

## Volaris Offer: All resolutions passed at Adapt IT's general meeting

**Johannesburg, 30 June 2021.** All resolutions set out in Adapt IT's notice of General Meeting with regards to the Volaris cash offer of R7.00 per Adapt IT Share have been approved by the requisite number of Shareholders.

The number of Adapt IT Shares represented at the meeting was 95 834 979 constituting 69.82 % of the total issued shares of Adapt IT.

The Resolutions proposed at the meeting, together with the percentage of votes exercised for and against each Resolution, as well as the percentage of abstentions are set out below:

Resolution	% of votes carried for the resolution	% of votes against the resolution	% of votes abstained
<b>Special Resolution Number 1:</b> Approval of the Scheme in terms of sections 114 and 115 of the Companies Act by Adapt IT Shareholders	87.44	12.56	0.30
<b>Special Resolution Number 2:</b> Revocation of Special Resolution Number 1 if any Scheme Condition fails or the Scheme otherwise lapses or fails	91.62	8.38	0.38
<b>Special Resolution Number 3:</b> Approval for the payment of fees to the members of the Independent Board	92.76	7.24	0.30
<b>Ordinary Resolution Number 1:</b> Delisting of Adapt IT Shares from the Main Board of the JSE following the implementation of the Scheme, if required	87.37	12.63	0.26
<b>Ordinary Resolution Number 2:</b> Delisting of Adapt IT Shares from the Main Board of the JSE following the implementation of the Standby Offer, if required	87.37	12.63	0.26
<b>Ordinary Resolution Number 3:</b> Authority to implement the other Resolutions passed at the General Meeting	91.53	8.47	0.26



The implementation of the Scheme remains subject to the fulfilment or waiver of certain Scheme Conditions set out in the Joint Circular.

The Scheme Condition requiring the approval of the Scheme by the Financial Surveillance Department of the South African Reserve Bank has been fulfilled.

Shareholders are entitled to make the Continuation Election and remain invested in Adapt IT or sell their shares by choosing the Exit Election. Any shareholders that do not make a valid Continuation Election will be deemed to have made the Exit Election. One of the conditions to the implementation of the Scheme is more than 50% of Adapt IT Shareholders opting for, or being deemed to have opted for, the Exit Election. This will be assessed continually as Shareholders make their choice.

An announcement will be made after the fulfilment or waiver of all the conditions or any non-fulfilment which causes the Scheme to lapse.

– ENDS –

#### About Adapt IT

Adapt IT is a provider of leading specialised software and digitally-led business solutions that assist clients across the targeted industries to [Achieve more](#) by improving their Customer Experience, Core Business Operations, Business Administration, Enterprise Resource Planning and Public Service Delivery. Adapt IT is a Level 1 B-BBEE contributor.

For more information, visit: [www.adaptit.com](http://www.adaptit.com)

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