

PROXY VOTING RECORD

For period 01st April 2017 to 30th June 2017



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Prudential Investment Managers aim to be active shareholders, in order to protect our client's interest and to support the highest standards of corporate governance. We view our responsibility as shareholders seriously, and we actively participate in voting on resolutions put to shareholders for those shares in respect of those shares which our clients have exposure to. This report summarises all our voting activity for the past quarter:

ANGLO AMERICAN PLATINUM LIMITED Meeting Date: 04-Apr-2017 Issuer:AMS Meeting Type: AGM	Voted	Result
1.1-1.4: Re-election of directors (K) - M Cutifani, Mr RMW Dunne, MV Moosa & Mr AM O'Neill 2.1-2.4: Appointment of the members of the audit and risk committee (K) 3: Reappointment of the auditors 4: General authority to allot and issue authorised but unissued shares Ordinary resolution number 5: Authority to implement resolutions Advisory vote – Remuneration policy and implementation report (K) S 1: Non-executive directors' fees (K) S 2: Authority to provide financial assistance (K) S 3: General authority to repurchase company securities	Voted for all resolutions except No 4 which we voted against.	All resolutions passed.
REBOSIS PROPERTY FUND LIMITED Meeting Date: 19-Apr-2017 Issuer:REB Meeting Type: AGM	Voted	Result
S 1: General authority to enable the company (or any subsidiary) to repurchase shares of the company S 2: Authority to grant financial assistance to related and inter-related companies (K) S 3: Approval of non-executive directors' remuneration for their services as directors (K) 1-3: To elect / re-elect a directors of the company 4: To re-appoint and appoint members of the audit and risk committee (K) 5: To reappoint Grant Thornton Johannesburg Partnership as auditors of the company 6: General authority to issue of shares for cash 7: Specific authority to issue shares pursuant to a reinvestment option 8: To authorise the signature of documentation	Voted for all resolutions except No 6 which we voted against.	The All resolutions passed.
SIBANYE GOLD LIMITED Meeting Date:25-Apr-2017 Issuer: SGL Meeting Type: GM	Voted	Result
1 – Approval of the Transaction as required by and in terms of the JSE Listings Requirements (K) S 1 – Approval of the increase of Authorised Shares of the Company (K) S 2 – Approval of the amendment of the existing MOI of the Company (K) S 3 – Approval for the allotment and issue of Sibanye Shares, including in particular but not limited to the Proposed Rights Offer Shares, as required by and in terms of section 41(3) of the Companies Act (K) 2 – Placing control of the authorised but unissued Shares under the control of the Directors for the purpose of implementing the Proposed Rights Offer (K) 3 – Waiver of mandatory offer provisions of the Companies Act (K) 4 – Approval for authority to increase amount of authorised but unissued Shares to be issued by the Board (K)	Voted for all resolutions.	All resolutions passed

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HAMMERSON PLC Issuer:HMN	Meeting Date:25-Apr-2017 Meeting Type: AGM	Voted	Result
1. To receive the Directors' Annual Report and Financial Statements for the year ended 31 December 2016 (K) 2. To receive and approve the Directors' Remuneration Report for the year ended 31 December 2016 (K) 3. To receive and approve the Remuneration Policy (K) 4. To declare a final dividend 5-14. To re-elect Directors 15. To appoint PricewaterhouseCoopers LLP as auditor 16. To authorise the Audit Committee to agree the auditor's remuneration 17. To authorise the Directors to allot shares 18. To disapply pre-emption rights 19. To disapply pre-emption rights in addition to those conferred by resolution 18 20. To authorise market purchases by the Company of its shares 21. To receive and approve the rules of the 2017 LTIP (K) 22. To receive and adopt new Articles of Association (K) 23 To approve the Scrip Dividend Scheme (K)	Voted for all at the resolutions except 18&19 which we voted against.		All resolutions passed
BRITISH AMERICAN TOBACCO LIMITED Issuer: BTI	Meeting Date:26-Apr-2017 Meeting Type: AGM	Voted	Result
1 Receipt of the 2016 Annual Report and Accounts (K) 2 Approval of the 2016 Directors' remuneration report (K) 3 Declaration of the final dividend for 2016 4 Reappointment of the Auditors 5 Authority for the Audit Committee to agree the Auditors' remuneration 6-15 Re-election Directors 16 Renewal of the Directors' authority to allot shares 17 Renewal of the Directors' authority to disapply pre-emption rights 18 Authority for the Company to purchase its own shares 19 Authority to make donations to political organisations and to incur political expenditure (K) 20 Notice period for General Meetings (K)	Voted for all at the resolutions except 16&17which we voted against.		All resolutions passed

