

Tiso Blackstar Group SE

(Incorporated in England and Wales)

(Company number SE 110)

(registered as an external company with limited liability in the Republic of South Africa under registration number 2011/008274/10)

LSE Ticker: TBGR

JSE Share code: TBG

ISIN: GB00BF37LF46

("Tiso Blackstar" or the "Company")

RESULTS OF ANNUAL GENERAL MEETING ("AGM") AND UPDATE ON THE ACQUISITION OF FIRST IMPRESSION LABELS PROPRIETARY LIMITED ("FIL")

1. Results of AGM

The board of Tiso Blackstar (the "**Board**") is pleased to announce that at the AGM held on 3 December 2018, at Berkeley Square House, Berkeley Square, Mayfair, London W1J 6BD, all resolutions put to the AGM were passed by the requisite majority of shareholders and resolution 11, as set out in the Notice of the AGM, was withdrawn prior to the AGM.

The total number of Tiso Blackstar issued shares, and shares eligible to vote, at the AGM is 275,753,092 ("**Total Shares**").

Details of the results of voting at the AGM are as follows:

Resolutions	Shares voted	Shares voted "For"	Shares voted "Against"	Shares abstained
Ordinary resolution 1: To receive and consider the auditor's report, the strategic report, the directors' report and the accounts for the financial year ended 30 June 2018	226,378,875 (82.09%)	100.00%	0.00%	0.00%
Ordinary resolution 2: To approve the Directors' Remuneration Report for the financial year ended 30 June 2018	226,378,875 (82.09%)	81.06%	18.94%	0.00%
Ordinary resolution 3: To re-elect John Broadhurst Mills as a non-executive director	226,378,875 (82.09%)	82.47%	17.53%	0.00%
Ordinary resolution 4: To re-elect Harish Kantilal Mehta as a non-executive director	226,378,875 (82.09%)	82.47%	17.53%	0.00%
Ordinary resolution 5: To re-appoint Deloitte LLP and Deloitte & Touche (for JSE purposes) as the auditors of the Company	226,378,875 (82.09%)	98.96%	1.04%	0.00%
Ordinary resolution 6: To authorise the Audit Committee to determine the remuneration of the auditors	226,378,875 (82.09%)	100.00%	0.00%	0.00%

Resolutions	Shares voted	Shares voted "For"	Shares voted "Against"	Shares abstained
Ordinary resolution 7: To authorise the Company and all companies that are subsidiaries of the Company to make political donations or incur political expenditure up to £90,000 in aggregate (in compliance with the UK Companies Act 2006)	226,378,875 (82.09%)	70.23%	29.77%	0.00%
Ordinary resolution 8: To give the Board power to allot shares in the Company and to grant rights to subscribe for or to convert any security into shares in the Company, up to a nominal amount of €20,695,349 being one-tenth of the existing issued share capital	226,378,875 (82.09%)	69.79%	30.21%	0.00%
Ordinary resolution 9: To endorse, by way of a non-binding advisory vote, the Company's remuneration policy	226,377,858 (82.09%)	67.02%*	32.98%	0.00%
Ordinary resolution 10: To endorse by way of a non-binding advisory vote, the Company's remuneration implementation report	226,378.875 (82.09%)	69.86%*	30.14%	0.00%
Special resolution 12: To authorise the Company to make market purchases of its Ordinary Shares, to a maximum number of 27,230,723 Ordinary Shares	226,378,875 (82.09%)	98.96%	1.04%	0.00%

Notes:

- Percentages of shares voted are calculated in relation to the Total Shares.
- Percentage of shares voted "For" and "Against" are calculated in relation to the total number of shares voted in respect of each resolution.
- Shares abstained are calculated as a percentage in relation to the Total Shares.

*As a result of more than 25% of the votes cast against ordinary resolutions 9 and 10, in accordance with paragraph 3.84(k) of the JSE Limited Listings Requirements, Tiso Blackstar invites shareholders who voted against ordinary resolutions 9 and 10 to engage with the Company regarding their views on the Company's remuneration policy and implementation report. Shareholders may forward their concerns / questions via email at leanna@tisoblackstar.com by close of business on 17 December 2018.

2. Update on acquisition

Shareholders are referred to the announcement published on the Stock Exchange News Service (SENS) on Thursday, 16 November 2018 regarding the acquisition of a 100% interest in FIL (the "Announcement"). For clarification purposes, the Board would like to confirm that:

- the sales agreement was signed on Thursday, 16 November 2018;
- the stated profit attributable to the net assets of FIL for the year ended 28 February 2018, as per its audited annual financial statements, was the profit after taxation; and
- the conditions precedent as detailed in the Announcement are still to be fulfilled.

London
3 December 2018

For further information, please contact:

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