



ASPEN PHARMACARE HOLDINGS LIMITED
 (Incorporated in the Republic of South Africa)
 Registration number 1985/0002935/06
 Share code: APN
 ISIN: ZAE000066692
 ("Aspen Holdings" or "the Company")

REPORT ON ANNUAL GENERAL MEETING PROCEEDINGS

Shareholders are advised that, at the Annual General Meeting (AGM) of members held on Monday, 8 December 2014, all ordinary and special resolutions as proposed in the Notice of Annual General Meeting were approved by the requisite majority of members. A total of 350 289 729 or 76.76% of issued shares (456 348 537) were voted at this AGM (including abstentions) and the further voting statistics from this AGM are confirmed to be as follows:

1 Ordinary resolution number 1: Presentation and adoption of Annual Financial Statements

For	Against	Abstain	Shares voted
349 887 847	0	401 882	349 887 847
100.00000%	0.00000%	0.08806%	100.00000%

2 Ordinary resolution number 2a: Re-election of Rafique Bagus retiring by rotation and available for re-election

For	Against	Abstain	Shares voted
348 310 442	1 560 508	418 779	349 870 950
99.55398%	0.44602%	0.09177%	100.00000%

3 Ordinary resolution number 2b: Re-election of John Buchanan retiring by rotation and available for re-election

For	Against	Abstain	Shares voted
348 299 891	1 571 059	418 779	349 870 950
99.55096%	0.44904%	0.09177%	100.00000%

4 Ordinary resolution number 2c: Re-election of Judy Dlamini retiring by rotation and available for re-election

For	Against	Abstain	Shares voted
345 800 652	4 070 298	418 779	349 870 350
98.83663%	1.16337%	0.09177%	100.00000%

5 Ordinary resolution number 2d: Re-election of Abbas Hussain retiring by rotation and available for re-election

For	Against	Abstain	Shares voted
348 010 794	1 860 156	418 779	349 870 950
99.46833%	0.53167%	0.09177%	100.000%

6 Ordinary resolution number 2e: Re-election of Maureen Manyama-Matome retiring by rotation and available for re-election

For	Against	Abstain	Shares voted
349 583 798	287 152	418 779	349 870 950
99.91793%	0.08207%	0.09177%	100.00000%

7 Ordinary resolution number 3: Re-appointment of PricewaterhouseCoopers as independent external auditors

For	Against	Abstain	Shares voted
349 870 950	0	418 779	349 870 950
100.00000%	0.00000%	0.09177%	100.00000%

8 Ordinary resolution number 4a: Election of Roy Andersen as a member of the Audit & Risk Committee

For	Against	Abstain	Shares voted
349 149 195	721 755	418 779	349 870 950
99.79371%	0.20629%	0.09177%	100.00000%

9 Ordinary resolution number 4b: Election of John Buchanan as a member of the Audit & Risk Committee

For	Against	Abstain	Shares voted
299 845 311	49 088 642	1 355 776	348 933 953
85.93182%	14.06818%	0.29709%	100.00000%

10 Ordinary resolution number 4c: Election of Maureen Manyama-Matome as a member of the Audit & Risk Committee

For	Against	Abstain	Shares voted
349 120 385	750 565	418 779	349 870 950
99.78547%	0.21453%	0.09177%	100.00000%

11 Ordinary resolution number 4d: Election of Sindi Zilwa as a member of the Audit & Risk Committee

For	Against	Abstain	Shares voted
338 612 863	10 321 090	1 355 776	348 933 953
97.04211%	2.95789%	0.29709%	100.00000%

12 Ordinary resolution number 5: Unissued shares placed under the control of directors

For	Against	Abstain	Shares voted
332 593 256	17 495 235	201 238	350 088 491
95.00262%	4.99738%	0.04410%	100.00000%

13 Ordinary resolution number 6: General but restricted authority for the directors to issue shares for cash

For	Against	Abstain	Shares voted
323 785 230	25 664 176	840 323	349 449 406
92.65582%	7.34418%	0.18414%	100.00000%

14 Ordinary resolution number 7: Endorsement of the remuneration policy by way of a non-binding advisory vote

For	Against	Abstain	Shares voted
342 585 435	7 149 060	555 234	349 734 495
97.95586%	2.04414%	0.12167%	100.00000%

15 Ordinary resolution number 8: Authorisation of an executive director to sign necessary documents to implement ordinary and special resolutions

For	Against	Abstain	Shares voted
350 089 650	0	200 079	350 089 650
100.00000%	0.00000%	0.04384%	100.00000%

16 Special resolution number 1: Remuneration of non-executive directors

For	Against	Abstain	Shares voted
349 870 950	0	418 779	349 870 950
100.00000%	0.00000%	0.09177%	100.00000%

17 Special resolution number 2: Financial assistance to related or inter-related company

For	Against	Abstain	Shares voted
335 012 550	15 077 611	199 568	350 090 161
95.69322%	4.30678%	0.04373%	100.00000%

18 Special resolution number 3: General authority to repurchase shares

For	Against	Abstain	Shares voted
337 181 292	12 659 491	448 946	349 840 783
96.38136%	3.61864%	0.09838%	100.00000%

Durban
10 December 2014

Sponsor
Investec Bank Limited