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ANGLO AMERICAN PLC Meeting Date: 27-Apr-2017 Issuer:AGL Meeting Type: AGM	Voted	Result
1. To receive the report and accounts (K) 2-12. To elect / re-elect directors of the Company 13. To re-appoint Deloitte LLP as auditor of the Company for the ensuing year 14. To authorise the directors to determine the remuneration of the auditor 15. To approve the remuneration policy contained in the directors' remuneration report (K) 16. To approve the implementation report contained in the directors' remuneration report (K) 17. To approve that the minimum number of directors be reduced from ten to five (K) 18. To authorise the directors to allot shares 19. To disapply pre-emption rights* 20. To authorise the purchase of own shares* 21. To authorise the directors to call general meetings (other than an AGM) on not less than 14 clear days' notice*	Voted for all at the resolutions except 18 & 19 which we voted against.	All resolutions passed
REDEFINE INTERNATIONAL PLC Meeting Date: 27-Apr-2017 Issuer:RPL Meeting Type: EGM	Voted	Result
1To approve the Related Party Transactions for the purchase of the German leopard portfolio (K)	Voted for all the resolutions	All resolutions passed
CAPITAL AND COUNTIES PLC Meeting Date: 05-May-2017 Issuer: CCO Meeting Type: AGM	Voted	Result
1. To receive the accounts and the reports of the Directors and the Auditors for the year ended 31 December 2016. (K) 2. To declare a final dividend of 1.0 pence per ordinary share. 3-12. To re-elect directors of the company (Chairman). 13. To re-appoint PricewaterhouseCoopers LLP as Auditors. 14. To authorise the Audit Committee to determine the Auditors' remuneration. S15. To approve the Directors' Remuneration Policy (Ordinary Resolution). (K) S16. To approve the Directors' Remuneration Report for the year ended 31 December 2016 (other than the Remuneration Policy) (K) 17. To authorise the Directors to offer an optional scrip dividend scheme (Ordinary Resolution). 18. To authorise the Directors to allot shares (S.551) S19. To disapply the pre-emption provisions of Section 561(1) of the Companies Act 2006. S20. To authorise the Company to purchase its own shares. S21. To allow General Meetings (other than AGMs) to be held on 14 clear days' notice. (K) 22. To approve the rules of the Capital & Counties Properties PLC Performance Share Plan. (K)	Voted for all the resolutions except 18 & S19 which we voted against.	All resolutions passed.

