

Announcement of Results of Extraordinary General Meeting

Announcement of the results of voting at the Extraordinary General Meeting of shareholders of National Foods Holdings Limited ("the Company") held at 09:15 hrs on Wednesday, 18 December 2024 relating to and seeking approvals for the delisting of the Company from the Victoria Falls Stock Exchange, and an Offer by the Company to its shareholders to acquire their shares via a share buyback (the "Transaction"). For Special Resolution 1, the Company's controlling shareholders, Tiger Brands Limited, Innscor Africa Limited and their associates were excluded from voting.

Shareholders are advised that all resolutions put to the vote at the Extraordinary General Meeting of shareholders of the Company held on Wednesday, 18 December 2024 were passed as tabulated below:

	Resolutions	Shares For	%	Shares Against	%	Shares Abstain	%
1	SPECIAL RESOLUTION 1 – DELISTING OF NATIONAL FOODS HOLDINGS LIMITED FROM THE VICTORIA FALLS STOCK EXCHANGE To approve the removal of the Company's shares from the Main Board of the Victoria Falls Stock Exchange through voluntary termination of the listing on the Victoria Falls Stock Exchange in terms of Section 11 of the Victoria Falls Stock Exchange Listing Requirements.	13,069,886	100%	—	0%	—	0%
2	SPECIAL RESOLUTION 2 – SHARE BUY BACK To approve the purchase of the Company's own ordinary shares, for treasury purposes, in such manner or on such terms as the Directors may from time to time determine, provided that the repurchases on the Victoria Falls Stock Exchange are not made at a price per share greater than five per centum (5%) above the weighted average market value for the ordinary shares for the five (5) business days immediately preceding the date of purchase and also provided that the maximum number of shares authorised to be acquired shall not exceed 13,647,198 ordinary shares, constituting twenty percent (20%) of the Company's issued ordinary share capital. The price post Delisting will not be less than the price mentioned above.	64,307,065	100%	—	0%	—	0%
3	ORDINARY RESOLUTION 1 – DIRECTORS AUTHORISED TO GIVE EFFECT TO RESOLUTIONS To authorise the Directors to do any and all such things as may be necessary to give effect to the above resolutions.	64,307,065	100%	—	0%	—	0%

BY ORDER OF THE BOARD



Leigh Caroline Howes
Group Legal Counsel and Company Secretary
20 December 2024

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