

Invicta Holdings Limited

(Incorporated in the Republic of South Africa)

(Registration number 1966/002182/06)

JSE ordinary Share code: IVT ordinary Share ISIN ZAE000029773

JSE preference Share code: IVTP preference Share ISIN: ZAE000173399

A2X ordinary share code: IVTJ

A2X preference share code: IVTPJ

("Invicta" or the "Company")

RESULTS OF ANNUAL GENERAL MEETING

Shareholders are advised that the voting results for the annual general meeting ("AGM") of Invicta held entirely through electronic communication on Wednesday, 13 September 2023 were as follows:

Resolution	Number of ordinary shares voted	As a percentage of ordinary shares in issue* (%)	For** (%)	Against** (%)	Abstained* (%)
Ordinary Resolution 1: Re-election of Iaan Van Heerden as a director of the Company	81,292,286	81.42%	99.10%	0.90%	0.03%
Ordinary Resolution 2: Re-election of Rashid Wally as a director of the Company	81,292,286	81.42%	100%	0.00%	0.03%
Ordinary Resolution 3: Re-election of Lance Sherrell as a director of the Company	81,292,286	81.42%	98.79%	1.21%	0.03%
Ordinary Resolution 4: Re-election of Mpho Makwana as a director of the Company	81,292,286	81.42%	99.06%	0.94%	0.03%
Ordinary Resolution 5: Election of Rashid Wally as member of the Audit and Risk Committee	81,287,286	81.41%	99.88%	0.12%	0.03%
Ordinary Resolution 6: Election of Frank Davidson as member of the Audit and Risk Committee	81,287,286	81.41%	100%	0.00%	0.03%
Ordinary Resolution 7: Election of Mpho Makwana as member of the Audit and Risk Committee	81,292,286	81.42%	99.56%	0.44%	0.03%
Ordinary Resolution 8: Election of Iaan van Heerden as member of the Audit and Risk Committee	81,287,286	81.41%	99.10%	0.90%	0.03%

Ordinary Resolution 9: Re-appointment of Ernst & Young Inc. as independent auditors for the 2024 financial year	81,287,286	81.41%	98.99%	1.01%	0.03%
Ordinary Resolution 10: Placing the authorised but unissued shares under the control of the directors	81,288,786	81.42%	91.02%	8.98%	0.03%
Ordinary Resolution 11: Authorising the directors to issue shares for cash – limited to 5%	81,288,786	81.42%	91.26%	8.74%	0.03%
Ordinary Resolution 12: Non-binding advisory vote on the Company's Remuneration Policy	81,273,342	81.40%	90.45%	9.55%	0.05%
Ordinary Resolution 13: Non-binding advisory vote on the Company's Remuneration Implementation Report	81,273,786	81.40%	97.51%	2.49%	0.05%
Special Resolution 1.1: Approval of annual retainer fees for chairman of Invicta Board	81,271,786	81.40%	99.69%	0.31%	0.05%
Special Resolution 1.2: Approval of annual retainer fees for chairman of the Invicta Audit and Risk Committee	81,271,786	81.40%	99.69%	0.31%	0.05%
Special Resolution 1.3: Approval of annual retainer fees for chairman of Invicta Remuneration Committee	81,271,786	81.40%	99.69%	0.31%	0.05%
Special Resolution 1.4: Approval of annual retainer fees for chairman of Invicta Investment Committee	81,271,786	81.40%	99.69%	0.31%	0.05%
Special Resolution 1.5: Approval of annual retainer fees for chairman of Invicta Social and Ethics Committee	81,276,786	81.40%	99.68%	0.32%	0.04%
Special Resolution 1.6: Approval of per meeting fee for chairman of Invicta Nomination Committee	81,271,786	81.40%	99.69%	0.31%	0.05%
Special Resolution 1.7: Approval of annual retainer fees for Invicta Board members	81,271,786	81.40%	99.69%	0.31%	0.05%
Special Resolution 1.8:					

Approval of annual retainer fees for Invicta Audit and Risk Committee members	81,271,786	81.40%	99.69%	0.31%	0.05%
Special Resolution 1.9: Approval of annual retainer fees for Invicta Remuneration Committee members	81,271,786	81.40%	99.69%	0.31%	0.05%
Special Resolution 1.10: Approval of annual retainer fees for Invicta Investment Committee members	81,271,786	81.40%	99.69%	0.31%	0.05%
Special Resolution 1.11: Approval of annual retainer fees for member of Invicta Social and Ethics Committee	81,276,786	81.40%	99.68%	0.32%	0.04%
Special Resolution 1.12: Approval of per meeting fee for Invicta Nomination Committee members	81,271,786	81.40%	99.69%	0.31%	0.05%
Special Resolution 1.13: Approval of annual retainer fees for Invicta South Africa Holdings (Pty) Ltd Board members	81,271,786	81.40%	99.69%	0.31%	0.05%
Special Resolution 2: General Authority to repurchase ordinary shares	81,287,286	81.41%	98.87%	1.13%	0.03%
Special Resolution 3: General authority to repurchase preference shares	81,287,286	81.41%	100%	0.00%	0.03%
Special Resolution 4: Approval for the provision of financial assistance in terms of section 44(3)(a)(ii) of the Companies Act	81,287,286	81.41%	98.81%	1.19%	0.03%
Special Resolution 5: Approval for the provision of financial assistance in terms of section 45(3)(a)(ii) of the Companies Act	81,287,286	81.41%	91.74%	8.26%	0.03%

* Based on 99 844 589 shares in issue at the date of the AGM.

** In relation to the total number of shares voted at the AGM.

Based on the above voting results, all resolutions were passed by the requisite majority of Invicta shareholders represented at the AGM.

13 September 2023

Sponsor

Nedbank Corporate and Investment Banking, a division of Nedbank Limited