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INTU PROPERTIES PLC Meeting Date: 05-May-2017 Issuer: ITU Meeting Type: AGM	Voted	Result
1. To receive the Company's accounts, the strategic report and the reports of the Directors and the Auditors for the year ended 31 December 2016. (K) 2. To declare a final dividend of 9.4 pence per ordinary share. 3-11. To re-elect directors of the Company. 12. To re-appoint PricewaterhouseCoopers LLP as Auditors. 13. To authorise the Audit Committee of the Board to determine the remuneration of the Auditor. S14. Approval of the Directors' remuneration report (K) S15. Approval of the Directors' Remuneration Policy (K) 16. To authorise the directors to allot the unissued share capital S17. To dis-apply the pre-emption provisions of section 561 of the Companies Act 2006 to the amount specified S18. To authorise the Company to make market purchases of its own shares subject to the specified conditions 19. To approve the Scrip Dividend Scheme. S20. general meeting other than an may be called on not less than 14 clear days' notice. (K)	Voted for all the resolutions except 16 & S17 which we voted against.	All resolutions passed
BARCLAYS AFRICA LIMITED Meeting Date: 05-May-2017 Issuer: BGA Meeting Type: AGM	Voted	Result
1. To consider the Company's annual financial statements 2. To re-appoint the Company's external auditors until next AGM in 2018: 2.1 Ernst & Young Inc. (with Ernest van Rooyen as designated auditor) 2.2 KPMG Inc. (with Pierre Fourie as designated auditor) 3.1-3.6 Re-election of retiring directors: 4.1-4.3 To confirm the appointment of new directors appointed after the last AGM: 5.1-5.6. To re-elect and elect the Group Audit and Compliance Committee members: 6. Resolution regarding the placing of unissued shares under the control of the directors 7. Non-binding advisory vote on the Company's remuneration policy 8. Special resolution to sanction the proposed remuneration of the non-executive directors. 9. Special resolution regarding the authority for a general repurchase of ordinary shares of the Company 10. Special resolution regarding Financial Assistance – section 45 of the Companies Act	Voted for all the resolutions except 6 which we voted against.	All resolutions passed
CAPITAL AND REGIONAL PROPERTIES PLC Meeting Date: 09-May-2017 Issuer: CRP Meeting Type: AGM	Voted	Result
1 To adopt the report and accounts (K) 2 To approve the final dividend 3 To approve the annual report on directors' remuneration (K) 4 To re-appoint Deloitte LLP as auditors 5 To authorise the directors to fix the remuneration of the auditors	Voted for all the resolutions except 17 & S18 which we voted against.	All resolutions passed

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<p>6-15 To re-elect directors of the Company 16 To approve the introduction of the Deferred Bonus Share Plan (K) 17 Ordinary resolution – To allot securities S18 To disapply pre-emption rights S19 To disapply pre-emption rights for purposes of acquisitions or capital investments S20 Special resolution – To make market purchases of the Company’s own shares in compliance with Section 693 of the Companies Act 2006 S21 Special resolution – To call a general meeting on not less than 14 clear days’ notice (K)</p>		
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MONDI PLC AND MONDI LIMITED Meeting Date: 11-May-2017 Issuer: MNP/MND Meeting Type: AGM	Voted	Result
1-8. To elect / re-elect directors of the Companies 9-11. To elect T members of the DLC audit committee (K) Mondi Limited business 12. To receive the audited financial statements (K) 13. To endorse the remuneration policy (K) S14. To authorise a maximum increase of 2% in non-executive director fees* (K) 15. To declare a final dividend 16. To appoint the auditors 17. To authorise the DLC audit committee to determine the auditors' remuneration S18. To authorise the directors to provide direct or indirect financial assistance* 19. To place 5% of the issued ordinary shares of Mondi Limited under the control of the directors of Mondi Limited 20. To place 5% of the issued special converting shares of Mondi Limited under the control of the directors of Mondi Limited 21. To authorise the directors to allot and issue ordinary shares of Mondi Limited for cash S22. To authorise Mondi Limited to purchase its own shares* Mondi plc business 23. To receive the report and accounts (K) 24. To approve the remuneration policy (K) 25. To approve the remuneration report (other than the policy) (K) 26. To declare a final dividend 27. To appoint the auditors 28. To authorise the DLC audit committee to determine the auditors' remuneration 29. To authorise the directors to allot relevant securities S30. To authorise the directors to disapply pre-emption rights* S31. To authorise Mondi plc to purchase its own sha res*	Voted for all the resolutions except 19,20,21,29 & S30 which we voted against.	All resolutions passed
ASTRAPAK LIMITED – ORDINARY AND PREFERENCE SHARES Meeting Date: 12-May-2017 Issuer: APK/APKP Meeting Type: GM	Voted	Result
Approval of the sale of shares, unbundling of Master Plastics Limited and delisting of shares. (K)	Voted for all the resolutions	All resolutions passed

