

# Voting Proxy

Meeting date	JSE share code	Company name	Number	Description	Vote
10/10/2018	DTA	Delta EMD		<b>Ordinary resolutions</b>	
			1	Acceptance of annual financial statements	In Favour
			2	Re-election of P Bajinath as a non-executive director	In Favour
			3	Re-election of EJ Nel as financial director	In Favour
			4	Election of L Matteucci as Chairman of Audit Committee	In Favour
			5	Election of Mr BR Wright as member of Audit Committee	Not in favour
			6	Election of Mr AC Hicks as member of Audit Committee	Not in favour
			7	Reappointment of Deloitte & Touche as external auditors	In Favour
				<b>Special Resolutions</b>	
			1	Approval of non-executive directors' fees	In Favour
			2	Approval of general authority to grant loans or other financial assistance to related or inter-related companies	Not in favour
17/10/2018	BHP	BHP Billiton		<b>Ordinary Resolutions</b>	
			1	To receive the 2018 Financial Statements and Reports for BHP	In Favour
			2	To reappoint KPMG LLP as the auditor of BHP Billiton Plc	In Favour
			3	To authorise the Risk and Audit Committee to agree the remuneration of the auditor of BHP Billiton Plc	In Favour
			4	To approve the general authority to issue	In Favour

				shares in BHP Billiton Plc	
			5	To approve the authority to allot equity securities in BHP Billiton Plc for cash	In Favour
			6	To authorise the repurchase of shares in BHP Billiton Plc	In Favour
			7	To approve the 2018 Remuneration Report other than the part containing the Directors' remuneration policy	In Favour
			8	To approve the 2018 Remuneration Report	In Favour
			9	To approve the grant to the Executive Director	In Favour
			10	To approve the change of name of BHP Billiton Limited and BHP Billiton Plc	In Favour
			11	To re-elect Terry Bowen as a Director of BHP	In Favour
			12	To re-elect Malcolm Broomhead as a Director of BHP	In Favour
			13	To re-elect Anita Frew as a Director of BHP	In Favour
			14	To re-elect Carolyn Hewson as a Director of BHP	In Favour
			15	To re-elect Andrew Mackenzie as a Director of BHP	In Favour
			16	To re-elect Lindsay Maxsted as a Director of BHP	In Favour
			17	To re-elect John Mogford as a Director of BHP	In Favour
			18	To re-elect Shriti Vadera as a Director of BHP	In Favour
			19	To re-elect Ken MacKenzie as a Director of BHP	In Favour
26/10/2018	TWR	Tower Property Fund		<b>Ordinary Resolution</b>	
			1	Adoption of the annual financial statements	In Favour
			2	Re-appointment of auditors	In Favour
			3	Re-election of Mr R Naidoo	In Favour
			4	Re-election of Mr A Dalling	In Favour
			5	Re-election of Mr M Evans	In Favour

			6.1	Re-election of Mr J Bester as chairman and member of the audit and risk committee	In Favour
			6.2	Re-election of Ms N Milne as member of the audit and risk committee	In Favour
			6.3	Re-election of Mr R Naidoo as member of the audit and risk committee	In Favour
			7	Control over unissued shares	In Favour
			8	General authority to issue ordinary shares for cash	In Favour
			9	Specific authority to issue shares pursuant to a reinvestment option	In Favour
			10	Adoption of the Tower Property Fund Incentive Scheme	Not in favour
			11	Control over unissued ordinary shares in respect of the Tower Property Fund Incentive Scheme	Not in favour
			12	Implementation of resolutions	In Favour
				<b>Special resolutions</b>	
			1	Approval of non-executive directors' remuneration	In Favour
			2	General authority to repurchase shares	In Favour
			3	Financial assistance for the acquisition of securities	In Favour
			4	Financial assistance to related and inter-related parties	In Favour
				Non-binding resolution	
			1	Tower's remuneration policy	Not in favour
			2	Tower's remuneration implementation	In Favour
<b>17/10/2018</b>	<b>IMP</b>	<b>Implats</b>		Ordinary Resolution	
			1	Appointment of external auditors	Not in favour
			2	re-election of directors	
			2.1	D Earp	In Favour
			2.2	U Lucht	In Favour
			2.3	MEK Nkeli	In Favour
			2.4	PE Speckmann	In Favour
			2.5	ZB Swanepoel	In Favour
			3	Appointment of audit committee members	
			3.1	D Earp	In Favour

