

PROXY VOTING RECORD

For period 01st January 2018 to 31st March 2018



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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 in respect of those shares which our clients have exposure to. This report summarises all our voting activity for the past quarter:

THARISA PLC Issuer: THA	Meeting Date: 10-Jan-2018 Meeting Type: AGM	Voted	Result
Ordinary resolutions Ordinary resolution 1 is non-binding and does not require a minimum threshold Ordinary resolutions 2 and 3 require support of a simple majority (more than 50%) of the votes exercised in respect of each resolution adopted Ordinary resolution number 1: Adoption of annual financial statements Ordinary resolution number 2: Appointment of external auditors Ordinary resolution number 3.1: Election of Joanna Cheng as a director Ordinary resolution number 3.2: Election of Roger Davey as a director Special business Ordinary resolutions 4 and 5 require support of a simple majority (more than 50%) of the votes exercised in respect of each resolution to be adopted Ordinary resolution 6 requires a 75% majority of the votes Ordinary resolution 7 is non-binding and does not require a minimum threshold Special resolution 1 requires support of at least 75% of the votes exercised to be adopted Ordinary resolution 8 requires support of a simple majority (more than 50%) of the votes exercised in respect of each resolution to be adopted Ordinary resolution number 4: Control of authorised but unissued shares Ordinary resolution number 5: Dis-application of pre-emptive rights Ordinary resolution number 6: General authority to issue shares for cash Ordinary resolution number 7: Approval, through a non-binding advisory vote, of the Group remuneration policy Special resolution number 1: General authority to repurchase shares Ordinary resolution number 8: Final dividend Ordinary resolution 9: Directors' authority to implement ordinary and special resolutions		Voted for all resolutions except No 4, 5 & 6 which we voted against.	All resolutions passed.
RDI REIT PLC Issuer: RPL	Meeting Date: 25-Jan-2018 Meeting Type: AGM	Voted	Result
Ordinary resolutions 1. To receive and adopt the Annual Report and audited financial statements for the year ended 31 August 2017 2. To approve the Directors' Annual Report on Remuneration for the year ended 31 August 2017 3. To re-elect GA Clarke as a Director		Voted for all resolutions.	All resolutions passed.

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<p>4. To re-elect MJW Farrow as an independent Director</p> <p>5. To re-elect GR Tipper as an independent Director</p> <p>6. To re-elect SE Ford as an independent Director</p> <p>7. To re-elect RS Orr as an independent Director</p> <p>8. To elect EA Peace as an independent Director</p> <p>9. To re-elect M Wainer as a Director</p> <p>10. To re-elect B Nackan as a Director</p> <p>11. To re-elect MJ Watters as a Director</p> <p>12. To re-elect SJ Oakenfull as a Director</p> <p>13. To re-elect DA Grant as a Director</p> <p>14. To re-elect AA Horsburgh as a Director</p> <p>15. To re-appoint the Independent Auditor</p> <p>16. To authorise the Directors to set the remuneration of the Independent Auditor</p> <p>17. To increase the aggregate fees that can be paid to Non - executive directors.</p> <p>18. To authorise Directors to allot Ordinary Shares up to the limits set out in the notice of AGM</p> <p>19. To authorise the Directors to offer a scrip dividend alternative</p> <p>Special Resolutions</p> <p>20. To authorise Directors to dis-apply pre-emption rights up to the limits set out in the notice of AGM</p> <p>21. To authorise Directors to dis-apply pre-emption rights in connection with a Specified Investment up to the limits set out in the notice of AGM</p> <p>22. To authorise the Directors to make market purchases of Ordinary Shares up to the limits set out in the notice of the AGM</p>		
<p>OCTODEC INV LTD Meeting Date: 26-Jan-2018 Issuer: OCT Meeting Type: AGM</p>	Voted	Result
<p>Resolutions</p> <p>1 Special resolution 1: To approve financial assistance to related and inter-related companies</p> <p>2 Special resolution 2: To authorise the company and/or its subsidiaries to acquire its shares</p> <p>3 Special resolution 3: Approval of directors' remuneration for the period 1 September 2018 to 31 August 2019</p> <p>4 Special resolution 4: Authority to issue shares to directors who elect share reinvestment alternatives</p> <p>5 Special resolution 5: Approval of the amendments to Octodec's existing MOI</p>	Voted for all resolutions except ordinary resolution no. 3 which we voted against.	All resolutions passed.

