

## Bid Corporation Limited

(Incorporated in the Republic of South Africa)

Registration number: 1995/008615/06

Share code: BID

ISIN: ZAE000216537

("Bidcorp" or "the Company")

### REPORT ON PROCEEDINGS AT THE 2022 ANNUAL GENERAL MEETING

At the annual general meeting ("Annual General Meeting" or "the meeting") of the shareholders of Bidcorp held today, Thursday, November 17<sup>th</sup> 2022, the ordinary and special resolutions proposed at the meeting were unaltered from that reflected in the Notice of Annual General Meeting and were voted on, the results of which are set out below:

Total number of shares in issue	335,404,212
Total number of shares represented (including proxies) at the meeting	263,281,159
Proportion of total voteable shares represented at the meeting	78,50%

	Resolution	Votes cast disclosed as a percentage of the total number of shares voted at the meeting		Number of Shares Voted	Shares voted disclosed as a percentage of the total issued shares	Shares abstained disclosed as a percentage of the total issued shares
		For	Against			
1	Ordinary resolution number 1: Reappointment of external auditor	99.99%	0.01%	262,433,614	78.24%	0.25%
2	Ordinary resolution number 2.1: Directorate - T Abdool-Samad	100.00%	0.00%	262,431,544	78.24%	0.25%
3	Ordinary resolution number 2.2: Directorate - DE Cleasby	99.65%	0.35%	262,431,615	78.24%	0.25%
4	Ordinary resolution number 2.3: Directorate - B Joffe	91.07%	8.93%	262,431,644	78.24%	0.25%
5	Ordinary resolution number 2.4: Directorate - H Wiseman	99.91%	0.09%	262,431,578	78.24%	0.25%
6	Ordinary resolution number 3.1: Election of audit and risk committee member - T Abdool-Samad	99.85%	0.15%	262,431,378	78.24%	0.25%
7	Ordinary resolution number 3.2: Election of audit and risk committee member - PC Baloyi	87.17%	12.83%	262,431,615	78.24%	0.25%
8	Ordinary resolution number 3.3: Election of audit and risk committee member - KR Moloko	100.00%	0.00%	262,431,085	78.24%	0.25%
9	Ordinary resolution number 3.4: Election of audit and risk committee member - NG Payne	87.23%	12.77%	262,431,318	78.24%	0.25%
10	Ordinary resolution number 3.5: Election of audit and risk committee member - H Wiseman	99.87%	0.13%	262,431,478	78.24%	0.25%
11	Ordinary resolution number 4.1: Endorsement of Bidcorp Remuneration policy	70.01%	29.99%	262,419,586	78.24%	0.26%
12	Ordinary resolution number 4.2: Endorsement of Bidcorp Implementation of remuneration policy	94.74%	5.26%	260,980,903	77.81%	0.69%
13	Ordinary resolution number 5: Amendments to the conditional share plan (CSP) scheme	72.47%	27.53%	262,424,990	78.24%	0.26%
14	Ordinary resolution number 6: General authority to directors to allot and issue authorised but unissued ordinary shares	91.00%	9.00%	262,433,648	78.24%	0.25%
15	Ordinary resolution number 7: General authority to issue shares for cash	90.94%	9.06%	262,433,626	78.24%	0.25%
16	Ordinary resolution number 8: Payment of dividend by way of pro rata reduction of stated capital	99.89%	0.11%	262,433,655	78.24%	0.25%
17	Ordinary resolution number 9: Creation and issue of convertible debentures	88.67%	11.33%	261,261,113	77.89%	0.60%
18	Ordinary resolution number 10: Directors' authority to implement special and ordinary resolutions	100.00%	0.00%	262,433,658	78.24%	0.25%
19	Special resolution number 1: General authority to acquire (repurchase) shares	99.20%	0.80%	262,420,191	78.24%	0.26%
20	Special resolution number 2.1: Approval of non-executive directors' annual fees – 2022/2023 - Chairman	99.50%	0.50%	262,418,905	78.24%	0.26%

