

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 ANNUAL GENERAL MEETING

At the Annual General Meeting ("AGM" or "the meeting") of the shareholders of Bid Corporation Limited held today, Thursday November 14th 2019, the ordinary and special resolutions proposed at the meeting were unmodified from that reflected in the Notice of Annual General Meeting and were approved by the requisite majority of votes.

In this regard, Bidcorp confirms the voting statistics from the Annual General Meeting as follows:

Total number of shares in issue	335 404 212
Treasury shares (excluded from voting)	1 257 031
Total number of shares ("voteable shares")	334 147 181
Total number of shares represented (including proxies) at the AGM	267 802 086
Proportion of total voteable shares represented at the AGM	80.14%

	Resolution	Votes Carried as a percentage of the total number of shares voted at the meeting		Number of Shares Voted	Shares voted as a percentage of the total issued share capital	Shares abstained as a percentage of the total issued share capital
		For	Against			
1	Ordinary resolution number 1: Reappointment of external auditor	100.00%	0.00%	267 184 696	79.66%	0.18%
2	Ordinary resolution number 2.1: Re-election of director - T Abdool-Samad	99.87%	0.13%	267 185 391	79.66%	0.18%
3	Ordinary resolution number 2.2: Re-election of director - CL Rosenberg	94.36%	5.64%	266 421 496	79.43%	0.41%
4	Ordinary resolution number 2.3: Re-election of director - DE Cleasby	99.77%	0.23%	267 192 441	79.66%	0.18%
5	Ordinary resolution number 2.4: Re-election of director - B Joffe	95.76%	4.24%	267 193 022	79.66%	0.18%
6	Ordinary resolution number 2.5: Re-election of director - DD Mokgatlle	99.67%	0.33%	267 045 153	79.62%	0.22%
7	Ordinary resolution number 3.1: Election of audit and risk committee member – T Abdool-Samad	99.62%	0.38%	266 984 019	79.60%	0.24%
8	Ordinary resolution number 3.2: Election of audit and risk committee member – PC Baloyi	95.01%	4.99%	266 984 069	79.60%	0.24%
9	Ordinary resolution number 3.3: Election of audit and risk committee member – NG Payne	94.89%	5.11%	266 989 935	79.60%	0.24%
10	Ordinary resolution number 3.4: Election of audit and risk committee member – H Wiseman	99.97%	0.03%	267 191 357	79.66%	0.18%
11	Ordinary resolution number 4.1: Endorsement of Bidcorp remuneration policy – non-binding advisory vote: Remuneration policy	96.12%	3.88%	267 175 268	79.66%	0.19%
12	Ordinary resolution number 4.2: Endorsement of Bidcorp remuneration policy – non-binding advisory vote: Implementation of remuneration policy	95.62%	4.38%	267 175 061	79.66%	0.19%
13	Ordinary resolution number 5: Amendments to the conditional share plan (CSP) scheme	99.94%	0.06%	267 181 645	79.66%	0.18%
14	Ordinary resolution number 6: General authority to directors to allot and issue authorised but unissued ordinary shares	91.18%	8.82%	267 190 573	79.66%	0.18%
15	Ordinary resolution number 7: General authority to issue shares for cash	88.85%	11.15%	267 190 773	79.66%	0.18%
16	Ordinary resolution number 8: Payment of dividend by way of pro rata reduction of stated capital	98.55%	1.45%	267 185 363	79.66%	0.18%
17	Ordinary resolution number 9: Creation and issue of convertible debentures	88.27%	11.73%	266 965 875	79.60%	0.25%
18	Ordinary resolution number 10: Directors' authority to implement special and ordinary resolutions	98.80%	1.20%	267 183 773	79.66%	0.18%
19	Special resolution number 1: General authority to acquire (repurchase) shares	99.42%	0.58%	267 174 497	79.66%	0.19%