			3.2	PW Davey	In Favour
			3.3	B Ngonyama	In Favour
			3.4	PE Speckmann	In Favour
			4	Endorsement of the Company's remuneration policy	Not in favour
			5	Endorsement of the Company's remuneration implementation	In Favour
				Special resolutions	
			1	Approval of the Long-Term Incentive Plan 2018	In Favour
			2	Issue of shares in connection with The Long-Term Incentive Plan	In Favour
			3	Financial assistance	In Favour
			4	Approval of non-executive director's remuneration	In Favour
			5	Acquisition of company shares by company or subsidiary	In Favour
<b>17/10/2018</b>	<b>AXL</b>	<b>African Phoenix</b>		Ordinary resolutions	
			1	Appointment of external auditors	In Favour
			2	Appointment and re-election of directors	
			2.1	Appointment of Ms Nonzukiso Siyotola as an independent non-executive director	In Favour
			2.2	Appointment of Mr Samuel Sithole as a non-executive director	In Favour
			2.3	Appointment of Mr Oyama Mabandla as an independent non-executive director	In Favour
			2.4	Appointment of Ms Reshma Mathura as an independent non-executive director	In Favour
			2.5	Appointment of Ms Mahlatse Kabi as an independent non-executive director	In Favour
			2.6	Appointment of Mr Siyabonga Nhlumayo as an executive director	In Favour
			2.7	Appointment of Mr Shafiek Rawoot as an executive director	In Favour
			3	Appointment of the Chairperson and members of the Audit and Risk Committee	
			3.1	Appointment of Ms Reshma Mathura as a member and chairperson of the Audit and	In Favour

				Risk Committee	
			3.2	Appointment of Ms Nonzukiso Siyotula as a member of the Audit and Risk Committee	In Favour
			3.3	Appointment of Ms Mahlatse Kabi as a member of the Audit and Risk Committee	In Favour
			3.4	Appointment of Ms Alethea Conrad as a member of the Audit and Risk Committee	In Favour
			4	Advisory endorsement of remuneration policy and implementation report	Not in favour
			4.1	Endorsement of the remuneration policy	
			4.2	Endorsement of the remuneration implementation report	In Favour
			5	Signature of documents	In Favour
				<b>Special Resolutions</b>	
			6	Approval of the non-executive directors' remuneration	In Favour
			7	Financial assistance to related or inter-related companies or undertakings	In Favour
			8	General approval to acquire ordinary shares	In Favour
<b>18/10/2018</b>	<b>HPB</b>	<b>Hospitality Property Fund</b>		<b>Ordinary Resolutions</b>	
			1	Receipt and adoption of annual financial statements and reports	In Favour
			2.1	Re-election of Mr JA Copelyn as a non-executive director	In Favour
			2.2	Election of Mr MSI Gani as an independent non-executive director	In Favour
			2.3	Re-election of Mr ZN Kubukeli as an independent non-executive director	In Favour
			2.4	Re-election of Mr JR Nicolella as a non-executive director	In Favour
			2.5	Re-election of Mr SA Halliday as an independent non-executive director	In Favour
			2.6	Election of Mr MH Ahmed as an independent non-executive director	In Favour
			3	Reappointment of the external auditor and individual designated partner	In Favour
			4.1	Election of Mr MSI Gani as a member and	Not in favour

