: General authority to directors to issue ordinary shares for cash	300 661 631	69.10	91.52	8.48	0.12
Special resolution 5: General authority to provide financial assistance in terms of Section	300 654 631	69.09	99.32	0.68	0.12

44 and 45 of the Companies Act					
Ordinary resolution 7: Directors' authority to implement special and ordinary resolutions	300 741 131	69.11	99.90	0.10	0.10

*Based on 435 140 268 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
28 November 2018

Sponsor
The Standard Bank of South Africa Limited