Shareholder spread

at 28 February 2023

	2023			
	Number of share-holders	**% of total share-holdings**	**Number of shares**	**% of issued capital**
1 – 10 000	6 742	93.87	4 218 853	4.21
10 001 – 50 000	234	3.26	5 480 959	5.47
50 001 – 100 000	60	0.84	4 276 366	4.27
100 001 – 1 000 000	127	1.77	37 391 025	37.32
Over 1 000 000	19	0.26	48 835 081	48.73
Total	7 182	100.00	100 202 284	100.00
Distribution of shareholders				
Individuals	6 118	85.18	9 754 087	9.73
Insurance companies	6	0.08	1 761 238	1.76
Investment trusts	246	3.43	7 664 100	7.65
Other companies and corporate bodies	812	11.31	81 022 859	80.86
Total	7 182	100.00	100 202 284	100.00
Shareholder Type				
Non-public shareholders	31	0.43	18 906 928	18.87
Directors and associates (Direct)	11	0.15	5 420 918	5.41
Directors and associates (Indirect)	20	0.28	13 486 010	13.46
Public shareholders	7 151	99.57	81 295 356	81.13
Beneficial holders >10% (GEPF)	5	0.07	10 875 863	10.85
Other public shareholders	7 146	99.50	70 419 493	70.28
Total	7 182	100.00	100 202 284	100.00
Fund managers greater than 5% of the issued shares				
Coronation Fund Managers	–	–	29 062 734	29.00
Public Investment Corporation	–	–	6 319 187	6.31
Visio Capital Management	–	–	8 392 716	8.38
Total	–	–	43 774 637	43.69
Direct and indirect beneficial shareholders greater than 5% of the issued shares (excluding directors)				
Coronation Fund Managers	–	–	15 187 247	15.16
Government Employees Pension Fund	–	–	10 875 863	10.85
Panis Trust	–	–	6 828 955	6.82
Total	–	–	32 892 065	32.83
Total number of shareholdings	7 182	–	–	–
Total number of shares in issue	–	–	100 202 284	–

Directors' CVs

Norman Joseph Adami (68)
Independent non-executive director

Date of appointment:
24 February 2015

Qualifications:
B.Bus Science (Hons), MBA

Committees

– Member of the Nominations Committee
– Member of the Investment Committee

Norman had an extensive career with SABMiller which commenced at SAB Pty Limited in 1979. He was appointed Managing Director of SAB in 1994 and Chairman in 2000. In 2003, became President and CEO of the newly acquired Miller Brewing Company. In 2006, he was appointed President and CEO of SABMiller Americas. In this position, he was responsible for Miller Brewing Company and SABMiller's South and Central American business units. In October 2008, he again took on the role of Managing Director and Chairman of SAB Limited. He retired from SABMiller on 31 October 2014.

Norman is a partner in Stud Game Breeders, one of the pre-eminent groups leading the emergence of SA's game breeding industry, which has made great strides in revitalising threatened animal species and creating sustainable employment in many rural areas.

Areas of expertise

General management, risk, strategy, marketing, operational management, mergers and acquisitions

Directorship in other listed entities

Coca-Cola Bottling Africa – Board member.

Santie Botha (58)
Independent non-executive Chairman

Date of appointment:
1 June 2012

Qualifications:
BEcon (Hons)

Committees

– Chairman of the Nominations Committee
– Member of the Remuneration Committee
– Member of the Investment Committee
– Attends the Audit and Risk Committee meetings by invitation

Santie served as an executive director of the MTN Group (2003 to 2010), and before that, she served as an executive director of Absa Bank (1996 to 2003). She served as Chancellor of Nelson Mandela University from 2011 until 2017. Santie has received various awards, including Business Woman of the Year (2010).

Areas of expertise

Governance, marketing, strategy, remuneration, consumer insight and stakeholder relationships

Directorship in other listed entities

– Curro Holdings – Independent Chairman.
– Capitec Bank Holdings – Independent Chairman.
– Capitec Bank Limited – Independent Chairman.
– Capitec Life Limited – Independent Chairman.

Christopher Hardy Boulle (51)
Independent non-executive director

Date of appointment:
Appointed to the Board as an alternate non-executive director in December 2011 and as a non-executive director on 27 February 2014

Qualifications:
BCom, LLB, LLM

Committees

- Chairman of the Audit and Risk Committee
- Chairman of the Remuneration Committee
- Member of the Social and Ethics Committee

Chris is a commercial, corporate finance, tax and trust attorney. His expertise includes cross-border transactions, mergers and acquisitions, Black economic empowerment transactions and advising on local and international stock exchange listings. His experience as a non-executive director of listed companies spans over two decades.