21	Special resolution number 2.2: Approval of non-executive directors' annual fees – 2022/2023 - Lead independent non-executive director	98.17%	1.83%	262,418,466	78.24%	0.26%
22	Special resolution number 2.3: Approval of non-executive directors' annual fees – 2022/2023 - Non-executive directors	97.37%	2.63%	262,418,007	78.24%	0.26%
23	Special resolution number 2.4: Approval of non-executive directors' annual fees – 2022/2023 - Audit and risk committee chairman	99.50%	0.50%	262,418,471	78.24%	0.26%
24	Special resolution number 2.5: Approval of non-executive directors' annual fees – 2022/2023 - Audit and risk committee member	99.85%	0.15%	262,418,500	78.24%	0.26%
25	Special resolution number 2.6: Approval of non-executive directors' annual fees – 2022/2023 - Remuneration committee chairman	99.42%	0.58%	262,417,941	78.24%	0.26%
26	Special resolution number 2.7: Approval of non-executive directors' annual fees – 2022/2023 - Remuneration committee member	99.42%	0.58%	262,418,007	78.24%	0.26%
27	Special resolution number 2.8: Approval of non-executive directors' annual fees – 2022/2023 - Nominations committee chairman	99.83%	0.17%	262,418,537	78.24%	0.26%
28	Special resolution number 2.9: Approval of non-executive directors' annual fees – 2022/2023 - Nominations committee member	99.42%	0.58%	262,418,566	78.24%	0.26%
29	Special resolution number 2.10: Approval of non-executive directors' annual fees – 2022/2023 - Acquisitions committee chairman	99.42%	0.58%	262,418,500	78.24%	0.26%
30	Special resolution number 2.11: Approval of non-executive directors' annual fees – 2022/2023 - Acquisitions committee member	99.42%	0.58%	262,417,941	78.24%	0.26%
31	Special resolution number 2.12: Approval of non-executive directors' annual fees – 2022/2023 - Social and ethics committee chairman	99.42%	0.58%	262,418,228	78.24%	0.26%
32	Special resolution number 2.13: Approval of non-executive directors' annual fees – 2022/2023 - Social and ethics committee member	99.42%	0.58%	262,418,257	78.24%	0.26%
33	Special resolution number 2.14: Approval of non-executive directors' annual fees – 2022/2023 - Ad hoc meeting	98.64%	1.36%	262,417,941	78.24%	0.26%
34	Special resolution number 2.15: Approval of non-executive directors' annual fees – 2022/2023 - Travel per meeting cycle	99.89%	0.11%	262,417,807	78.24%	0.26%
35	Special resolution number 3: General authority to provide financial assistance to related or inter-related companies and corporations	98.46%	1.54%	262,433,485	78.24%	0.25%

Shareholders are referred to the outcome of proceedings at the 2022 AGM, wherein it was noted that the non-binding advisory resolution endorsing the remuneration policy (ordinary resolution 4.1) had not been supported by the requisite 75% of votes cast at the meeting. The Bidcorp Board invites those dissenting shareholders to send their concerns / questions relating to the remuneration policy to the Company Secretary, in writing (email address: [investorrelations@bidcorp.co.za](mailto:investorrelations@bidcorp.co.za)), to be received before close of business day on Wednesday, December 14<sup>th</sup> 2022. Arrangements will be made to facilitate the engagement process with those responding shareholders.

#### **CAPITAL MARKETS TRADING UPDATE**

Shareholders are reminded that management will be hosting a capital markets trading update on Tuesday, November 22<sup>nd</sup> 2022 at 10h00 (SA time) where an operational update will be provided. Full details are available on the Bidcorp website ([www.bidcorpgroup.com](http://www.bidcorpgroup.com)).

Date: November 17<sup>th</sup> 2022

Johannesburg

Sponsor: The Standard Bank of South Africa Limited