

Steinhoff International Holdings N.V.

(Incorporated in the Netherlands)

(Registration number: 63570173)

Share Code: **SNH**

ISIN: **NL0011375019**

RESULTS OF THE ANNUAL GENERAL MEETING

Shareholders are hereby advised that at the annual general meeting of Steinhoff International Holdings N.V. ("Steinhoff" or "the Company") held at 13:00pm CET on 20 April 2018, at the Sheraton Amsterdam Airport Hotel and Conference Center, Schiphol Boulevard 101, 1118 BG Schiphol, Municipality of Haarlemmermeer, The Netherlands ("the AGM"), all of the resolutions proposed in the notice of meeting made available to shareholders on the Company's website on 9 March 2018 were passed by the requisite majority of votes cast by the Steinhoff shareholders present or represented at the AGM. The detailed voting results of the AGM are set out below:

	Number of votes for resolution (%) *	Number of votes against resolution (%) *	Number of shares voted at the AGM	Number of shares voted at the AGM as a percentage (%) of shares in issue as at Record Date **	Number of votes abstained
Agenda Item 4.2: Proposal for appointment of Mr. Philip Dieperink as a member of the Management Board	1,767,900,556 (81.80%)	393,215,317 (18.20%)	2,167,955,745	50.30	6,839,872
Agenda Item 4.3: Proposal for appointment of Mr. Theodore de Klerk as a member of the Management Board	1,684,711,497 (80.07%)	419,373,424 (19.93%)	2,167,955,735	50.30	63,870,814
Agenda Item 4.4: Proposal for appointment of Mr. Alexandre Nodale as a member of the Management Board	1,776,544,545 (82.24%)	383,630,500 (17.76%)	2,167,955,945	50.30	7,780,900
Agenda Item 4.5: Proposal for appointment of Mr. Louis du Preez as a member of the Management Board	2,053,766,387 (97.57%)	51,223,434 (2.43%)	2,167,955,745	50.30	62,965,924

Agenda Item 5.2: Proposal for appointment of Ms. Khanyisile Kweyama as a member of the Supervisory Board	2,139,218,556 (99.03%)	20,944,667 (0.97%)	2,167,955,535	50.30	7,792,312
Agenda Item 5.3: Proposal for appointment of Ms. Moira Moses a member of the Supervisory Board	2,139,327,809 (99.04%)	20,823,602 (0.96%)	2,167,955,535	50.30	7,804,124
Agenda Item 5.4: Proposal for appointment of Dr. Hugo Nelson as a member of the Supervisory Board	2,089,450,600 (96.73%)	70,611,706 (3.27%)	2,167,855,735	50.30	7,793,429
Agenda Item 5.5: Proposal for appointment of Mr. Peter Wakkie as a member of the Supervisory Board	2,089,129,726 (96.71%)	71,014,691 (3.29%)	2,167,955,545	50.30	7,811,128
Agenda Item 5.6: Proposal for appointment of Prof. Alexandra Watson as a member of the Supervisory Board	2,139,388,817 (99.04%)	20,761,089 (0.96%)	2,167,955,535	50.30	7,805,629
Agenda Item 5.7: Proposal for appointment of Dr. Stefanus Booysen as a member of the Supervisory Board	1,228,934,264 (56.87%)	932,171,360 (43.13%)	2,167,954,545	50.30	6,848,921
Agenda Item 5.8: Proposal for appointment of Ms. Angela Krüger-Steinhoff as a member of the Supervisory Board	1,279,755,910 (59.31%)	877,824,778 (40.69%)	2,167,955,545	50.30	10,374,857
Agenda Item 5.9: Proposal for appointment of Ms. Heather Sonn as a member of the Supervisory Board	1,728,749,590 (80.09%)	429,641,750 (19.91%)	2,165,378,999	50.24	6,987,659
Agenda Item 5.10: Proposal for appointment of Dr. Johan van Zyl as a member of the Supervisory Board ***	Not voted on	Not voted on	Not voted on	Not voted on	Not voted on

Agenda Item 6: Proposal to establish remuneration of Supervisory Board members	1,695,931,736 (79.34%)	441,604,503 (20.66%)	2,169,214,760	50.33	31,678,521
Agenda Item 7: Appointment of Deloitte Accountants B.V. External Auditor for the 2018 financial year	1,563,318,756 (72.82%)	583,442,570 (27.18%)	2,169,214,760	50.33	22,453,434

The shares represented at the meeting were 2,169,215,161, which is equivalent to 50.33% of our issued share capital.

Note 1* -- In relation to the total number of shares voted at the AGM. Only the 'for' and 'against' votes are counted and together add up to 100%. A 'vote abstained' is not considered to be a vote.

Note 2** -- Including shares held by number of Steinhoff entities in aggregate of 88,275,134 shares

Note 3*** -- Resolution 5.10 has not been proposed to the meeting, given Dr. Van Zyl's withdrawal from reappointment.

The Supervisory Board welcomes the new members and looks forward to their valuable contributions. Furthermore, following the outcome of the AGM, the Supervisory Board confirms the status of Ms. Heather Sonn as Independent Chairperson of the Supervisory Board.

JSE Sponsor: PSG Capital

Amsterdam
20 April 2018