

**Cognition Holdings Limited**  
(formerly FoneWorx Holdings Limited)  
Incorporated in the Republic of South Africa  
(Registration number 1997/010640/06)  
Share code: CGN ISIN: ZAE000197042  
("Cognition" or "the Company" or "the Group")

**RESULTS OF ANNUAL GENERAL MEETING**

Shareholders are advised that, at the annual general meeting of Cognition held today, all the resolutions as set out in the notice of annual general meeting, except for "Ordinary resolution number 2: Control of authorised but unissued ordinary shares" which was withdrawn at the annual general meeting, were passed by the requisite majority of shareholders.

The number of shares voted in person or by proxy was 96 956 588, representing 70% of the total issued share capital of the same class of Cognition shares.

The resolutions proposed at the meeting, together with the percentage of shares abstained, as well as the percentage of votes carried for and against each resolution, are set out below:

<b>Resolution</b>	<b>% of votes carried for the resolution</b>	<b>% of votes against the resolution</b>	<b>% of shares abstained</b>
To receive, consider and adopt the annual financial statements of the Company and Group for the financial year ended 30 June 2018	99.98	0.02	0.02
To re-elect Roger Pitt to the Board of Cognition	99.98	0.02	0.02
To re-elect Ashvin Mancha to the Board of Cognition	99.98	0.02	0.02
To re-elect Paul Jenkins to the Board of Cognition	84.28	15.72	0.02
To re-appoint Roger Pitt as a member and chairman of the Company's Audit and Risk Committee	99.98	0.02	0.02
To re-appoint Gaurang Mooney as a member of the Company's Audit and Risk Committee	99.98	0.02	0.02
To re-appoint Ashvin Mancha as a member of the Company's Audit and Risk Committee	99.98	0.02	0.02
To confirm the re-appointment of Grant Thornton Johannesburg Partnership as auditors of the Company together with Mr Jacques Barradas for the ensuing financial year	99.98	0.02	0.02
<b>Ordinary resolution number 1.1:</b> Endorsement of the Company's remuneration policy	99.98	0.02	0.02
<b>Ordinary resolution number 1.2:</b> Endorsement of the Company's implementation report	99.98	0.02	0.02
<b>Ordinary resolution number 3:</b> Approval to issue ordinary shares, and to sell treasury shares, for cash	99.98	0.02	0.02
<b>Special resolution number 1:</b> General approval to acquire shares	99.98	0.02	0.02

<b>Special resolution number 2:</b> Financial assistance for subscription of securities	99.98	0.02	0.02
<b>Special resolution number 3:</b> Loans or other financial assistance to directors	99.98	0.02	0.02
<b>Special resolution number 4:</b> Approval of non-executive Director's remuneration	99.98	0.02	0.02
<b>Ordinary resolution number 4:</b> Signature of documents	99.98	0.02	0.02

Johannesburg  
22 November 2018

**Sponsor**  
Merchantec Capital