Old Mutual Limited

Incorporated in the Republic of South Africa

Registration number: 2017/235138/06

ISIN: ZAE000255360

LEI: 213800MON84ZWWPQCN47

JSE Share Code: OMU NSX Share Code: OMM MSE Share Code: OMU ZSE Share Code: OMU

("Old Mutual" or "the Company")

Ref 22/20 1 June 2020

# RESULTS OF SHAREHOLDER VOTING AT THE ANNUAL GENERAL MEETING ("AGM")

Shareholders are advised that the ordinary and special resolutions proposed in the notice to shareholders dated April 2019, were passed by the requisite majority of votes of shareholders present in person or represented by proxy, with the exception of Ordinary Resolution 6, at the Company's AGM held on Friday, 29 May 2020.

The voting results were as follows:

ORDINARY RESOLUTIONS	TOTAL SHARES VOTED				SHARES ABSTAINED
	FOR (%)	AGAINST (%)	NUMBER	%*	%*
Ordinary Resolution 1: To receive and adopt the consolidated audited annual financial statements for the Company and its subsidiaries for the year ended 31 December 2019	100.00%	0.00%	3,292,412,078	69.92%	0.33%
Ordinary Resolution 2.1: To re-elect Paul Baloyi as a director of the Company	83.43%	16.57%	3,303,996,176	70.17%	0.09%
Ordinary Resolution 2.2: To re-elect Peter de Beyer as a director of the Company	97.96%	2.04%	3,303,307,871	70.16%	0.10%
Ordinary Resolution 2.3: To re-elect Albert Essien as a director of the Company	99.46%	0.54%	3,305,220,725	70.20%	0.06%
Ordinary Resolution 2.4: To re-elect Nosipho Molope as a director of the Company	98.84%	1.16%	3,305,134,551	70.19%	0.06%

Ordinary Resolution 2.5: To re-elect Marshall Rapiya as a director of the	98.70%	1.30%	3,305,424,320	70.20%	0.06%
Company					
Ordinary Resolution 3: Confirmation	98.99%	1.01%	3,304,176,075	70.17%	0.08%
of appointment of Iain Williamson as					
executive director					
Ordinary Resolution 4.1: To elect	66.74%	33.26%	3,303,741,804	70.16%	0.09%
Paul Baloyi as a member of the Audit					
committee					
Ordinary Resolution 4.2: To elect	98.00%	2.00%	3,305,044,921	70.19%	0.06%
Peter de Beyer as a member of the					
Audit committee					
Ordinary Resolution 4.3: To elect	98.62%	1.38%	3,304,914,426	70.19%	0.07%
Itumeleng Kgaboesele as a member					
of the Audit committee					
Ordinary Resolution 4.4: To elect	98.91%	1.09%	3,305,046,654	70.19%	0.06%
John Lister as a member of the Audit					
committee					
Ordinary Resolution 4.5: To elect	99.84%	0.16%	3,304,906,496	70.19%	0.07%
Nosipho Molope as a member of the					
Audit committee					
Ordinary Resolution 5.1: To appoint	97.20%	2.80%	3,304,491,860	70.18%	0.08%
Deloitte & Touche as joint					
independent auditors until the					
conclusion of the next AGM of the					
Company					
Ordinary Resolution 5.2: To appoint	68.92%	31.08%	3,303,833,258	70.17%	0.09%
KPMG Inc. as joint independent					
auditors until the conclusion of the					
next AGM of the Company					
Ordinary Resolution 6: To grant	69.07%	30.93%	3,302,881,620	70.15%	0.05%
general authority to the directors to					
allot and issue ordinary shares for					
cash					
Ordinary Resolution 7.1: Non-	92.29%	7.71%	2,768,756,357	58.80%	11.45%
binding advisory vote on the					
Company's remuneration policy					
Ordinary Resolution 7.2: Non-	73.77%	26.23%	3,296,720,416	70.02%	0.24%
binding advisory vote on the					
Company's remuneration					
implementation report					
Ordinary Resolution 8: To authorise	99.95%	0.05%	3,305,066,834	70.19%	0.06%
any director or the Group Company					
Secretary to implement the ordinary					
resolutions above as well as the					
special resolutions to follow					
Special Resolution 1: To approve the		3.13%	3,302,538,229	70.14%	0.12%
1	96.87% l	3.13/0			
remuneration payable to certain	96.87%	3.13/0	3,302,333,223		
remuneration payable to certain non-executive directors	96.87%	3.13/	3,302,333,223		
non-executive directors					
	96.87%	0.57%	3,303,247,814	70.15%	0.04%

Special Resolution 3: To approve the provision of financial assistance to subsidiaries and other related and inter-related entities and to directors, prescribed officers and other persons participating in share or other employee incentive schemes	98.01%	1.99%	3,304,934,832	70.19%	0.07%
Special Resolution 4: To amend the authorised share capital of the Company and the Company's MOI, and to place unissued preference shares under the control of the directors	98.12%	1.88%	3,302,472,486	70.14%	0.12%

<sup>\*</sup>as a percentage of total number of shares in issue 4,708,553,649 as at 22 May 2020.

With regards to the non-binding advisory resolution, Ordinary Resolution 7.2, being the Remuneration Implementation Report, which received less than the required 75% of votes, Old Mutual will directly engage with shareholders, the timing of which will be advised to shareholders in due course.

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#### **Sponsors**

**Johannesburg Stock Exchange** Merrill Lynch South Africa (Pty) Limited

Namibia PSG Wealth Management (Namibia) (Proprietary) Limited

**Zimbabwe** Imara Capital Zimbabwe plc

Malawi Stockbrokers Malawi Limited

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## **Notes to Editors**

Old Mutual is a premium African financial services Group that offers a broad spectrum of financial solutions to retail and corporate customers across key markets segments in 14 countries. Old Mutual's primary operations are in South Africa and the rest of Africa, and we have a niche business in China. With 175 years of heritage across sub-Saharan Africa, we are a crucial part of the communities we serve and broader society on the continent.

For further information on Old Mutual, and its underlying businesses, please visit the corporate website at **www.oldmutual.com**.