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<p>Ordinary resolution 1.1 – 1.2: To re-elect the directors required to retire in terms of the MOI:</p> <p>1.1 Gerard Kemp</p> <p>1.2 Myron Pollack</p> <p>Ordinary resolution 1.3: To confirm the appointment of Akua Koranteng as director</p> <p>Ordinary resolution 2: To place the unissued shares under the directors' control</p> <p>Ordinary resolution 3: To approve the issue of shares for cash</p> <p>Ordinary resolution 4.1 – 4.4: To approve the re-appointment of members of the audit committee:</p> <p>4.1 Pieter Strydom (Chairman)</p> <p>4.2 Derek Cohen</p> <p>4.3 Gerard Kemp</p> <p>4.4 Myron Pollack</p> <p>Ordinary resolution 5: To approve the re-appointment of auditors</p> <p>Ordinary resolution 6: To approve the remuneration policy by way of a non-binding advisory vote</p> <p>Ordinary resolution 7: To approve the implementation of the remuneration policy by way of a non-binding advisory vote</p> <p>Ordinary resolution 8: Specific authority to issue shares to afford shareholders distribution reinvestment alternatives</p> <p>Ordinary resolution 9: To provide signing authority</p>		
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ARROWHEAD PROPS LTD Meeting Date: 29-Jan-2018 Issuer: AWA Meeting Type: AGM			Voted	Result
Ordinary resolutions				
Ordinary resolution	1.1.1	Re-election of S. Noik as director	Voted for all resolutions.	All resolutions passed.
Ordinary resolution	1.1.2	Re-election of M. Kaplan as a director		
Ordinary resolution	1.2	Confirmation of appointment of R. Kader as a director		
Ordinary resolution	2.1	Re-appointment of members of the audit and risk committee – S. Noik Chairman)		
Ordinary resolution	2.2	Re-appointment of members of the audit and risk committee – E. Stroebel		
Ordinary resolution	2.3	Re-appointment of members of the audit and risk committee – T. Adler		
Ordinary resolution	3	Re-appointment of auditors		
Ordinary resolution	4	Unissued shares		
Ordinary resolution	5	General authority to issue shares for cash		
Ordinary resolution	6.1	Non-binding advisory vote on remuneration policy		
Ordinary resolution	6.2	Non-binding advisory vote on implementation policy		
Ordinary resolution	7	Specific authority to issue shares pursuant to a reinvestment option		
Ordinary resolution	8	Signature of documentation		
Special resolution	1	Share repurchases		
Special resolution	2	Financial assistance to related and inter-related parties in terms of section 45 of the Companies Act		
Special resolution	3	Approval of fees payable to non-executive directors		
Special resolution	4	Approval to issue shares in terms of Section 41(1) of the Companies Act 2008		
GREENBAY PROPS LTD Meeting Date: 31-Jan-2018 Issuer: GRP Meeting Type: AGM			Voted	Result
Ordinary resolutions				
Ordinary resolution number 1 (Receiving and adopting the audited company and group financial statements)			Voted for all resolutions except ordinary resolution no. 6 & 7 which we voted against.	All resolutions passed.
Ordinary resolution number 2.1 (Re-election of Terry Warren as a director)				
Ordinary resolution number 2.2 (Re-election of Kobus van Biljon as a director)				
Ordinary resolution number 2.3 (Re-election of Stephen Delpont as a director)				
Ordinary resolution number 2.4 (Re-election of Jan Wandrag as a director)				
Ordinary resolution number 2.5 (Re-election of Barry Stuhler as a director)				
Ordinary resolution number 2.6 (Re-election of Karen Bodenstein as a director)				
Ordinary resolution number 2.7 (Re-election of Teddy Lo Seen Chong as a director)				
Ordinary resolution number 2.8 (Re-election of Mark Olivier as a director)				
Ordinary resolution number 3 (Re-appointment of auditor)				

