

**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 of the Company are advised that at the Annual General Meeting ("AGM") of shareholders held today, Thursday, 18 September 2025, all of the resolutions tabled were passed by the requisite majority of votes cast by shareholders represented in person or by proxy, with the exception of special resolution number 5, which was withdrawn.

The voting results of the AGM are 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 Rashid Wally as a director of the Company	73 480 858	82.76	98.43	1.57	0.00
<b>Ordinary Resolution 2:</b> Re-election of Mpho Makwana as a director of the Company	73 480 858	82.76	100.00	0.00	0.00
<b>Ordinary Resolution 3:</b> Re-election of Iaan van Heerden as a director of the Company	73 480 858	82.76	95.93	4.07	0.00
<b>Ordinary Resolution 4:</b> Re-election of Lance Sherrel as a director of the Company	73 480 858	82.76	95.93	4.07	0.00
<b>Ordinary Resolution 5:</b> Election of Mpho Makwana as member of the Audit and Risk Committee (subject to the approval of ordinary resolution number 2)	73 480 858	82.76	100.00	0.00	0.00
<b>Ordinary Resolution 6:</b> Election of Rashid Wally as member of the Audit and Risk Committee (subject to the approval of ordinary resolution number 1)	73 480 858	82.76	96.99	3.01	0.00
<b>Ordinary Resolution 7:</b> Election of Frank Davidson as member of the Audit and Risk Committee	73 480 858	82.76	100.00	0.00	0.00

<b>Ordinary Resolution 8:</b> Election of laan van Heerden as member of the Audit and Risk Committee (subject to the approval of ordinary resolution number 3)	73 480 858	82.76	95.93	4.07	0.00
<b>Ordinary Resolution 9:</b> Election of Mpho Makwana as member of the Social and Ethics Committee (subject to the approval of ordinary resolution number 2)	73 480 858	82.76	100.00	0.00	0.00
<b>Ordinary Resolution 10:</b> Election of Rashid Wally as member of the Social and Ethics Committee (subject to the approval of ordinary resolution number 1)	73 480 858	82.76	98.43	1.57	0.00
<b>Ordinary Resolution 11:</b> Election of Lance Sherrell as a member of the Social and Ethics Committee (subject to the approval of ordinary resolution number 4)	73 480 858	82.76	98.68	1.32	0.00
<b>Ordinary Resolution 12:</b> Election of Steven Joffe as a member of the Social and Ethics Committee	73 480 858	82.76	99.74	0.26	0.00
<b>Ordinary Resolution 13:</b> Re-appointment of Ernst & Young Inc. as independent auditors for the 2026 financial year	73 480 858	82.76	99.74	0.26	0.00
<b>Ordinary Resolution 14:</b> Placing the authorised but unissued shares under the control of the directors	73 480 858	82.76	87.90	12.10	0.00
<b>Ordinary Resolution 15:</b> Authorising the directors to issue shares for cash – limited to 5%	73 480 858	82.76	90.48	9.52	0.00
<b>Ordinary Resolution 16:</b> Non-binding advisory vote on the Company's Remuneration Policy	73 480 858	82.76	95.60	4.40	0.00
<b>Ordinary Resolution 17:</b> Non-binding advisory vote on the Company's Remuneration Implementation Report	73 480 858	82.76	96.89	3.11	0.00
<b>Special Resolution 1.1:</b> Approval of annual retainer fees for Chairperson of Invicta Board	73 480 858	82.76	100.00	0.00	0.00

<b>Special Resolution 1.2:</b> Approval of annual retainer fees for Chairperson of the Invicta Audit and Risk Committee	73 480 858	82.76	100.00	0.00	0.00
<b>Special Resolution 1.3:</b> Approval of annual retainer fees for Chairperson of Invicta Remuneration Committee	73 480 858	82.76	99.80	0.20	0.00
<b>Special Resolution 1.4:</b> Approval of annual retainer fees for Chairperson of Invicta Investment Committee	73 480 858	82.76	99.94	0.06	0.00
<b>Special Resolution 1.5:</b> Approval of annual retainer fees for Chairperson of Invicta Social and Ethics Committee	73 480 858	82.76	99.74	0.26	0.00
<b>Special Resolution 1.6:</b> Approval of per meeting fee for Chairperson of Invicta Nomination Committee	73 480 858	82.76	100.00	0.00	0.00
<b>Special Resolution 1.7:</b> Approval of annual retainer fees for Invicta Board members	73 480 858	82.76	100.00	0.00	0.00
<b>Special Resolution 1.8:</b> Approval of annual retainer fees for Invicta Audit and Risk Committee members	73 480 858	82.76	100.00	0.00	0.00
<b>Special Resolution 1.9:</b> Approval of annual retainer fees for Invicta Remuneration Committee members	73 480 858	82.76	100.00	0.00	0.00
<b>Special Resolution 1.10:</b> Approval of annual retainer fees for Invicta Investment Committee members	73 480 858	82.76	99.74	0.26	0.00
<b>Special Resolution 1.11:</b> Approval of annual retainer fees for member of Invicta Social and Ethics Committee	73 480 858	82.76	99.80	0.20	0.00
<b>Special Resolution 1.12:</b> Approval of per meeting fee for Invicta Nomination Committee members	73 480 858	82.76	100.00	0.00	0.00
<b>Special Resolution 1.13:</b> Approval of annual retainer fees for Invicta South Africa Holdings (Pty) Ltd Board members	73 480 858	82.76	100.00	0.00	0.00

<b>Special Resolution 2:</b> General Authority to repurchase ordinary shares	73 480 858	82.76	98.50	1.50	0.00
<b>Special Resolution 3:</b> Approval for the provision of financial assistance in terms of section 44(3)(a)(ii) of the Companies Act	73 480 858	82.76	100.00	0.00	0.00
<b>Special Resolution 4:</b> Approval for the provision of financial assistance in terms of section 45(3)(a)(ii) of the Companies Act	73 480 858	82.76	98.70	1.30	0.00

\* Based on 88 790 154 shares in issue at the date of the AGM.

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

18 September 2025

**Sponsor**

Nedbank Corporate and Investment Banking, a division of Nedbank Limited