



**EFFICIENT GROUP LIMITED**

(Incorporated in the Republic of South Africa)

(Registration Number: 2006/036947/06)

JSE share code: EFG ISIN: ZAE000151841

("EFG" or the "Company")

**RESULTS OF ANNUAL GENERAL MEETING**

Shareholders are advised that at the annual general meeting of shareholders held on Thursday, 28 January 2016 (in terms of the notice of annual general meeting dispatched to shareholders on 27 November 2015), all of the resolutions tabled thereat (other than ordinary resolution number 9, authorising the Company to issue shares for cash and special resolution number 1, authorising the Company to repurchase shares, both of which did not receive the requisite majority of votes required to pass the resolutions and ordinary resolution number 7 which was withdrawn at the meeting as Thys du Preez is not considered independent in terms of King III and as a result should not be a member of the Audit and Risk committee), were passed by the requisite majority of EFG shareholders.

Details of the results of voting at the annual general meeting are as follows:

- total number of EFG shares that could have been voted at the annual general meeting: 90 592 973; and
- total number of EFG shares that were present/represented at the annual general meeting: 85 701 579 being 94.60% of the total number of EFG shares that could have been voted at the annual general meeting.

Ordinary resolution 1: Re-election of Joe Rosen as non-executive director

Shares voted*	For	Against	Abstentions^
85 701 379, being 100%	85 701 379, being 100%	-	200, being 0.00022%

Ordinary resolution 2: Re-election of Abrie Du Preez as non-executive director

Shares voted*	For	Against	Abstentions^
85 701 379, being 100%	85 701 379, being 100%	-	200, being 0.00022%

Ordinary resolution 3: Re-appointment of KPMG Inc. as external auditors

Shares voted*	For	Against	Abstentions^
85 701 379, being 100%	85 701 379, being 100%	-	-

Ordinary resolution 4: Re-appointment of Joe Rosen as member of the Audit and Risk committee

Shares voted*	For	Against	Abstentions^
85 701 379, being 100%	85 701 379, being 100%	-	200, being 0.00022%

Ordinary resolution 5: Re-appointment of Lynette Taylor as member of the Audit and Risk committee

<b>Shares voted*</b>	<b>For</b>	<b>Against</b>	<b>Abstentions^</b>
85 701 379, being 100%	85 701 379, being 100%	-	200, being 0.00022%

Ordinary resolution 6: Re-appointment of Zee Cele as member of the Audit and Risk committee

<b>Shares voted*</b>	<b>For</b>	<b>Against</b>	<b>Abstentions^</b>
85 701 379, being 100%	85 701 379, being 100%	-	200, being 0.00022%

Ordinary resolution 7: Appointment of Thys du Preez as member of the Audit and Risk committee

<b>Withdrawn</b>
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Ordinary resolution 8: Placement of unissued shares under the directors' control

<b>Shares voted*</b>	<b>For</b>	<b>Against</b>	<b>Abstentions^</b>
85 701 579, being 100%	52 794 566, being 61.60%	32 907 013, being 38.40%	-

Ordinary resolution 9: General authority to issue shares for cash

<b>Shares voted*</b>	<b>For</b>	<b>Against</b>	<b>Abstentions^</b>
85 449 579, being 100%	32 655 013, being 61.78%	32 655 013, being 38.22%	-

Special resolution 1: General authority to repurchase shares

<b>Shares voted*</b>	<b>For</b>	<b>Against</b>	<b>Abstentions^</b>
85 449 379, being 100%	52 794 366, being 61.78%	32 655 013, being 38.22%	200, being 0.00022%

Special resolution 2: Approval of non-executive directors' fees

<b>Shares voted*</b>	<b>For</b>	<b>Against</b>	<b>Abstentions^</b>
85 701 379, being 100%	85 701 379, being 100%	-	200, being 0.00022%

Special resolution 3: General authority to provide financial assistance in terms of the Companies Act, 71 of 2008

Shares voted*	For	Against	Abstentions^
85 701 379, being 100%	85 701 379, being 100%	-	-

Non-binding advisory endorsement on the Company's remuneration policy

Shares voted*	For	Against	Abstentions^
85 701 379, being 100%	85 701 379, being 100%	-	200, being 0.00022%

Ordinary resolution 10: Authority for directors or company secretary to implement resolutions

Shares voted*	For	Against	Abstentions^
85 701 379, being 100%	85 581 379, being 99.86%	120 000, being 0.14%	200, being 0.00022%

\* shares excluding abstentions

^ in relation to total shares in issue

28 January 2016

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Sponsor

JAVACAPITAL