	Resolution	Votes Carried as a percentage of the total number of shares voted at the meeting		Number of Shares Voted	Shares voted as a percentage of the total issued share capital	Shares abstained as a percentage of the total issued share capital
		For	Against			
20	Special resolution number 2.1: Approval of non-executive directors' annual fees – 2019/2020 - Chairman	98.74%	1.26%	267 177 766	79.66%	0.19%
21	Special resolution number 2.2: Approval of non-executive directors' annual fees – 2019/2020 - Lead independent non-executive director (SA)	99.68%	0.32%	267 176 176	79.66%	0.19%
22	Special resolution number 2.3: Approval of non-executive directors' annual fees – 2019/2020 - Lead independent director (International) (AUD)	98.75%	1.25%	266 975 888	79.60%	0.25%
23	Special resolution number 2.4: Approval of non-executive directors' annual fees – 2019/2020 - Non-executive directors (SA)	99.65%	0.35%	267 175 976	79.66%	0.19%
24	Special resolution number 2.5: Approval of non-executive directors' annual fees – 2019/2020 - Non-executive directors (International) (AUD)	98.75%	1.25%	266 975 888	79.60%	0.25%
25	Special resolution number 2.6: Approval of non-executive directors' annual fees – 2019/2020 - Audit and risk committee chairman (International) (AUD)	99.68%	0.32%	266 618 274	79.49%	0.25%
26	Special resolution number 2.7: Approval of non-executive directors' annual fees – 2019/2020 - Audit and risk committee chairman (SA)	99.68%	0.32%	267 175 976	79.66%	0.19%
27	Special resolution number 2.8: Approval of non-executive directors' annual fees – 2019/2020 - Audit and risk committee member (SA)	99.65%	0.35%	267 176 176	79.66%	0.19%
28	Special resolution number 2.9: Approval of non-executive directors' annual fees – 2019/2020 - Audit and risk committee member (International) (AUD)	99.68%	0.32%	266 975 888	79.60%	0.25%
29	Special resolution number 2.10: Approval of non-executive directors' annual fees – 2019/2020 - Remuneration committee chairman (SA)	99.22%	0.78%	267 176 026	79.66%	0.19%
30	Special resolution number 2.11: Approval of non-executive directors' annual fees – 2019/2020 - Remuneration committee chairman (International) (AUD)	99.68%	0.32%	266 975 938	79.60%	0.25%
31	Special resolution number 2.12: Approval of non-executive directors' annual fees – 2019/2020 - Remuneration committee member (SA)	99.68%	0.32%	267 175 976	79.66%	0.19%
32	Special resolution number 2.13: Approval of non-executive directors' annual fees – 2019/2020 - Remuneration committee member (International) (AUD)	99.68%	0.32%	266 975 888	79.60%	0.25%
33	Special resolution number 2.14: Approval of non-executive directors' annual fees – 2019/2020 - Nominations committee chairman (SA)	99.22%	0.78%	267 175 976	79.66%	0.19%
34	Special resolution number 2.15: Approval of non-executive directors' annual fees – 2019/2020 - Nominations committee chairman (International) (AUD)	99.68%	0.32%	266 975 688	79.60%	0.25%
35	Special resolution number 2.16: Approval of non-executive directors' annual fees – 2019/2020 - Nominations committee member (SA)	99.68%	0.32%	267 175 976	79.66%	0.19%
36	Special resolution number 2.17: Approval of non-executive directors' annual fees – 2019/2020 - Nominations committee member (International) (AUD)	99.68%	0.32%	266 975 688	79.60%	0.25%
37	Special resolution number 2.18: Approval of non-executive directors' annual fees – 2019/2020 - Acquisitions committee chairman (SA)	99.22%	0.78%	267 176 176	79.66%	0.19%
38	Special resolution number 2.19: Approval of non-executive directors' annual fees – 2019/2020 - Acquisitions committee chairman (International) (AUD)	99.68%	0.32%	266 975 888	79.60%	0.25%
39	Special resolution number 2.20: Approval of non-executive directors' annual fees – 2019/2020 - Acquisitions committee member (SA)	99.68%	0.32%	267 176 176	79.66%	0.19%
40	Special resolution number 2.21: Approval of non-executive directors' annual fees – 2019/2020 - Acquisitions committee member (International) (AUD)	99.68%	0.32%	266 975 888	79.60%	0.25%

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41	Special resolution number 2.22: Approval of non-executive directors' annual fees – 2019/2020 - Social and ethics committee chairman (SA)	99.68%	0.32%	267 175 976	79.66%	0.19%
42	Special resolution number 2.23: Approval of non-executive directors' annual fees – 2019/2020 - Social and ethics committee chairman (International) (AUD)	99.68%	0.32%	266 975 688	79.60%	0.25%
43	Special resolution number 2.24: Approval of non-executive directors' annual fees – 2019/2020 - Social and ethics committee member (SA)	99.68%	0.32%	267 175 976	79.66%	0.19%
44	Special resolution number 2.25: Approval of non-executive directors' annual fees – 2019/2020 - Social and ethics committee member (International) (AUD)	99.69%	0.31%	266 975 688	79.60%	0.25%
45	Special resolution number 2.26: Approval of non-executive directors' annual fees – 2019/2020 - Ad hoc meeting (SA)	99.72%	0.28%	267 176 176	79.66%	0.19%
46	Special resolution number 2.27: Approval of non-executive directors' annual fees – 2019/2020 - Ad hoc meeting (International) (AUD)	99.98%	0.02%	266 975 888	79.60%	0.25%
47	Special resolution number 2.28: Approval of non-executive directors' annual fees – 2019/2020 - Travel per meeting cycle (SA)	99.98%	0.02%	266 975 888	79.60%	0.19%
48	Special resolution number 2.29: Approval of non-executive directors' annual fees – 2019/2020 - Travel per meeting cycle (International) (AUD)	99.98%	0.02%	266 975 888	79.60%	0.19%
49	Special resolution number 3: General authority to provide financial assistance to related or inter-related companies and corporations	97.89%	2.11%	266 983 302	79.60%	0.18%

The special resolution(s) will, where necessary, be lodged for registration with the Companies and Intellectual Property Commission in due course.

CAPITAL MARKETS TRADING UPDATE

Shareholders are reminded that management will be hosting a capital markets trading update on Monday, November 18th 2019 at 09h30 SA time where an operational update will be provided. Full details are available on the Bidcorp website (www.bidcorpgroup.com).

Date: November 14th 2019

Johannesburg

Sponsor: The Standard Bank of South Africa Limited