

## Nictus Limited

Incorporated in the Republic of South Africa

Registration number: 1981/001858/06

JSE share code: NCS

ISIN code: NA0009123481

("Nictus" or "the Company")

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### RESULTS OF ANNUAL GENERAL MEETING

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#### Results of annual general meeting

Nictus Shareholders ("Shareholders") are hereby advised that at the annual general meeting of Shareholders held at 12h00 on Thursday, 17 August 2017 ("the AGM"), all of the ordinary and special resolutions contained in the notice of AGM, forming part of the 2017 Nictus, Annual Report, were passed by the requisite majority of votes of Shareholders present in person or represented by proxy at the AGM.

Details of the results of voting at the AGM are as follows:

- Total number of issued ordinary shares ("Shares"): 66,269,940
- Total number of issued Shares net of treasury shares: 66,269,940 ("AGM Total Voteable Shares")
- Total number of issued Shares which were voted in person or represented by proxy: 57,637,606 Shares, being 86.97% of the total issued Shares and 86.97% of the AGM Total Voteable Shares. The Shares voted at the AGM, excluding abstained Shares which are not considered to be voted shares, are referred to as Voted Shares for purposes of the announcement.

	Resolution	For	% of Voted Shares	Against	% of Voted Shares	Votes cast as a % of Voted Shares	Abstained
	Ordinary resolutions						
1.1	Approval of minutes of previous annual general meeting	57,637,606	100%	0	0%	100%	0
1.2	Re-election of Gerard Swart as a director	57,637,605	100%	1	0%	100%	0
1.3	Re-election of John D Mandy as a director	57,637,606	100%	0	0%	100%	0
1.4	Re-election of Philippus J de W Tromp as a director	57,637,605	100%	1	0%	100%	0
1.5	Approval of remuneration policy	57,615,843	100%	1	0%	100%	21,762

1.6	Re-election of John D Mandy as a member of the audit and risk committee	57,637,606	100%	0	0%	100%	0
1.7	Re-election of Barend J Willemse as a member of the audit and risk committee	57,637,606	100%	0	0%	100%	0
1.8	Re-election of Gerard Swart as a member of the audit and risk committee	57,637,606	100%	0	0%	100%	0
1.9	Re-appointment of John D Mandy as chairman of the audit and risk committee	57,637,606	100%	0	0%	100%	0
1.10	Re-appointment of KPMG as auditors	57,637,606	100%	0	0%	100%	0
1.11	Authority to issue ordinary shares	57,637,606	100%	0	0%	100%	0
1.12	Signing authority	57,637,606	100%	0	0%	100%	0
	Special resolutions						
2.1	Approval of directors' remuneration	57,615,844	100%	0	0%	100%	21,762
2.2	General authority to repurchase shares	57,637,606	100%	0	0%	100%	0
2.3	Financial assistance to entities related or inter-related to the company, in terms of section of the Companies Act of South Africa	57,637,606	100%	0	0%	100%	0

**Sponsor**

KPMG Services (Pty) Ltd