				Chair of audit and risk committee	
			4.2	Re-election of Mr DG Bowden to the audit and risk committee	In Favour
			4.3	Re-election of Mr SA Halliday to the audit and risk committee	In Favour
			5	General authority to directors to allot and issue shares	In Favour
				Non-binding resolutions	
			1	Non-binding advisory endorsement of the remuneration policy	In Favour
			2	Non-binding advisory endorsement of the remuneration implementation report	In Favour
				Special resolutions	
			1	Approval of non-executive directors' remuneration	In Favour
			2	Increase to the hourly ad hoc fee for non-executive directors	Not in favour
			3	Financial assistance to subsidiaries and other related and inter-related entities in terms of	In Favour
				sections 44 and 45 of the Companies Act	
			4	General authority to acquire shares	Not in favour
<b>24/10/2018</b>	<b>FNB</b>	<b>FNB Nam</b>		Ordinary resolutions	
			1	Approval of minutes of previous annual general meeting.	In Favour
			2	Adoption of annual financial statements for 30 June 2018.	In Favour
			3	Approval of final dividend declared	In Favour
			4	Re-election of directors by way of separate resolutions:	
			4.1	Jantje Gesche Daun (Independent Non-Executive Director)	In Favour
			4.2	Justus Hamusira Hausiku (Independent Non-Executive Director)	In Favour
			4.3	Gerson Samuel Hinda (Independent Non-Executive Director)	In Favour
			4.4	Inge Ingenesia Zaamwani-Kamwi (Independent Non-Executive Director)	Not in favour
			5	Election of directors by way of separate resolution:	

			5.1	Robert James Childerstone Hamer (Non-Executive Director)	In Favour
			5.2	Gert Christoffel Petrus Kruger (Non-Executive Director)	In Favour
			6	Re-election of Director who has reached age 70 years	
			6.1	Stuart Hilton Moir (Independent Non-Executive Director and Deputy-Chairperson)	In Favour
			7	Control of FNB Employee Share Incentive Scheme ordinary shares	In Favour
			8	Control of unissued shares	In Favour
			9	Re-appointment of external auditors and authority to determine their remuneration	Not in favour
			10	: Approval of Non-Executive Director remuneration	In Favour
			11	Ratification of the existing Remuneration Policy	Not in favour
			12	Re-appointment of Audit Committee members	
			12.1	Mr. Stuart Hilton Moir (Chairperson)	Not in favour
			12.2	Ms. Jantje Gesche Daun	In Favour
			12.3	Mr. Christiaan Lilongeni Ranga Haikali	Not in favour
			13	Election of audit committee member by way of separate resolution:	
			13.1	Mr. Robert James Childerstone Hamer	In Favour
			14	Authority to sign documents	In Favour
<b>18/10/2018</b>	<b>TSH</b>	<b>Tsogo Sun</b>		<b>Ordinary resolutions</b>	
			1	Receipt and adoption of annual financial statements and reports	In Favour
			2	Reappointment of auditors	Not in favour
			3.1	Re-election of Mr JA Copelyn as a director	In Favour
			3.2	Re-election of Mr Y Shaik as a director	In Favour
			3.3	Re-election of Mr MSI Gani as a director	In Favour
			4.1	Re-election of Mr MSI Gani to the audit and risk committee	Not in favour
			4.2	Re-election of Ms BA Mabuza to the audit and risk committee	In Favour
			4.3	Re-election of JG Ngcobo to the audit and risk committee	In Favour

				<b>Advisory Endorsement</b>	
			1	Non-binding advisory endorsement of the company's remuneration policy	Not in favour
			2	Non-binding advisory endorsement of the company's remuneration implementation report	Not in favour
				<b>Special resolution</b>	
			1	Approval of the proposed fees for non-executive directors	In Favour
			2	General authority to repurchase shares	Not in favour
			3	General approval of the provision of financial assistance in terms of section 45 of the Companies Act	In Favour
			4	Approval of the issue of shares or options and the grant of financial assistance in terms of the company's share-based incentive schemes	In Favour
<b>24/10/2018</b>	<b>TRU</b>	<b>Truworths Int</b>		<b>Ordinary resolutions</b>	
			1	Adopt annual report statements	In Favour
			2	Director election and re-election	
			2.1	Mr MS Mark	In Favour
			2.2	Mr AJ Taylor	Not in favour
			2.3	Mr DB Pfaff	In Favour
			2.4	Ms M Makanjee	In Favour
			2.5	Mr JHW Hawinkels	In Favour
			3	Issuance of shares	In Favour
			4	Re-purchase of company shares	In Favour
			5	Ernst and Young as auditors	Not in favour
			6	Non-executive fees	
			6.1	Non-executive chairman	In Favour
			6.2	Non-executive directors	In Favour
			6.3	Audit Committee chairman	In Favour
			6.4	Audit Committee member	In Favour
			6.5	Remuneration Committee chairman	In Favour
			6.6	Remuneration Committee member	In Favour
			6.7	Risk Committee member (non-executive only)	In Favour
			6.8	Non-executive and Nomination Committee chairman	In Favour
			6.9	Non-executive and Nomination	In Favour



