

**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")



RECM AND CALIBRE

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**STATEMENT IN TERMS OF SECTION 60(4) OF THE COMPANIES ACT**

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The directors of RAC submitted a notice to RAC preference shareholders ("**RAC Preference Shareholders**") containing a special resolution ("**Special Resolution**") for their consideration in accordance with the provisions of section 65(2) of the Companies Act, 71 of 2008 ("**Companies Act**") on Friday, 29 June 2018.

The shareholders considered the Special Resolution and exercised their voting rights in writing in respect thereof in accordance with the provisions of section 60(1) of the Companies Act. The deadline for the exercise of voting rights by shareholders was Friday, 3 August 2018.

In terms of section 60(4) of the Companies Act, the Company must, within 10 (ten) business days after the adoption of the Special Resolution, deliver a statement to each shareholder recorded in the Company's register as at Friday, 22 June 2018, being the record date, describing the results of the vote.

**STATEMENT IN TERMS OF SECTION 60(4)**

Preference shareholders are hereby notified of the voting results pertaining to the Special Resolution:

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

<b>Resolution:</b>	<b>% of votes carried for the resolution</b>	<b>% of votes carried against the resolution</b>	<b>% of votes abstained</b>
<b>Special resolution number 1:</b> 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%

By order of the Board

**RECM AND CALIBRE LIMITED**

**G Simpson**

Company Secretary

6 August 2018