

**Invicta Holdings Limited**

(Incorporated in the Republic of South Africa)

(Registration number 1966/002182/06)

JSE ordinary Share code: IVT ordinary Share ISIN ZAE000029773

A2X ordinary share code: IVTJ

("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 Thursday, 12 September 2024 were as follows:

<b>Resolution</b>	<b>Number of ordinary shares voted</b>	<b>As a percentage of ordinary shares in issue* (%)</b>	<b>For** (%)</b>	<b>Against** (%)</b>	<b>Abstained* (%)</b>
<b>Ordinary Resolution 1:</b> Re-election of Christo Wiese as a director of the Company	80,070,318	82.68%	97.93%	2.07%	0.00%
<b>Ordinary Resolution 2:</b> Re-election of Frank Davidson as a director of the Company	80,065,318	82.68%	99.99%	0.01%	0.01%
<b>Ordinary Resolution 3:</b> Re-election of Jacob Wiese as a director of the Company	80,065,318	82.68%	97.93%	2.07%	0.01%
<b>Ordinary Resolution 4:</b> Election of Frank Davidson as member of the Audit and Risk Committee (subject to the approval of ordinary resolution number 2)	80,065,318	82.68%	99.99%	0.01%	0.01%
<b>Ordinary Resolution 5:</b> Election of Rashid Wally as member of the Audit and Risk Committee	80,065,318	82.68%	98.91%	1.09%	0.01%
<b>Ordinary Resolution 6:</b> Election of Mpho Makwana as member of the Audit and Risk Committee	80,065,318	82.68%	99.97%	0.03%	0.01%
<b>Ordinary Resolution 7:</b> Election of Iaan van Heerden as member of the Audit and Risk Committee	80,065,318	82.68%	97.93%	2.07%	0.01%

<b>Ordinary Resolution 8:</b> Re-appointment of Ernst & Young Inc. as independent auditors for the 2024 financial year	80,065,318	82.68%	99.99%	0.01%	0.01%
<b>Ordinary Resolution 9:</b> Placing the authorised but unissued shares under the control of the directors	80,065,318	82.68%	84.42%	15.58%	0.01%
<b>Ordinary Resolution 10:</b> Authorising the directors to issue shares for cash – limited to 5%	80,065,318	82.68%	89.92%	10.08%	0.01%
<b>Ordinary Resolution 11:</b> Non-binding advisory vote on the Company's of Remuneration Policy	80,065,318	82.68%	91.26%	8.74%	0.01%
<b>Ordinary Resolution 12:</b> Non-binding advisory vote on the Company's of Remuneration Implementation Report	80,065,318	82.68%	97.77%	2.23%	0.01%
<b>Special Resolution 1.1:</b> Approval of annual retainer fees for Chairperson of Invicta Board	80,065,318	82.68%	99.99%	0.01%	0.01%
<b>Special Resolution 1.2:</b> Approval of annual retainer fees for Chairperson of the Invicta Audit and Risk Committee	80,065,318	82.68%	99.99%	0.01%	0.01%
<b>Special Resolution 1.3:</b> Approval of annual retainer fees for Chairperson of Invicta Remuneration Committee	80,065,318	82.68%	99.99%	0.01%	0.01%
<b>Special Resolution 1.4:</b> Approval of annual retainer fees for Chairperson of Invicta Investment Committee	80,065,318	82.68%	99.99%	0.01%	0.01%
<b>Special Resolution 1.5:</b> Approval of annual retainer fees for Chairperson of Invicta Social and Ethics Committee	80,070,318	82.68%	99.99%	0.01%	0.00%

<b>Special Resolution 1.6:</b> Approval of per meeting fee for Chairperson of Invicta Nomination Committee	80,065,318	82.68%	99.99%	0.01%	0.01%
<b>Special Resolution 1.7:</b> Approval of annual retainer fees for Invicta Board members	80,065,318	82.68%	99.99%	0.01%	0.01%
<b>Special Resolution 1.8:</b> Approval of annual retainer fees for Invicta Audit Committee members	80,065,318	82.68%	99.99%	0.01%	0.01%
<b>Special Resolution 1.9:</b> Approval of annual retainer fees for Invicta Remuneration Committee members	80,065,318	82.68%	99.99%	0.01%	0.01%
<b>Special Resolution 1.10:</b> Approval of annual retainer fees for Invicta Investment Committee members	80,065,318	82.68%	99.99%	0.01%	0.01%
<b>Special Resolution 1.11:</b> Approval of annual retainer fees for member of Invicta Social and Ethics Committee	80,065,318	82.68%	99.99%	0.01%	0.01%
<b>Special Resolution 1.12:</b> Approval of per meeting fee for Invicta Nomination Committee members	80,065,318	82.68%	99.99%	0.01%	0.01%
<b>Special Resolution 1.13:</b> Approval of annual retainer fees for Invicta South Africa Holdings Proprietary Ltd Board members	80,065,318	82.68%	99.99%	0.01%	0.01%
<b>Special Resolution 2:</b> General Authority to repurchase ordinary shares	80,065,318	82.68%	98.93%	1.07%	0.01%
<b>Special Resolution 3:</b> Approval for the provision of financial assistance in terms of section 44(3)(a)(ii) of the Companies Act	80,065,318	82.68%	98.86%	1.14%	0.01%
<b>Special Resolution 4:</b> Approval for the provision of financial assistance in terms of section 45(3)(a)(ii) of the Companies Act	80,065,318	82.68%	92.35%	7.65%	0.01%

\* Based on 96 842 425 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.

12 September 2024

**Sponsor**

Nedbank Corporate and Investment Banking, a division of Nedbank Limited