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<p>Ordinary resolution number 4 (Authorising directors to determine auditor's remuneration) Ordinary resolution number 5 (Approving non-executive directors' fees) Ordinary resolution number 6 (Control over unissued shares) Ordinary resolution number 7 (General authority to issue shares for cash) Ordinary resolution number 8 (Non-binding advisory vote on remuneration policy) Ordinary resolution number 9 (Non-binding advisory vote on remuneration implementation report) Ordinary resolution number 10 (Authority for directors or company secretary to implement resolutions) Special resolution number 1 (Approval to provide financial assistance to related or inter-related companies) Special resolution number 2 (Approval of the repurchase of shares)</p>		
<p>NETCARE LTD Issuer: NTC</p> <p>Meeting Date: 02-Feb-2018 Meeting Type: AGM</p>	<p>Voted</p>	<p>Result</p>
<p>Ordinary Resolutions</p> <ol style="list-style-type: none"> 1. Ordinary resolution 1: Re-appointment of auditors 2. Ordinary resolution 2: Re-appointment of retiring directors <ul style="list-style-type: none"> Ordinary resolution 2.1: M Bower Ordinary resolution 2.2: M Kuscus Ordinary resolution 2.3: K Moroka 3. Ordinary resolution 3: Appointment of Audit Committee members <ul style="list-style-type: none"> Ordinary resolution 3.1: T Brewer Ordinary resolution 3.2: M Bower Ordinary resolution 3.3: APH Jammie Ordinary resolution 3.4: N Weltman Ordinary resolution 3.5: B Bulu 4. Ordinary resolution 4: General authority to issue shares for cash 5. Non-binding resolution 1: Approval of the remuneration policy 6. Non-binding resolution 2: Approval of the implementation report 7. Ordinary resolution 5: Signature of documents 8. Special resolution 1: General authority to repurchase shares 9. Special resolution 2: Approval of non-executive directors' remuneration for the period 1 October 2017 to 30 September 2018 10. Special resolution 3: Financial assistance to related and inter-related companies in terms of Sections 44 and 45 of the Companies Act 	<p>Voted for all resolutions except ordinary resolution no. 4 which we voted against.</p>	<p>All resolutions passed.</p>

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SAPPI LTD Issuer: SAP	Meeting Date: 07-Feb-2018 Meeting Type: AGM		Voted	Result
Ordinary Resolutions Ordinary resolution number 1 – Receipt and acceptance of 2017 annual financial statements, including directors report, auditors’ report and Audit Committee report Ordinary resolution number 2 – Approval and confirmation of appointment of Dr B Mehlomakulu as a director of Sappi Ordinary resolution number 3 – Re-election of directors retiring by rotation in terms of Sappi’s Memorandum of Incorporation Ordinary resolution number 3.1 – Re-election of Sir Nigel Rudd as a director of Sappi Ordinary resolution number 3.2 – Re-election of Mr NP Mageza as a director of Sappi Ordinary resolution number 3.3 – Re-election of Mr MV Moosa as a director of Sappi Ordinary resolution number 4 – Election of Audit Committee Ordinary resolution number 4.1 – Election of Dr D Konar as chairman of the Audit Committee Ordinary resolution number 4.2 – Election of Mr MA Fallon as a member of the Audit Committee Ordinary resolution number 4.3 – Election of Mr NP Mageza as a member of the Audit Committee Ordinary resolution number 4.4 – Election of Mrs KR Osar as a member of the Audit Committee Ordinary resolution number 4.5 – Election of Mr RJAM Renders as a member of the Audit Committee Ordinary resolution number 5 – Re-appointment of KPMG Inc. as auditors of Sappi for the year ending September 2018 and until the next Annual General Meeting of Sappi Ordinary resolution number 6.1 – The placing of all ordinary shares required for the purpose of carrying out the terms of the Sappi Limited Performance Share Incentive Plan (“the Plan”) under the control of the directors to allot and issue in terms of the Plan Ordinary resolution number 6.2 – The authority for any subsidiary of Sappi to sell and to transfer to the Sappi Limited Share Incentive Scheme and the Sappi Limited Performance Share Incentive Plan (collectively “the Schemes”) such shares as may be required for the purposes of the Schemes Ordinary resolution number 7 – Non-binding endorsement of Remuneration policy Ordinary resolution number 8 – Non-binding endorsement of Implementation report Special resolution number 1 – Increase in non-executive directors’ fees Special resolution number 2 – Authority for loans or other financial assistance to related or inter-related companies or corporations Ordinary resolution number 9 – Authority for directors to sign all documents and do all such things necessary to implement the above resolutions		Voted for all resolutions except ordinary resolution no. 4.1 which we voted against.	All resolutions passed.	

