

Premier Fishing and Brands Limited  
 (previously Premier Food and Fishing Limited)  
 (Incorporated in the Republic of South Africa)  
 Registration number 1998/018598/06  
 Share code: PFB  
 ISIN: ZAE000247516  
 ("PFB" or "the Company")

**RESULTS OF THE ANNUAL GENERAL MEETING**

Shareholders are hereby advised that the majority of ordinary resolutions and all of the special resolutions tabled at the annual general meeting of the Company held yesterday, 20 February 2018 at PFB's head office at, Quay 7, East Pier, V&A Waterfront, Cape Town, Western Cape ("AGM"), were passed by the requisite majority, with the exception of ordinary resolutions number 7, 9, 10, 11, 15 and 16 which were withdrawn prior to the AGM. Shareholders are hereby advised that ordinary resolution number 20 was not passed as it did not obtain the 75% shareholder approval as required.

The detailed voting results of the AGM are set out below:

	<b>Votes for resolution as a percentage of total number of shares voted at AGM (%)</b>	<b>Votes against resolution as a percentage of total number of shares voted at AGM (%)</b>	<b>Number of shares voted at the AGM</b>	<b>Number of shares voted at the AGM as a percentage (%) of shares in issue</b>	<b>Shares abstained as a percentage (%) of shares in issue</b>
<b>Ordinary Resolution Number 1:</b>	100	0	226 764 166	87.22	8.80

To re-elect the following Director who retires by rotation: Reverend Dr VC Mehana					
<b>Ordinary Resolution Number 2:</b> To re-elect the following Director who retires by rotation: Mr K Abdulla	100	0	226 764 166	87.22	8.80
<b>Ordinary Resolution Number 3:</b> To re-elect the following Director who retires by rotation: Mr S Young	100	0	226 764 166	87.22	8.80
<b>Ordinary Resolution Number 4:</b> To re-elect the following Director who retires by rotation: Miss CF Hendricks	100	0	226 764 166	87.22	8.80
<b>Ordinary Resolution Number 5:</b> To re-elect the following Director	100	0	226 764 166	87.22	8.80

who retires by rotation: Mrs AB Amod					
<b>Ordinary Resolution Number 6:</b> To re-elect the following Director who retires by rotation: Ms RP Mosia	100	0	226 764 166	87.22	8.80
<b>Ordinary Resolution Number 7:</b> To re-elect the following Director who retires by rotation: Mr TT Hove	Withdrawn				
<b>Ordinary Resolution Number 8:</b> To re-elect the following Director who retires by rotation: Mr CL van der Venter	100	0	226 764 166	87.22	8.80
<b>Ordinary Resolution Number 9:</b> To-elect the following Director who retires by rotation: Mr AW Johnson	Withdrawn				

<b>Ordinary Resolution Number 10:</b> To-elect the following Director who retires by rotation: Mr LS Naidoo	Withdrawn				
<b>Ordinary Resolution Number 11:</b> To-elect the following Director who retires by rotation: Miss FEC Brand	Withdrawn				
<b>Ordinary Resolution Number 12:</b> To-elect the following Director who retires by rotation: Mr TT Bundo	100	0	226 764 166	87.22	8.80
<b>Ordinary Resolution Number 13:</b> To-elect the following Director who retires by rotation: Mr MS Saban	100	0	226 764 166	87.22	8.80
<b>Ordinary Resolution Number 14:</b> To-elect the following Director	100	0	226 764 166	87.22	8.80

who retires by rotation: Mrs R Isaacs					
<b>Ordinary Resolution Number 15:</b> To re-appoint the following member of the audit and risk committee: Mr TT Hove	Withdrawn				
<b>Ordinary Resolution Number 16:</b> To re-appoint the following member of the audit and risk committee: Mr AW Johnson	Withdrawn				
<b>Ordinary Resolution Number 17:</b> To re-appoint the following member of the audit and risk committee: Miss RP Mosia	100	0	226 764 166	87.22	8.80
<b>Ordinary Resolution Number 18:</b> Re-appointment of Grant Thornton Cape Inc. as the independent auditor of the Company	100	0	226 764 166	87.22	0

<b>Ordinary Resolution Number 19:</b> Control of authorised but unissued ordinary shares	64.31	35.69	226 764 166	87.22	0
<b>Ordinary Resolution Number 20:</b> Approval to issue "B" ordinary shares and/or options for cash	65.49	34.51	226 764 166	87.22	0
<b>Ordinary Resolution Number 21:</b> Non-binding endorsement of the remuneration policy of the Company	71.53	28.47	226 764 166	87.22	8.80
<b>Ordinary Resolution Number 22:</b> Non-binding advisory vote on the implementation of the remuneration policy of the Company	98.31	1.69	226 764 166	87.22	8.80
<b>Special Resolution Number 1:</b> To approve the remuneration of the non-executive Directors	100	0	226 764 166	87.22	8.80

<b>Special Resolution Number 2:</b> To approve inter-company financial assistance	89.91	10.09	226 764 166	87.22	0
<b>Special Resolution Number 3:</b> To approve financial assistance for the subscription or purchase of shares in the Company or in a related or inter-related company	89.91	10.09	226 764 166	87.22	0.01
<b>Special Resolution Number 4:</b> Approval for the Company or its subsidiaries to repurchase shares of the Company	98.47	1.53	226 764 166	87.22	0
<b>Special Resolution Number 5:</b> Amendment to the Memorandum	94.74	5.26	226 731 166	87.22	4.44

Shareholders are further advised that due to Ordinary resolution number 21 relating to the non-binding advisory vote on the remuneration policy, 28,47% of PFB shareholders present in person or represented by proxy at the AGM voted against the policy, therefore an invitation will be extended to such dissenting shareholders to engage with the

Company. The manner and timing of such engagement has not as yet been finalised and PFB will issue a further announcement shortly including such details.

#### CHANGE TO THE BOARD OF DIRECTORS

Following consultation with various stakeholders the board ("the Board") took a decision to right size the Board to a more appropriate size. Accordingly, the directors that did not make themselves available for re-election at the AGM, voluntary elected to step off the Board for the above mentioned reason and accordingly the requisite resolutions were withdrawn.

Accordingly, in compliance with paragraph 3.59(b) of the JSE Listings Requirements, the Company advises that Messrs TT Hove, AW Johnson, LS Naidoo and Miss FEC Brand did not make themselves available for re-election to the Board at the AGM and accordingly they are no longer directors, on the Board, with effect from 20 February 2018.

The Board wishes to thank Messrs TT Hove, AW Johnson, LS Naidoo and Miss FEC Brand for their dedication and contribution to the Company and wish them well in their future endeavours.

In addition, the Board further wishes to advise that Messrs S Young and CL van der Venter have been appointed to the Audit and Risk Committee with immediate effect.

Cape Town

21 February 2017

Sponsor

PSG Capital Proprietary Limited