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ANGLOGOLD ASHANTI LIMITED Issuer :ANG	Meeting Date: 13-May-2017 Meeting Type: AGM	Voted	Result
1.1-1.3 Re-election of directors 2. Election of Mrs SV Zilwa as a director 3.1-3.3. Reappointment and appointment of Audit and Risk Committee members (K) 4. Reappointment of Ernst & Young Inc. as auditors of the company 5. General authority to directors to allot and issue ordinary shares 6. Non-binding advisory endorsement of the AngloGold Ashanti remuneration policy (K) 7. Directors' authority to implement special and ordinary resolutions S 1 Remuneration of non-executive directors (K) S 2 General authority to acquire the company's own shares S 3 Approval of the AngloGold Ashanti Limited Deferred Share Plan (K) S 4 Authority to issue ordinary shares pursuant to the DSP (K) S 5 General authority to directors to issue for cash, those ordinary shares which the directors are authorised to allot and issue in terms of ordinary resolution 5 (K) S 6 General authority to provide financial assistance in terms of Sections 44 and 45 of the Companies Act. (K) S7 Amendment of Company's Memorandum of Incorporation (K)		Voted for all the resolutions except No 5 which we voted against.	All resolutions passed
SA CORPORATE LIMITED Issuer: SAC	Meeting Date: 19-May-2017 Meeting Type: AGM	Voted	Result
1. To receive, consider and adopt the Annual Financial Statements for the year ended 31 December 2016 (K) 2. To elect A Chowan as director 3.1-3.3 To re-elect directors: 4.1-4.4 To re-elect the audit committee members: (K) 5. Reappointment of Deloitte & Touche as auditors 6. Approval on an advisory, non-binding basis, the remuneration policy (K) 7. Placing 10% of the unissued shares under the control of the directors 8. Specific authority to issue shares pursuant to a distribution reinvestment option 9. General, but restricted authority to issue shares for cash SPECIAL RESOLUTIONS 1.1-1.14 Fees payable to non-executive directors: (K) 2. Financial assistance in terms of sections 44 and 45 of the Companies Act (K) 3. Financial assistance to related and inter-related parties (K) 4. Specific authority to issue shares to directors pursuant to a distribution reinvestment option (K) 5. General authority to repurchase shares		Voted for all the resolutions except No 7 & 9 which we voted against.	All resolutions passed

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LIBERTY HOLDINGS LIMITED Issuer: LBH	Meeting Date: 19-May-2017 Meeting Type: AGM	Voted	Result
1 Adoption of annual financial statements 2.1-2.6 Re-election of directors 3 Re-appointment of independent external auditors 4 Place unissued ordinary shares under the control of the directors 5 Place unissued preference shares under the control of the directors 6 General authority to issue shares for cash 7 Election of group audit and actuarial committee members 1 Issue of ordinary shares for share incentive schemes S 2.1-2.22. Fees of non-executive directors S3 Financial assistance S4 General authority for an acquisition of shares issued by the company		Voted for all the resolutions except 4,5&6 which we voted against	All resolutions passed
ECHO POLSKA PROPERTIES N.V. Issuer: EPP	Meeting Date: 19-May-2017 Meeting Type: AGM	Voted	Result
1. Proposal to adopt remuneration policy for the Board 2. Proposal to adopt the 2016 annual accounts 3. Proposal for discharge of the members of the Board 4. Proposal for appointment and/or reappointment of directors and 11 non-executive directors of the Board 5. Proposal to adopt dividend policy 6. Proposal to establish the remuneration of the non-executive directors of the Board 7. Authorisation of Board to issue ordinary shares and/or grant rights to subscribe for ordinary shares 8. Authorisation of Board to limit or exclude pre-emption rights 9. Authorisation of Board to acquire shares 10. Proposal to amend the Company's articles of association		Voted for all the resolutions except 7,8&9 which we voted against	All resolutions passed
OLD MUTUAL PLC Issuer: OML	Meeting Date: 25-May-2017 Meeting Type: AGM	Voted	Result
1. To receive and adopt the report and accounts for the year ended 31 December 2016 (K) 2. (i)-(xii) To re-elect directors of the companies 3. To re-appoint KPMG LLP as auditors 4. To authorise the Group Audit Committee to settle the auditors' remuneration 5. To approve the Directors' Remuneration Report for 2016 (excluding the Directors' Remuneration Policy) (K) 6. To grant authority to allot shares 7. To grant authority to disapply pre-emption rights in allotting certain equity securities and selling treasury shares 8. To grant authority to repurchase shares by market purchase 9. To approve contingent purchase contracts relating to purchases of shares on the JSE Limited and on the Malawi, Namibian and Zimbabwe Stock Exchanges (K)		Voted for all the resolutions except 6&7 which we voted against	All resolutions passed

