

RESILIENT REIT LIMITED

(Incorporated in the Republic of South Africa)

(Registration number: 2002/016851/06)

JSE share code: RES ISIN: ZAE000209557

Bond company code: BIRPIF

(Approved as a REIT by the JSE)

("Resilient" or the "Company")

**RESULTS OF ANNUAL GENERAL MEETING**

Shareholders are advised that at the annual general meeting of shareholders held on Wednesday, 4 November 2020 (in terms of the notice dispatched on 30 September 2020) all the resolutions tabled thereat were passed by the requisite majority of shareholders, except for non-binding advisory vote 2 relating to the approval of the Remuneration Implementation Report that received 61.02% support.

Details of the results of voting at the annual general meeting are as follows:

- total number of shares in issue as at the date of the annual general meeting: 400 126 254
- total number of shares that could have been voted at the annual general meeting, excluding 39 156 041 treasury shares: 360 970 213
- total number of shares that were present/represented at the annual general meeting: 281 008 491 being 77.85% of the total number of shares that could have been voted at the annual general meeting.

Ordinary resolution number 1: Appointment of Monica Muller as director

Shares voted*	For	Against	Abstentions [^]
280 457 339, being 70.09%	280 322 894, being 99.95%	134 445, being 0.05%	551 152, being 0.15%

Ordinary resolution number 2.1: Re-election of Nick Hanekom as director

Shares voted*	For	Against	Abstentions [^]
280 457 765, being 70.09%	280 443 934, being 100%	13 831, being 0.00%	550 726, being 0.15%

Ordinary resolution number 2.2: Re-election of Umsha Reddy as director

Shares voted*	For	Against	Abstentions [^]
280 457 613, being 70.09%	221 689 726, being 79.05%	58 767 887, being 20.95%	550 878, being 0.15%

Ordinary resolution number 3.1: Re-election of Barry van Wyk as director

Shares voted*	For	Against	Abstentions [^]
262 025 868, being 65.49%	156 129 993, being 59.59%	105 895 875, being 40.41%	18 982 623, being 5.26%

Ordinary resolution number 3.2: Re-election of Thembi Chagonda as director

Shares voted*	For	Against	Abstentions [^]
280 457 765, being 70.09%	242 410 741, being 86.43%	38 047 024, being 13.57%	550 726, being 0.15%

Ordinary resolution number 4.1: Re-election of David Brown as a member of the Audit Committee

Shares voted*	For	Against	Abstentions^
280 457 765, being 70.09%	279 767 849, being 99.75%	689 916, being 0.25%	550 726, being 0.15%

Ordinary resolution number 4.2: Re-election of Stuart Bird as a member of the Audit Committee

Shares voted*	For	Against	Abstentions^
280 457 613, being 70.09%	280 424 104, being 99.99%	33 509, being 0.01%	550 878, being 0.15%

Ordinary resolution number 4.3: Re-election of Des Gordon as a member of the Audit Committee

Shares voted*	For	Against	Abstentions^
280 457 765, being 70.09%	279 968 375, being 99.83%	489 390, being 0.17%	550 726, being 0.15%

Ordinary resolution number 4.4: Re-election of Protas Phili as a member of the Audit Committee

Shares voted*	For	Against	Abstentions^
280 457 765, being 70.09%	280 454 410, being 100%	3 355, being 0.00%	550 726, being 0.15%

Ordinary resolution number 5: Reappointment of the auditor

Shares voted*	For	Against	Abstentions^
280 101 193, being 70.00%	280 097 260, being 100%	3 933, being 0.00%	907 298, being 0.25%

Ordinary resolution number 6: General authority to issue shares for cash

Shares voted*	For	Against	Abstentions^
280 457 795, being 70.09%	260 648 438, being 92.94%	19 809 357, being 7.06%	550 696, being 0.15%

Non-binding advisory vote 1: Endorsement of the remuneration policy

Shares voted*	For	Against	Abstentions^
279 908 026, being 69.95%	232 687 238, being 83.13%	47 220 788, being 16.87%	1 100 465, being 0.30%

Non-binding advisory vote 2: Endorsement of the remuneration implementation report

Shares voted*	For	Against	Abstentions^
280 098 543, being 70.00%	170 903 521, being 61.02%	109 195 022, being 38.98%	909 948, being 0.25%

Special resolution number 1: Approval of financial assistance to related or inter-related companies

Shares voted*	For	Against	Abstentions^
280 458 165, being 70.09%	280 302 559, being 99.94%	155 606, being 0.06%	550 326, being 0.15%

Special resolution number 2: Approval of the repurchase of shares

Shares voted*	For	Against	Abstentions^
280 458 013, being 70.09%	268 095 243, being 95.59%	12 362 770, being 4.41%	550 478, being 0.15%

Special resolution number 3.1: Authorising non-executive directors' fees

Shares voted*	For	Against	Abstentions^
280 098 347, being 70.00%	279 423 584, being 99.76%	674 763, being 0.24%	910 144, being 0.25%

Special resolution number 3.2: Authorising non-executive directors' fees for Special Committee meetings

Shares voted*	For	Against	Abstentions^
280 264 498, being 70.04%	278 686 946, being 99.44%	1 577 552, being 0.56%	743 993, being 0.21%

Ordinary resolution number 7: Authority for directors or the company secretary to implement resolutions

Shares voted*	For	Against	Abstentions^
280 458 165, being 70.09%	280 454 232, being 100%	3 933, being 0.00%	550 326, being 0.15%

* shares voted (excluding abstentions) in relation to total shares in issue (including treasury shares)

^ in relation to total shares in issue (excluding treasury shares)

As a result of 38.98% of shareholders voting against non-binding advisory vote 2 at the Company's annual general meeting, Resilient extends an invitation to all dissenting shareholders to provide their reasons for voting against non-binding advisory vote 2, as well as their concerns with the implementation report, in writing to the chairman of the Remuneration Committee, Stuart Bird, or to the chairman of the Board, Alan Olivier, by e-mailing the company secretary at egana@resilient.co.za by close of business on 20 November 2020.

Resilient will consider all concerns and, where appropriate, take steps to address any legitimate and reasonable concerns raised by the shareholders.

5 November 2020

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