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ASTRAL FOODS LTD Issuer: ARL	Meeting Date: 08-Feb-2018 Meeting Type: AGM	Voted	Result
Ordinary resolutions			
<ol style="list-style-type: none"> 1. To adopt the annual financial statements for the year ended 30 September 2017 2.1. To re-elect Mrs TM Shabangu as Director 2.2. To re-elect Mrs TP Maumela as Director 3.1. To re-elect Mr DJ Fouché as member of the Audit and Risk Management Committee 3.2. To re-elect Dr MT Lategan as member of the Audit and Risk Management Committee 3.3. To re-elect Mrs TM Shabangu as member of the Audit and Risk Management Committee 4.1. To re-elect Mr GD Arnold as member of the Social and Ethics Committee 4.2. To re-elect Dr T Eloff as member of the Social and Ethics Committee 4.3. To re-elect Mr LW Hansen as member of the Social and Ethics Committee 4.4. To re-elect Mrs TP Maumela as member of the Social and Ethics Committee 5. To re-appoint PricewaterhouseCoopers Inc. as auditors for the 2018 financial year 6. To confirm the authority of the Audit and Risk Management Committee to determine the remuneration of the auditors 7. To endorse the company's Remuneration Policy 8. To endorse the company's Remuneration Implementation Report 9. To authorise any Director or the Company Secretary to sign documentation necessary to implement the ordinary and special resolutions passed at the annual general meeting 10. To adopt the new Forfeitable Share Plan SPECIAL BUSINESS <ol style="list-style-type: none"> 11. Special resolution number 1 To approve the remuneration payable to the Non-executive Chairman 12. Special resolution number 2 To approve the remuneration payable to Non-executive Directors 13. Special resolution number 3 To compensate the newly appointed Lead Independent Non-executive Director for services rendered 14. Special resolution number 4 To reimburse Value Added Tax levied against certain Directors" 15. Special resolution number 5 To authorise the Directors to approve actions related to transactions amounting to financial assistance to related and inter-related companies 16. Special resolution number 6 			

Voted for all resolutions except ordinary resolution no. 10 which we voted against.

Ordinary resolution no. 8 and special resolution no. 1 were not passed, all other resolutions were passed by the requisite majority of shareholders.

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<p>To allow financial assistance for employee participation in the forfeitable share plan (Section 44 of Companies Act)</p> <p>17. Special resolution number 7 To allow financial assistance for executive directors and prescribed officers to participate in the forfeitable share plan (Section 45 of Companies Act)</p>			
<p>ENX GROUP LTD Issuer: ENX</p> <p>Meeting Date: 13-Feb-2018 Meeting Type: AGM</p>		<p>Voted</p>	<p>Result</p>
<p>Ordinary resolutions</p> <ol style="list-style-type: none"> 1. General authority to effect share repurchases 2. Approval of the non-executive directors' remuneration for their services 3. Authority for financial assistance to related and inter-related companies in terms of section 45 of the Companies Act 4. Authority for financial assistance to related and inter-related companies in terms of section 44 of the Companies Act 5. Financial assistance in the form of enX indemnity with regards to CapLeverage To pass ordinary resolutions <ol style="list-style-type: none"> 1. Adoption of the annual financial statements 2. Re-election of NV Lila as director 3. Re-election of SF Booysen as director 4. Re-election of LL von Zeuner as director 5. Re-election of PC Baloyi as director 6. Appointment of Deloitte & Touche as auditors 7. General authority to issue shares for cash 8. To place unissued shares under the control of the directors 9. Appointment/re-appointment of audit and risk committee members <ol style="list-style-type: none"> 9.1. NV Lila as member 9.2. AJ Phillips as member 9.3. PM Makwana as member 9.4. SF Booysen as member 9.5. LL von Zeuner as member 9.6. LN Molefe as member 10. Non-binding approval of the remuneration policy 	<p>Voted for all resolutions.</p>	<p>Ordinary resolution no. 9.3 was withdrawn, all other resolutions were passed by the requisite majority of shareholders.</p>	

