

Cartrack Holdings Limited  
(Incorporated in the Republic of South Africa)  
(Registration number 2005/036316/06)  
JSE share code: CTK  
ISIN: ZAE000198305  
("Cartrack" or the "Company")

## RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 3 JULY 2020 AND A FURTHER CAUTIONARY ANNOUNCEMENT

Shareholders are advised that all the resolutions proposed at the Annual General Meeting ("AGM") of the Company on 3 July 2020 were passed by the requisite majority of shareholder votes.

The resolutions were voted on as follows:

|   |             | % of issued<br>share capital | Number         |                     |
|---|-------------|------------------------------|----------------|---------------------|
| Total number of issued shares that can be voted at the meeting  |             | 100%                         | 300 000 000    |                     |
| Total number of shares present/represented, including proxies, at the meeting as % of voteable shares |             | 90%                          | 269 200 267    |                     |
| Total number of shares present/represented, including proxies, at the meeting as % of issued shares   |             | 90%                          | 269 200 267    |                     |
| Total number of members present in person   |             |                              | 4              |                     |
|   | <b>For</b>  | <b>Against</b>               | <b>Abstain</b> | <b>Shares voted</b> |
| Ordinary resolution no 1  |             |                              |                |                     |
| Re-appointment of Mrs K White as a director of the company  | 269 158 533 | 1 250                        | 40 484         | 269 159 783         |
|   | 100%        | 0.00%                        | 0.01%          | 89.72%              |
| Ordinary resolution no 2  |             |                              |                |                     |
| Re-appointment of external auditor  | 269 031 695 | 126 381                      | 42 191         | 269 158 076         |
|   | 99.95%      | 0.05%                        | 0.01%          | 89.72%              |
| Ordinary resolution no 3.1  |             |                              |                |                     |
| Appointment of Mrs K White as member and chairman of the Audit and Risk Committee                     | 269 158 533 | 1 250                        | 40 484         | 269 159 783         |
|   | 100.00%     | 0.00%                        | 0.01%          | 89.72%              |
| Ordinary resolution no 3.2  |             |                              |                |                     |
| Appointment of Mr DJ Brown as member of the Audit and Risk Committee                                  | 268 371 905 | 791 053                      | 37 309         | 269 162 958         |

|   |             |         |        |             |        |
|---|-------------|---------|--------|-------------|--------|
|   |             | 99.71%  | 0.29%  | 0.01%       | 89.72% |
| Ordinary resolution no 3.3<br>Appointment of Mrs S Rapeti<br>as member of the Audit and<br>Risk Committee | 269 040 752 | 123 206 | 36 309 | 269 163 958 |        |
|   |             | 99.95%  | 0.05%  | 0.01%       | 89.72% |
| Ordinary resolution no 4<br>Signature of documents  | 269 162 708 | 1 250   | 36 309 | 269 163 958 |        |
|   |             | 100.00% | 0.00%  | 0.01%       | 89.72% |
| Ordinary resolution no 5<br>Advisory approval of<br>remuneration policy                                   | 268 274 157 | 888 801 | 37 309 | 269 162 958 |        |
|   |             | 99.67%  | 0.33%  | 0.01%       | 89.72% |
| Ordinary resolution no 6<br>Advisory approval of<br>implementation of<br>remuneration policy              | 268 274 157 | 888 801 | 37 309 | 269 162 958 |        |
|   |             | 99.67%  | 0.33%  | 0.01%       | 89.72% |
| Special resolution no 1.1<br>Approval of remuneration of<br>DJ Brown                                      | 268 490 686 | 669 097 | 40 484 | 269 159 783 |        |
|   |             | 99.75%  | 0.25%  | 0.01%       | 89.72% |
| Special resolution no 1.2<br>Approval of remuneration of K<br>White                                       | 269 158 533 | 1 250   | 40 484 | 269 159 783 |        |
|   |             | 100.00% | 0.00%  | 0.01%       | 89.72% |
| Special resolution no 1.3<br>Approval of remuneration of<br>TA Ikalafeng                                  | 269 158 533 | 1 250   | 40 484 | 269 159 783 |        |
|   |             | 100.00% | 0.00%  | 0.01%       | 89.72% |
| Special resolution no 1.4<br>Approval of remuneration of S<br>Rapeti                                      | 269 158 533 | 1 250   | 40 484 | 269 159 783 |        |
|   |             | 100.00% | 0.00%  | 0.01%       | 89.72% |

|                          |             |           |        |             |
|--------------------------|-------------|-----------|--------|-------------|
| Special resolution no 2  | 266 864 237 | 2 295 546 | 40 484 | 269 159 783 |
| Financial assistance     | 99.15%      | 0.85%     | 0.01%  | 89.72%      |
| Special resolution no 3  |             |           |        |             |
| Repurchase of securities | 268 365 785 | 798 173   | 36 309 | 269 163 958 |
|                          | 99.70%      | 0.30%     | 0.01%  | 89.72%      |

### **Further Cautionary Announcement**

Shareholders are also referred to a further cautionary announcement dated 29 May 2020 in terms of which shareholders were advised that the Company received an expression of interest from a foreign investor, which is proposing a transaction that could ultimately result in the restructure of the Company such that shareholders would hold shares, pursuant to a scheme of arrangement, in a Singapore entity which would hold a primary listing on a major global stock exchange with a secondary listing on the JSE.

The independent sub-committee of the board continues to consider the terms of the proposal and the ongoing discussions. Shareholders should accordingly continue to exercise caution when dealing in their Cartrack securities until a further announcement in this regard is made.

Johannesburg

3 July 2020

Sponsor: The Standard Bank Limited