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AFRICAN OXYGEN LIMITED Issuer: AFX	Meeting Date: 26-May-2017 Meeting Type: AGM	Voted	Result
1. Adoption of the annual financial statements (K) 2.1-2.5 Re-election/confirmation of directors: 3. Re-appointment of auditors 4.1-4.3 Appointment of Audit Committee members: 5. Non-binding vote on the remuneration policy (K) S1. To approve the independent non-executive directors' fees (K) S2. General authority to repurchase shares S3. General authority to provide financial assistance to related or inter-related companies (K) S4. Authority to provide financial assistance in connection with the purchase of Company securities on the market (K)		Voted for all resolutions.	All resolutions passed
GLENCORE PLC Issuer: GLN	Meeting Date: 36-May-2017 Meeting Type: AGM	Voted	Result
1. To approve the Financials. 2. To approve the Company's capital contribution reserves (forming part of its share premium account) be reduced by US\$1,010,000,000 (the Reduction Sum) and be repaid to shareholders as set out in the notice of meeting. (K) 3.-9 To re-elect Directors. 10. To approve the Directors' Remuneration Report in the 2016 Annual Report (K) 11. To approve the Directors' Remuneration (K) 12. To reappoint Deloitte LLP as the Company's auditors 13. To authorise the audit committee to fix the remuneration of the auditors. 14. To renew the authority conferred on the Directors pursuant to Article 10.2 Special Resolutions 15. To allot shares or grant rights to subscribe for or to convert any security into shares for an Allotment period. 16. empower the Directors pursuant to Article 10.3 of the Articles to allot equity securities for an Allotment period. 17. That the Company be and hereby generally and unconditionally authorised to make market purchases		Voted for all resolutions except 14,15&16 which we voted against.	All resolutions passed

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MASSMART LIMITED Issuer: MSM	Meeting Date: 25-May-2017 Meeting Type: AGM	Voted	Result
1-4. Re-election of Directors 5. Election of Ernst & Young Inc. as the Company's auditors 6. Appointment of the Audit Committee members: 7. Authorisation for the Directors to issue ordinary shares for cash, not exceeding 5% of the shares in issue 8. Endorsement of the Company's remuneration policy (K) Special resolutions 1. Authorisation for the Company and/or its subsidiaries to repurchase its own shares 3. Authorisation to provide financial assistance (K)		Voted for all resolutions except 7 which we voted against.	All resolutions passed
MTN GROUP LIMITED Issuer: MTN	Meeting Date: 26-May-2017 Meeting Type: AGM	Voted	Result
1 -9 Election of directors 10-13 To elect members of the audit committee 14 Re-appointment of joint independent auditors 15 General authority for directors to allot and issue ordinary shares 16 General authority for directors to allot and issue ordinary shares for cash 17 Non-binding advisory vote: Endorsement of the Company's remuneration policy (K) 18 Authority to implement special and ordinary resolutions (K) SPECIAL RESOLUTIONS 1: To approve the proposed increase of remuneration payable to non-executive directors (K) 2: To approve the repurchase of the Company's shares 3: To approve the granting of financial assistance to subsidiaries and other related and interrelated companies (K) 4: To approve the granting of financial assistance to directors and/or prescribed officers and employee share scheme beneficiaries (K) 5: To approve the amendment to the memorandum of incorporation (K)		Voted for all resolutions except 15&16 which we voted against.	All resolutions passed