				Committee member	
			6.10	Social and Ethics Committee chairman	In Favour
			6.11	Social and Ethics Committee member (non-executive only)	In Favour
			7	Audit Committee election	
			7.1	Mr RJA Sparks	In Favour
			7.2	Mr MA Thompson	Not in favour
			7.3	Mr RG Dow	Not in favour
			8	Remuneration and Implementation Policies	
			8.1	Remuneration policy	Not in favour
			8.2	Implementation report	In Favour
			9	To consider the report of the Social and Ethics Committee	
			10	Appointment to Social and Ethics Committee	
			10.1	Mr MA Thompson	In Favour
			10.2	Dr CT Ndlovu	In Favour
			10.3	Mr DB Pfaff	In Favour
			11	To approve the provision of financial assistance by the company, as authorised by the board, to Group entities in accordance with the Act	In Favour
22/10/2018	HCI	HCI		<b>Ordinary resolutions</b>	
			1	Election of directors	
			1.1	Re-election of director: Mr TG Govender	In Favour
			1.2	Re-election of director: Mr FM Magugu	In Favour
			1.3	Re-election of director: Dr ML Molefi	In Favour
			1.4	Election of director: Mr JG Ngcobo	Not in favour
			2	Re-appointment of auditors: Grant Thornton Johannesburg Partnership	In Favour
			3	Appointment of audit committee	
			3.1	Mr MSI Gani	Not in favour
			3.2	Dr ML Molefi	Not in favour
			3.3	Mr JG Ngcobo	Not in favour
			4	General authority over authorised but unissued shares	In Favour
			5	Director's authority to implement company resolutions	In Favour
				Non-binding advisory notes	

			1	Advisory endorsement of remuneration policy	Not in favour
			2	Advisory endorsement of remuneration implementation report	Not in favour
				Special resolution	
			1	General authority to issue shares, options and convertible securities for cash	In Favour
			2	Approval of annual fees to be paid to non-executive directors	In Favour
			3	General authority to repurchase company shares	Not in favour
			4	General authorisation of financial assistance	In Favour
<b>24/10/2018</b>	<b>DGH</b>	<b>Distell</b>		<b>Ordinary resolutions</b>	
			1	Adoption of audited annual financial statements for the year ended 30 June 2018	In Favour
			2	Reappointment of PricewaterhouseCoopers Inc. as independent auditors of the company	Not in favour
			3	Retirement and re-election of directors	
			3.1	Re-election of director – JJ Durand	In Favour
			3.2	Re-election of director – CA Otto	In Favour
			3.3	Re-election of director – AC Parker	In Favour
			4	Election of audit committee members	
			4.1	Election of audit committee member – GP Dingaan	Not in favour
			4.2	Election of audit committee member – Dr DP du Plessis	In Favour
			4.3	Election of audit committee member – EG Matenge-Sebesho	In Favour
			4.4	Election of audit committee member – CE Sevillano-Barredo	Not in favour
			5	Authority to place unissued shares under the control of the directors	In Favour
			6	Non-binding endorsement of remuneration policy	In Favour
			7	Non-binding endorsement of the implementation report on the company's remuneration policy	In Favour

