

RECM AND CALIBRE LIMITED
(Incorporated in the Republic of South Africa)
Registration number 2009/012403/06
Preference Share Code: RACP
ISIN: ZAE000145041
("RAC" or "the Company")



RESULTS OF THE SPECIAL RESOLUTION PASSED BY SHAREHOLDERS OF THE COMPANY

Holders of RAC participating preference shares ("**RAC Shares**") ("**RAC Shareholders**") are referred to the announcement released on SENS on 29 June 2018 regarding the submission of a special resolution for consideration by written consent of RAC Shareholders, in terms of section 60 of the Companies Act, 2008 (Act 71 of 2008), as amended ("**the Act**"), authorising the board of directors to issue additional RAC Shares, to be used as a top-up share consideration, if applicable, in respect of the voluntary offer by RAC, acting through its wholly-owned subsidiary, Livingstone Investments (Pty) Ltd, to shareholders of Astoria Investments Limited ("**Astoria**") (the "**Round Robin Resolution**").

RAC Shareholders are advised that the Round Robin Resolution was approved and adopted by the Company in terms of section 60(2) of the Act today, 23 July 2018, and that the Company has received the required approval from RAC Shareholders as set out in the table below:

The number of shares voted in person or by proxy was 36 078 858, representing 76.12% of the total issued RAC Shares.

Resolutions:	% of votes carried for the resolution	% of votes carried against the resolution	% of votes abstained
Special resolution number 1: Approval of the potential issue of additional RAC Shares in terms of section 41(3) of the Companies Act and clause 13.9.2 of the MOI	100.00%	0.00%	0.00%

As a result of the Round Robin Resolution having been approved, the intended voluntary offer to shareholders of Astoria will no longer be conditional on receiving approval from RAC Shareholders.

The Company will, by no later than 6 August 2018, distribute a statement of these results to RAC Shareholders recorded in the Company's register as at Friday, 22 June 2018, being the record date, in accordance with section 60(4) of the Act.

Cape Town
23 July 2018

Sponsor



Questco Corporate Advisory Proprietary Limited