Areas of expertise

Law, governance, strategy, risk and corporate finance

Other directorships

- Advtech – Chairman and non-executive director.

Deon Jeftha Fredericks (62)
Group Financial Director

Date of appointment:
Appointed to the Board on 1 August 2018, appointed as Group Financial Director on 1 December 2021

Qualifications:
BCompt (Hons), Business Management (Hons), CA(SA), CIMA

Committees

- Attends the Investment, Remuneration, Audit and Risk and Social and Ethics Committee meetings by invitation.

Deon has more than 30 years of experience working in blue-chip organisations. He joined Telkom in 1993 as a senior manager in internal audit and has held several executive positions in the finance department. He was appointed Deputy Chief Financial Officer in 2011 and Chief Financial Officer of Telkom SA in 2013 and resigned on 1 July 2018. He was appointed as Chief Investment Officer at Telkom shortly afterwards. He served as South African Airways' interim Chief Financial Officer for two years.

Deon has previously held various other directorships, including Telkom, Vodacom, BCX, Trudon, Gyro Group and the Telkom Retirement Fund.

Areas of expertise

General and operational management, strategy, mergers and acquisitions, treasury, risk and finance

Nicolaos (Nik) Halamandaris (48)
Non-executive director

Date of appointment:
9 November 2017

Committees

- Member of the Social and Ethics Committee
- Attends the Audit and Risk Committee and Investment Committee meetings by invitation

Nik has extensive experience in the food services industry, having been a franchise partner of many of the Group's mainstream brands over the past two decades until 2010. He is currently an executive director of several non-listed property development and construction companies, primarily responsible for strategy and new business development.

Areas of expertise

General management, strategy, franchise management, food services and property management

Alexander (Alex) Komape Maditse (60)
Independent non-executive director

Date of appointment:
1 August 2019

Qualifications:
BProc, LLB, LLM, LLM, Dip Company Law

Committees

- Chairman of the Social and Ethics Committee
- Member of the Nomination Committee

Alex is an admitted attorney and is the CEO of Copper Moon Trading Pty Limited. He serves as a director on several boards and committees of listed companies. He has previously held the positions of Country Manager of Coca-Cola East and Central Africa and Franchise Operations Director of Coca-Cola SA.

Areas of expertise

Law, governance, strategy, franchising, management and operations

Directorship in other listed entities

- African Rainbow Minerals Limited – lead independent director, member of the Board, Audit, Remuneration, and Social and Ethics Committees, Chairman of the Investment Committee and Remuneration Committee.
- The Bidvest Group Limited – member of the Board, Remuneration, and Social and Ethics Committees.
- Murray & Roberts – member of the Board, Remuneration, and Social and Ethics Committees.

John Lee Halamandres (69)
Non-executive director

Date of appointment:
9 November 1994

Committees

- Attends the Investment Committee meetings by invitation

With experience in all aspects of Famous Brands' business, John retired from executive management in March 2001. A founding member of the Company, he served as Managing Director from November 1994 until March 1997. He assumed the CEO role until he was appointed non-executive Deputy Chairman in March 2001, a position he held until May 2010.

Areas of expertise

General management, franchise management, governance and strategy

Darren Paul Hele (51)
Chief Executive Officer

Date of appointment:
1 June 2012

Qualifications:
BCom

Committees

- Member of the Social and Ethics Committee
- Attends all Committee meetings by invitation and attends various subsidiary and associate company Board meetings as a director

Darren began his career at Pleasure Foods Limited while studying for and completing a BCom. After participating in the management buy-out of Pleasure Foods in 1996, he held executive roles at Whistle Stop and Wimpy before joining Famous Brands in 2003. He served as Managing Director of Wimpy in SA and later in the UK.

Darren was appointed Chief Operating Officer for the Franchising division in May 2011 and, in January 2013, assumed the position of Chief Operating Officer of the Group. In March 2014, Darren assumed the role of CEO: Food Services and was appointed CEO of the Group in March 2016.