				<b>Special resolution</b>	
			1	Approval of non-executive directors' remuneration for the year ending 30 June 2019	In Favour
			2	Approval of remuneration of non-executive directors for additional services performed on behalf of the company	In Favour
			3	Financial assistance for subscription of securities in terms of section 44 of the Companies Act	In Favour
			4	Financial assistance in terms of section 45 of the Companies Act	In Favour
<b>25/10/2018</b>	<b>LEW</b>	<b>Lewis Group</b>		<b>Ordinary resolutions</b>	
			1.1	Election of Mr Hilton Saven as a director	Not in favour
			1.2	Election of Mr Alan Smart as a director	Not in favour
			1.3	Election of Mr Duncan Westcott as a director	In Favour
			1.4	Election of Mr Johan Enslin as a director	In Favour
			1.5	Election of Mr Jacques Bestbier as a director	In Favour
			2.1	Election of Mr Hilton Saven as a member of the audit committee	Not in favour
			2.2	Election of Mr Alan Smart as a member of the audit committee	In Favour
			2.3	Election of Mr Duncan Westcott as a member of the audit committee	In Favour
			3	Approval of reappointment of auditors	Not in favour
				<b>Non-binding resolutions</b>	
			1	Endorsement of the Company's remuneration policy	Not in favour
			2	Endorsement of the Company's implementation report	In Favour
				<b>Special; resolutions</b>	
			1	Approval of non-executive directors' fees	In Favour
			2	Shareholders' authorisation of continued issuance of Notes e under the Company's Domestic Medium Term Notes Program	In Favour
			3	Shareholder's general authorisation of financial assistance	In Favour
			4	General authority to repurchase shares	In Favour

				Ordinary resolutions	
			4	Directors' authority to implement Company resolutions	In Favour
<b>South32</b>	<b>S32</b>	<b>South32</b>		Ordinary resolutions	
			2a	Re-election of Mr. David Crawford AO as a Director	In Favour
			2b	Re-election of Dr Xolani Mkhwanazi as a Director	In Favour
			3	Adoption of the Remuneration Report	In Favour
			4	Grant of awards to Executive Director	In Favour
			5	Approval of leaving entitlements	In Favour
<b>30/10/2018</b>	<b>IPL</b>	<b>Imperial Holdings</b>		Ordinary Resolutions	
			1	Approval of financial statements	In Favour
			2	Appointment of auditors	Not in favour
			3	Appointment of members of the audit and risk committee	
			3.1	GW Dempster	In Favour
			3.2	RJA Sparks	Not in favour
			3.3	P Cooper	In Favour
			4	Reappointment of retiring directors	
			4.1	Reappointment P Cooper	In Favour
			4.2	Reappointment P Langeni	Not in favour
			4.3	Reappointment T Skweyiya	In Favour
			5	Confirmation of remuneration policy	Not in favour
			6	Implementation of remuneration policy	In Favour
				Special resolutions	
			7	Directors' fees	In Favour
			7.1	Chairman	In Favour
			7.2	Deputy chairman and lead independent director	In Favour
			7.3	Board member	In Favour
			7.4	Assets and liabilities committee chairman	In Favour
			7.5	Assets and liabilities committee member	In Favour
			7.6	Audit and risk committee chairman	In Favour
			7.7	Audit and risk committee member	In Favour
			7.8	Divisional board member	In Favour
			7.9	Divisional finance and risk committee member	In Favour
			7.10	Remuneration committee chairman	In Favour

