
RESULTS OF THE GENERAL MEETING OF TRANS HEX SHAREHOLDERS

1. Introduction

Shareholders are referred to the Firm Intention Announcement released on SENS on 30 September 2019 and the Circular dated 30 September 2019 ("**Circular**"), which was posted to shareholders and made available on the Company's website, regarding an offer by the Company to all Shareholders, other than the Consortium and subsidiaries of the Company, to repurchase the issued share capital held by them for an offer consideration of R1.00 per share, followed by a delisting of the Company from the JSE.

Unless otherwise indicated, capitalised words and terms contained in this announcement shall bear the same meanings ascribed thereto in the Circular.

2. Results of the General Meeting

2.1 The Trans Hex Board is pleased to announce that, pursuant to the General Meeting held today, 29 October 2019, all the resolutions as contained in the notice of General Meeting which formed part of the Circular, were passed by the requisite majority of Shareholders entitled to vote.

2.2 Shareholders are advised that:

2.2.1 the total number of Shares in issue as at the date of the General Meeting was 115 488 113 Shares, which included 352 328 Treasury Shares;

2.2.2 the total number of Shares that were voted in person/represented by proxy on Special Resolution Number 1 at the General Meeting was 8 095 566, being 7.01% of the total number of Shares in issue (and being 35.11% of the total number of shares eligible to vote on Special Resolution Number 1);

2.2.3 the total number of Shares that were voted in person/represented by proxy on Ordinary Resolution Number 1 at the General Meeting was 8 095 578, being 7.01% of the total number of Shares in issue (and being 35.11% of the total number of shares eligible to vote on Ordinary Resolution Number 1);

2.2.4 the total number of Shares that were voted in person/represented by proxy on Special Resolution Number 2, at the General Meeting was 92 075 781, being 79.97% of the total number of Shares in issue (and being 100% of the total number of shares eligible to vote on Special Resolution Number 2);

2.2.5 the total number of Shares that were voted in person/represented by proxy on Special Resolution Number 3 and Ordinary Resolution Number 2 at the General Meeting was 100 171 347, being 86.74% of the total number of Shares in issue.

2.3 The result of the resolutions proposed at the General Meeting are set out below:

Resolution	Total number of Shares voted	% of votes for the resolution (Note 1)	% of votes against the resolution (Note 1)	% of Shares abstained (Note 2)
Special Resolution 1 Approval of the Scheme	8 095 566	89.953	10.047	79.974
Special Resolution 2 Approval of Specific Repurchase	92 075 781	100.000	0.000	0.000
Special Resolution 3	100 171 347	99.188	0.812	0.003

Revocation of Special Resolution number 1				
Ordinary Resolution 1 Approval for the Delisting	8 095 578	89.750	10.250	79.974
Ordinary Resolution 2 Authority granted to directors	100 171 347	99.229	0.771	0.003

Note 1: Shares voted for and against are represented as a percentage of the total Shares voted.

Note 2: Abstentions are represented below as a percentage of total number of Shares in issue.

3. Conditions Precedent

- 3.1 The percentage of Shares that voted against the Scheme Resolution did not exceed 15% of the Shares in issue and accordingly section 115(3)(a) of the Companies Act is not applicable, and therefore the passing of the above resolutions fulfils the Conditions Precedent set out in paragraphs 6.2.1 and 6.2.2 of the Circular.
- 3.3 In addition, no Shareholders have given notice objecting to the Scheme and the percentage of Shares that voted against the Scheme Resolution did not exceed 15% of the Shares in issue. Accordingly, the Condition Precedent set out in paragraph 6.2.3 of the Circular has been fulfilled.
- 3.4 The Condition Precedent set out in paragraph 6.2.4 of the Circular, relating to receipt of the TRP's compliance certificate, remains subject to fulfilment and Shareholders will be further advised in respect thereof.

Cape Town
29 October 2019

Corporate Advisor and Transaction Sponsor to Trans Hex



Questco Proprietary Limited