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11. Non-binding approval of the implementation of remuneration report 12. To authorise signature of the documents		
REDEFINE PROP LTD Issuer: RDF	Meeting Date: 15-Feb-2018 Meeting Type: AGM	Voted
Ordinary resolutions Ordinary resolution number 1: Re-election of Mr A König as an executive director Ordinary resolution number Ordinary resolution number 2: Re-election of Mr D Nathan as a non-executive director Ordinary resolution number Ordinary resolution number 3: Re-election of Ms P Langeni as a non-executive director Ordinary resolution number Ordinary resolution number 4: Re-election of Mr B Nackan as a non-executive director Ordinary resolution number 5.1: Re-election of Ms P Langeni as the chairperson and a member of the audit and risk committee Ordinary resolution number 5.2: Re-election of Mr B Nackan as a member of the audit and risk committee Ordinary resolution number Ordinary resolution number 5.3: Re-election of Mr D Nathan as a member of the audit and risk committee Ordinary resolution number Ordinary resolution number 6: Reappointment of KPMG Inc. as independent registered auditor Ordinary resolution number 7: Placing the unissued ordinary shares under the control of the directors Ordinary resolution number 8: General authority to issue shares for cash Ordinary resolution number 9: Specific authority to issue shares pursuant to a reinvestment option Ordinary resolution number 10: Non-binding, advisory vote on the remuneration policy of the company Ordinary resolution number Ordinary resolution number 11: Non-binding, advisory vote on the implementation of the remuneration policy of the company Ordinary resolution number 12: Authorisation of directors SPECIAL RESOLUTIONS Special resolution number 1: Remuneration of non-executive directors Special resolution number 2: Financial assistance to related and inter-related parties in terms of section 44 of the companies Act Special resolution number 3: Financial assistance to related and inter-related parties in terms of section 45 of the companies Act Special resolution number 4: General authority for an acquisition of shares issued by the company	Voted for all resolutions except ordinary resolution no. 6 which we voted against.	All resolutions passed.

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OCEANA GROUP LTD Issuer: OCE	Meeting Date: 15-Feb-2018 Meeting Type: AGM		Voted	Result
Ordinary resolutions 1.1. Ordinary resolution number 1.1: Re-election of NV Simamane as director 1.2. Ordinary resolution number 1.2: Re-election of PG de Beyer as director 1.3. Ordinary resolution number 1.3: Re-election of S Pather as director 2. Ordinary resolution number 2: Re-appointment of Deloitte & Touche as external auditor 3.1. Ordinary resolution number 3.1: Election of ZBM Bassa as audit committee member 3.2. Ordinary resolution number 3.2: Election of PG de Beyer as audit committee member 3.3. Ordinary resolution number 3.3: Election of S Pather as audit committee member 4.1. Non-binding advisory vote 1: Approval of remuneration policy 4.2. Non-binding advisory vote 2: Approval of implementation report 5. Special resolution number 1: Approve and authorise the provision of financial assistance by the Company to related or inter-related companies and others 6. Special resolution number 2: Approve the non-executive directors' remuneration in their capacity as directors only 7. Special resolution number 3: General approval and authorisation for the acquisition of the Company's shares by the Company or its subsidiaries 8. Ordinary resolution number 4: Authorisation of the directors and company secretary contemplated herein			Voted for all resolutions	All resolutions passed.

EXTRACT GROUP LTD Issuer: EXG	Meeting Date: 21-Feb-2018 Meeting Type: AGM		Voted	Result
Ordinary resolutions 1. Confirmation of Mrs CK McClain as non-executive director 2. Re-election of Mrs OM Matloa as non-executive director 3. Re-appointment of external auditors Deloitte & Touche 4. Election of Mrs CK McClain as member of Audit and Risk Committee 5. Re-election of Mrs OM Matloa as member of Audit and Risk Committee 6. Re-election of Mr SA Nkosi as member of Audit and Risk Committee 7. Non-binding approval of remuneration policy 8. Non-binding approval of remuneration implementation report 9. General authority to sign documents			Voted for all resolutions.	All resolutions passed.