			7.11	Remuneration committee member	In Favour
			7.12	Nomination committee chairman	In Favour
			7.13	Nomination committee member	In Favour
			7.14	Social, ethics and sustainability committee chairman	In Favour
			7.15	Social, ethics and sustainability committee member	In Favour
			8.00	General authority to repurchase company securities	In Favour
			9.00	Authority to issue ordinary shares	In Favour
			10	Authority to issue shares for cash	In Favour
			11	Authority to provide financial assistance – section 44	In Favour
			12	Authority to provide financial assistance – section 45	In Favour
<b>29/10/2018</b>	<b>SHP</b>	<b>Shoprite</b>		<b>Ordinary Resolutions</b>	
			1	Approval of annual financial statements	In Favour
			2	Re-appointment of auditors	Not in favour
			3	Re-election of Mr JF Basson	In Favour
			4	Re-election of Mr JJ Fouché	In Favour
			5	Re-election of Dr ATM Mokgokong	In Favour
			6	Re-election of Mr JA Rock	In Favour
			7	Re-election of Ms S Zinn	In Favour
			8	Appointment of Mr JF Basson as Chairperson and member of the Shoprite Holdings Audit and Risk Committee	In Favour
			9	Appointment of Mr JJ Fouché as member of the Shoprite Holdings Audit and Risk Committee	In Favour
			10	Appointment of Mr JA Rock as member of the Shoprite Holdings Audit and Risk Committee	In Favour
			11	General authority over unissued ordinary shares	In Favour
			12	General authority to issue ordinary shares for cash	In Favour
			13	General authority to Directors and/or Company Secretary	In Favour
			14.1	Non-binding advisory vote on the remuneration policy of Shoprite Holdings	Not in favour

			14.2	Non-binding advisory vote on the implementation of the remuneration policy of Shoprite Holdings:	Not in favour
				Special resolutions	
			1	Remuneration payable to non-executive Directors	In Favour
			2	Financial assistance to subsidiaries, related and inter-related entities	In Favour
			3	Financial assistance for subscription of securities	In Favour
			4	General authority to repurchase shares	In Favour
31/10/2018	TWR	Tower Property Fund		Ordinary resolutions	
			1	Adoption of the annual financial statements	In Favour
			2	Re-appointment of auditors	In Favour
			3	Re-election of Mr R Naidoo	In Favour
			4	Re-election of Mr A Dalling	In Favour
			5	Re-election of Mr M Evans	In Favour
			6.1	Re-election of Mr J Bester as chairman and member of the audit and risk committee	In Favour
			6.2	Re-election of Ms N Milne as member of the audit and risk committee	In Favour
			6.3	Re-election of Mr R Naidoo as member of the audit and risk committee	In Favour
			7	Control over unissued shares	In Favour
			8	General authority to issue ordinary shares for cash	In Favour
			9	Specific authority to issue shares pursuant to a reinvestment option	In Favour
			10	Adoption of the Tower Property Fund Incentive Scheme	Not in favour
			11	Control over unissued ordinary shares in respect of the Tower Property Fund Incentive Scheme	Not in favour
			12	Implementation of resolutions	In Favour
				<b>Special resolutions</b>	
			1	Approval of non-executive directors' remuneration	In Favour

			2	General authority to repurchase shares	In Favour
			3	Financial assistance for the acquisition of securities	In Favour
			4	Financial assistance to related and inter-related parties	In Favour
				Non-Binding Resolutions	
			1	Non-binding advisory vote in respect of the Tower's remuneration policy	Not in favour
			2	Non-binding advisory vote in respect of the Tower's remuneration implementation report	In Favour
<b>30/10/2018</b>		<b>Capricorn Group</b>		<b>Ordinary Resolutions</b>	
			1	Adoption of the annual financial statement	In Favour
			2	Confirmation of dividends	In Favour
			3	Approve the remuneration policy	Not in favour
			4	Approve the remuneration of the non-executive directors for the next financial year	Not in favour
			5	Re-appoint PwC as auditor	Not in favour
			6	Authorise directors to determine the auditor's remuneration	In Favour
			7	Confirmation of Mr Shikongo's retirement	In Favour
			8.1	Re-elect retiring director: Mr J C Brandt	In Favour
			8.2	Re-elect retiring director: Mr D G Fourie	In Favour
			9	Confirm appointment of Mr M H Gaomab II as non-executive director	In Favour
			10	Confirm appointment of Mr J J Esterhuysen as financial director	In Favour
			11	General authority to the directors to allot and issue ordinary shares	In Favour
			12	General authority to the directors to allot and issue preference shares	In Favour