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GOLDFIELDS LIMITED Issuer:GFI	Meeting Date: 24-May-2017 Meeting Type: AGM	Voted	Result
1 Re-appointment of auditors 2.1-2.7 Re-election of a director 3.1 -3.5 Re-election of a member and new Chair of the Audit Committee: 4Approval for the issue of authorised but unissued ordinary shares S 1 Approval for the conversion of the ordinary par value shares to no par value shares (K) S 2 Approval for the increase in the authorised share capital (K) S 3 Approval for the issuing of equity securities for cash (K) ADVISORY ENDORSEMENT OF THE REMUNERATION POLICY (K) S 4 Approval of the remuneration of non-executive directors (K) S 5Approval for the Company to grant financial assistance in terms of sections 44 and 45 of the Act (K) S 6 Acquisition of the Company's own shares S 7Amendments to the existing Memorandum of Incorporation (K)		Voted for all resolutions.	All resolutions passed
STANDARD BANK OF SOUTH AFRICALIMITED Issuer: SBK	Meeting Date: 26-May-2017 Meeting Type: AGM	Voted	Result
1 Adopt annual financial statements (K) 2.1-2.7 To elect directors 3 Reappointment of Auditors 4 Place unissued ordinary shares under control of directors 5 Place unissued preference shares under control of directors 6 Non-binding advisory vote on remuneration policy (K) S7 Remuneration: Approve non-executive directors' fees (2017): (K) S8 General authority to acquire the company's ordinary shares S9 General authority to acquire the company's non-redeemable preference shares S10 Approve: Loans or other financial assistance to related or inter-related companies		Voted for all resolutions except 4&5 which we voted against.	All resolutions passed
AFRICAN OXYGEN LIMITED Issuer:AFX	Meeting Date: 26-May-2017 Meeting Type: AGM	Voted	Result
1. Adoption of the annual financial statements (K) 2.1-2.5 Re-election/confirmation of directors: 3. Re-appointment of auditors 4.1-4.3 Appointment of Audit Committee members: 5. Non-binding vote on the remuneration policy (K) S1. To approve the independent non-executive directors' fees (K) S2. General authority to repurchase shares		Voted for all resolutions.	All resolutions passed

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S3. General authority to provide financial assistance to related or inter-related companies (K) S4. Authority to provide financial assistance in connection with the purchase of Company securities on the market (K)		
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MPACT GROUP LIMITED Issuer:MPT	Meeting Date: 01-Jun-2017 Meeting Type: AGM	Voted	Result
1 Acceptance of the Annual Financial Statements (K) 2-3 Election of directors 4 Appointment of auditors 5-7: Election of members of the Audit and Risk Committee (K) 8: Endorsement of Mpac's remuneration policy (K) S 1 General authority to acquire/repurchase shares S 2 Approval of non-executive directors' fees S 3 Approval of financial assistance (K)		Voted for all resolutions	All resolutions passed

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BASIL READ HOLDINGS LIMITED Issuer: BSR	Meeting Date: 02-June-2017 Meeting Type: AGM	Voted	Result
1. To reappoint PricewaterhouseCoopers Inc 2. To elect MT Sadik who resigned in terms of clause 28.5 of the Mol (K) 3.1- 3.3 To approve the re-election of directors 4. 1-4.3 To approve re-election the audit committee 5. Approval of remuneration policy (K) 6. Basil Read Holdings Limited long-term incentive share plan (K) 7. Signing of documents to effect resolution number 6 8. Non-executive directors' remuneration (K) 9. Financial assistance to related or inter-related companies and others (K)		Voted for all resolutions	All resolutions passed
SUN INTERNATIONAL LIMITED Issuer: SUI	Meeting Date: 14-Jun-2017 Meeting Type: AGM	Voted	Result
1. Election of director: Mr N Basthdaw 2.1 to 2.4: Re-election of directors: 3: Re-appointment of external auditor S 1: General authority to repurchase shares S 2: Remuneration of non-executive chairman (K) S 3: Remuneration of lead independent director (K) S 4: Remuneration of non-executive directors (K) S 5: Remuneration of non-executive directors participating in statutory and board committees (K) S 6: Remuneration payable to non-executive directors for participating in special/unscheduled board meetings (K) S 7: Financial assistance to employee share scheme beneficiaries and related or inter-related companies and corporations (K) S 8: Adoption of a new Memorandum of Incorporation (K)		Voted for all resolutions.	All resolutions passed
EMIRA PROPERTY FUND LIMITED Issuer: EMI	Meeting Date: 28-Jun-2017 Meeting Type: AGM	Voted	Result
BEE Transaction: Ordinary resolution number 1 – approval of the Specific Issue (K) Ordinary resolution number 2 – Directors' authorising resolution (K)		Voted for all resolutions	All resolutions passed