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Special business 1. Non-executive directors' fees 2. Non-executive directors' Committee fees 3. General authority to repurchase shares 4. Financial assistance in terms of section 44 of the Companies Act 5. Financial assistance in terms of section 45 of the Companies Act		
NAM ASSET MANAGEMENT Issuer: NAM	Meeting Date: 23-February-2018 Meeting Type: AGM	Voted
Ordinary resolutions 1. To approve the Company's remuneration to non-executive directors for their services as directors in respect of 2018 financial year 2. To appoint, as recommended by the audit and risk committee, KPMG as the Company's registered auditors and to authorize directors to determine the remuneration of the auditors. 3. a) To re-elect, by way of a separate vote, Mr Schalk Walters, who retires by rotation in accordance with the provisions of the Articles of Association, but is eligible and available for re-election. b) To re-elect, by way of a separate vote, Mrs Elize Angula, who retires by rotation in accordance with the provisions of the Company's Articles of Association, but is eligible and available for re-election. c) To re-elect, by way of a separate vote, Mrs Birgit Rossouw, who retires by rotation in accordance with the provisions of the Company's Articles of Association, but is eligible and available for re-election. 4. To elect the Audit and Risk Committee members as recommended by the NAMCODE. The following individuals are recommended for election to the Audit and Risk Committee: a) Mr Schalk Walters (Chairman) b) Mrs Birgit Rossouw c) Mrs Aimee Rhoda 5. Non-binding advisory vote to endorse the Company's remuneration policy. SPECIAL RESOLUTION NUMBER 1 - TO APPROVE AMENDMENT TO THE ARTICLES To approve the alteration of Article 116 of the Articles of Association of the Company in order to align with the 3-year best practice threshold. The effect of Special Resolution 1 will be that the Company be authorised to alter Article 116 of the Articles of Association of the Company.	Voted for all resolutions.	All resolutions passed.

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INVESTEC AUSTRALIA PROPERTY FUND Issuer: IAP	Meeting Date: 06-Mar-2018 Meeting Type: GM		Voted		Result
Special resolution no. 1: Amendment of the Constitution to adopt the AMIT Regime.			Voted for all resolutions.		All resolutions passed.
EMIRA PROPERTY FUND LTD Issuer: EMI	Meeting Date: 09-Mar-2018 Meeting Type: CM		Voted		Result
Special resolution number 1: Approval for the provision by the Company of financial assistance as contemplated in section 44 of the Companies Act. Special resolution number 2.1: Approval in terms of section 45 of the Companies Act of the provision of financial assistance to a related or inter-related company or corporation of the Company. Special resolution number 2.2: Approval in terms of section 45 of the Companies Act of the provision of financial assistance to an executive director of the Company or of a related or inter-related person of such executor director.			Voted for all resolutions.		All resolutions passed.
ECHO POLSKA PROP N.V. Issuer: EPP	Meeting Date: 09-Mar-2018 Meeting Type: EGM		Voted		Result
Ordinary resolutions 2. Delegation of authority to the management board to issue ordinary shares and/or grant rights to subscribe for ordinary shares. 3. Delegation of authority to the management board to restrict and/or exclude pre-emptive rights in respect of an issue of ordinary shares and/or grant rights to subscribe for ordinary shares. 4. Proposal to amend the Company's articles of association and to authorise each member of the management board and each employee of Loyens & Loeff N.V. to execute the deed of amendment.			Voted against all resolutions.		All resolutions passed.
SUN INTERNATIONAL LTD Issuer: SU1	Meeting Date: 23-Mar-2018 Meeting Type: GM		Voted		Result
Resolution number 1. Special resolution 1: Authorisation to issue additional shares under section 41 of the Companies Act. 2. Ordinary resolution 1: Placing the authorised but unissued shares under the control of the Directors. 3. Ordinary resolution 2: Approval of amendments to the rules of the Equity Growth Plan 2005. 4. Ordinary resolution 3: Approval of amendments to the rules of the Bonus Share Matching Plan.			Voted for all resolutions.		All resolutions passed.