

Ascendis Health Limited
(Registration number 2008/005856/06)
(Incorporated in the Republic of South Africa)
Share code: ASC
ISIN: ZAE000185005
("Ascendis Health" or "the Company")



RESULTS OF THE ANNUAL GENERAL MEETING

1. Introduction

Shareholders of Ascendis Health are advised that the Annual General Meeting of shareholders was held today, 1 December 2020 ("AGM").

Shareholders are further advised that all the ordinary and special resolutions tabled thereat were passed by the requisite number of votes.

2. Results of the AGM

The results of the AGM are set out below:

Resolutions	Shares voted		Votes For	Votes Against	Abstained
	Number	% (1)	% (2)	% (2)	% (1)
Ordinary resolution number 1: Adoption of annual financial statements	251 275 403	51.34	100.00	0.00	0.21
Ordinary resolution number 2: Re-appointment of auditors	251 275 403	51.34	83.06	16.94	0.21
Ordinary resolution number 3.1: Re-election of Johannes George Sebulela as an independent non-executive director	189 425 783	38.70	98.66	1.34	12.84
Ordinary resolution number 3.2: Re-election of Andrew Brian Marshall as an independent non-executive director	189 425 783	38.70	98.69	1.31	12.84
Ordinary resolution number 4.1: Appointment of Sango Siviwe Ntsaluba as an independent non-executive director	189 421 055	38.70	98.68	1.32	12.84
Ordinary resolution number 4.2: Appointment of Cheryl-Jane Kujenga as an executive director	189 427 883	38.70	99.99	0.01	12.84
Ordinary resolution number 5.1: Appointment of Sango Siviwe Ntsaluba as the chairman of the Audit and Risk Committee (subject to the passing of Ordinary resolution 4.1)	189 427 883	38.70	98.68	1.32	12.84
Ordinary resolution number 5.2: Appointment of Bharti Harie as a member of the Audit and Risk Committee	189 427 883	38.70	99.99	0.01	12.84

Ordinary resolution number 5.3: Appointment of Dr Noluyolo Yoza Jekwa as a member of the Audit and Risk Committee	251 114 546	51.30	66.98	33.02	0.24
Ordinary resolution number 5.4: Appointment of Johannes George Sebulela as a member of the Audit and Risk Committee	189 427 883	38.70	98.69	1.31	12.84
Special resolution number 1: Approval of non-executive directors' remuneration	189 584 562	38.73	84.71	15.29	12.81
Special resolution number 2: Approval of financial assistance in terms of section 45 of the Act	189 587 562	38.73	98.52	1.48	12.81
Ordinary resolution number 6: Endorsement of Ascendis Health Remuneration Policy	251 266 005	51.33	62.24	37.76	0.21
Ordinary resolution number 7: Endorsement of Ascendis Health Remuneration Implementation Report	189 585 342	38.73	92.40	7.60	12.81
Ordinary resolution number 8: General authority to sign all documents	251 274 575	51.34	99.93	0.07	0.21

Notes:

1. As a percentage of 489 469 959 total ordinary shares in issue as at the meeting record date, being Friday, 20 November 2020.
2. As a percentage of shares voted per resolution at the AGM.

3. Engagement with the dissenting shareholders

Shareholders at the AGM voted against the Company's Remuneration Policy by more than 25% of the votes exercised. The Company will therefore engage with the dissenting shareholders to better understand the reasons why they voted against the non-binding advisory endorsement relating to the Company's Remuneration Policy, and to enable the Human Capital Committee to consider these concerns on behalf of the board of the Company.

Accordingly, the dissenting shareholders that voted against the non-binding advisory endorsement relating to the Company's Remuneration Policy and who would prefer to engage further with the Company, are requested to contact the Company Secretary, Mpeo Nkuna via email at mpeo.nkuna@ascendishealth.com by close of business on 18 December 2020, setting out any reason for voting against the non-binding advisory endorsement relating to the Company's Remuneration Policy, and indicating whether such shareholder would be interested in participating in further engagement.

Bryanston
1 December 2020

Sponsor



Questco Corporate Advisory (Pty) Ltd