

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, 19 June 2024, 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Company prior to the AGM, ordinary resolution number 8 (relating to the general authority to issue shares for cash) was withdrawn at the AGM, given that the Company does not intend to issue any shares for cash in terms of a general authority.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.

Resolutions proposed at the AGM	Votes for resolution as a percentage of total number of shares voted at AGM	Votes against resolution as a percentage of total number of shares voted at AGM	Number of shares voted at AGM	Number of shares voted at AGM as a percentage of shares in issue*	Number of shares abstained as a percentage of shares in issue*
Ordinary resolution number 1: To confirm Mr Ishak Khula as a Director	99.99%	0.01%	572 329 065	67.54%	0.05%
Ordinary resolution number 2: To re-elect Dr Chris van der Merwe as a Director	98.91%	1.09%	572 329 065	67.54%	0.05%
Ordinary resolution number 3: To re-elect Mr Nico de Waal as a Director	98.91%	1.09%	572 329 065	67.54%	0.05%
Ordinary resolution number 4: To re-appoint Mathukana Mokoka as a member and chairperson of the Audit and Risk	98.90%	1.10%	569 502 533	67.20%	0.38%

Committee of the Company					
Ordinary resolution number 5: To re-appoint Dr Busisiwe Vilakazi as a member of the Audit and Risk Committee of the Company	98.91%	1.09%	572 328 965	67.54%	0.05%
Ordinary resolution number 6: To re-appoint Dr Tom Brown as a member of the Audit and Risk Committee of the Company	98.91%	1.09%	572 329 065	67.54%	0.05%
Ordinary resolution number 7: To re-appoint PwC Inc. as the auditor	99.99%	0.01%	572 327 351	67.54%	0.05%
Ordinary resolution number 8: General authority to issue ordinary shares for cash	Resolution withdrawn				
Ordinary resolution number 9: Non-binding endorsement of STADIO Holdings' remuneration policy	89.85%	10.15%	568 638 323	67.10%	0.48%
Ordinary resolution number 10: Non-binding endorsement of STADIO Holdings' implementation report on the remuneration policy	94.59%	5.41%	572 327 351	67.54%	0.05%
Special resolution number 1: Remuneration of chairperson of the Board	99.99%	0.01%	572 327 351	67.54%	0.05%
Special resolution number 2:	99.99%	0.01%	572 327 351	67.54%	0.05%

Remuneration of members of the Board					
Special resolution number 3: Remuneration of chairperson of the Audit and Risk Committee	99.99%	0.01%	572 327 351	67.54%	0.05%
Special resolution number 4: Remuneration of members of the Audit and Risk Committee	99.99%	0.01%	572 327 251	67.54%	0.05%
Special resolution number 5: Remuneration of chairpersons of the Remuneration and Nominations Committee	99.99%	0.01%	572 276 871	67.53%	0.05%
Special resolution number 6: Remuneration of members of the Remuneration and Nominations Committee	99.99%	0.01%	572 327 251	67.54%	0.05%
Special resolution number 7: Remuneration of the chairperson of the Transformation, Social and Ethics Committee	99.99%	0.01%	572 327 351	67.54%	0.05%
Special resolution number 8: Remuneration of members of the Transformation, Social and Ethics Committee	99.99%	0.01%	572 327 251	67.54%	0.05%
Special resolution number 9: Inter-company financial assistance	98.25%	1.75%	572 327 351	67.54%	0.05%

Special resolution number 10: Financial assistance for the subscription and/or the acquisition of shares in the Company or a related or interrelated company	91.10%	8.90%	572 327 351	67.54%	0.05%
Special resolution number 11: Share repurchases by the Company and its subsidiaries	97.18%	2.82%	572 327 351	67.54%	0.05%

Note:

* Total number of shares in issue at the date of the AGM was 847 427 943 of which 683 441 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
19 June 2024

Sponsor
PSG Capital



PSG CAPITAL