Areas of expertise

General management, franchise management, marketing, strategy and stakeholder relationships

Busiswe Mathe (42)
Independent non-executive director

Date of appointment:
20 October 2021

Qualifications:
BCom (Higher Diploma in Accountancy), CA(SA)

Committees

- Member of the Audit and Risk Committee
- Member of the Social and Ethics Committee

Busisiwe is a seasoned business leader with a rich background in internal audit, external audit, digital transformation, cyber security and data privacy. She has worked across multiple industries and sectors, both locally and globally. She has previously held the position of Africa Cyber Security & Data Privacy leader for PricewaterhouseCoopers. She also served as the Chairperson of their South African Governing Board, a member of their Africa Governance Board and Chairperson of their Human Capital Sub-Committee.

Busisiwe was recognised as an Emerging Business Leader by the African Woman Chartered Accountants in 2019.

Areas of expertise

Governance, risk management, technology, cyber security, data privacy, stakeholder management

Thabo Mosololi (53)
Independent non-executive director

Date of appointment:
1 February 2023

Qualifications:
BCom (Hons), MAP, EDP, CA(SA)

Committees

- Member of the Audit and Risk Committee

Thabo has held several leadership positions at organisations, most notably Tsogo Sun and Sun International, and Audit Committee and Board memberships at Edcon Holdings, Telkom Limited and MC Mining Ltd. He is the Managing Director of Mala Mala Game Reserve company.

Areas of expertise

Governance, risk management, financial management, audit, stakeholder engagement

Directorship in other listed entities

- Truworths Limited – independent non-executive director.
- Pan-African Resources Limited – independent non-executive director.

Fagmeedah Peterson-Cook (47)
Independent non-executive director

Date of appointment:
23 July 2021

Qualifications:
Post Graduate Diploma in Management Practice, Post Graduate Diploma in Global Business Strategy, Bachelor of Business Science in Actuarial Science
Fellow of the Institute and Faculty of Actuaries
Certificate in Climate Change and Sustainability

Committees

- Chairman of the Investment Committee
- Member of the Audit and Risk Committee
- Member of the Remuneration Committee

Fagmeedah currently serves as a non-executive director for a diverse range of companies, where she applies her strategic thinking and well-developed understanding of risk. She is a CD(SA) Charter holder, a certified director, and an experienced investment professional. She has held C-suite roles in the public and private sectors. Fagmeedah's professional career as an actuary spans 24 years.

Areas of expertise

General management, actuarial science, risk management, strategy, investments, governance

Directorship in other listed entities

- ABSA Financial Services Group – Board member, member of the Group Audit, Risk and Compliance Committee and member of the Actuarial Committee.
- Pepkor – Board member, Chairman of the Social and Ethics Committee and Chairman of the Audit Committee.
- Escap – Board member, member of the Audit Committee, Risk Committee, Social and Ethics Committee and Nominations Committee.
- 3SixtyLife – Curator
- Africa Re – Board member

Glossary

AGM	Annual General Meeting
AME	Africa, Middle East and Europe
AARTO	Administrative Adjudication of Road Traffic Offences
B-BBEE	Broad-based black economic empowerment
Capex	Capital expenditure
CEO	Chief Executive Officer
CRM	Customer relationship management
CSI	Corporate social investment
EBITDA	Earnings before interest, tax, depreciation and amortisation
ESG	Environmental, social and governance
Exco	Executive Committee
HR	Human Resources
HEPS	Headline earnings per share
IT	Information technology
KPI	Key performance indicator
LPG	Liquefied petroleum gas
LTI	Long-term incentive
NOSA	National Occupational Safety Association of SA
ROCE	Return on capital employed
POPIA	Protection of Personal Information Act
ROI	Return on investment
STI	Short-term incentive
TSR	Total shareholder return
TCC	Total cost to company
UN SDG	United Nations Sustainable Development Goal
UK	United Kingdom
WACC	Weighted average cost of capital

Shareholders' diary

Financial year-end	28 February 2023
AGM	20 July 2023
Reports	
Announcement of annual financial results for the year ended 28 February 2023	22 May 2023
Publication of the IAR for the year ended 28 February 2023	21 June 2023
Announcement of interim results for the half-year ended 31 August 2023	24 October 2023

Administration

Famous Brands Limited

Incorporated in the Republic of South Africa
Registration number: 1969/004875/06
JSE and A2X share code: FBR
ISIN code: ZAE000053328

Directors

Norman Adami, Santie Botha (Independent Chairman), Chris Boulle, Deon Fredericks (Group Financial Director)*, Nik Halamandaris, John Halamandres, Darren Hele (CEO)*, Alex Maditse, Busisiwe Mathe, Fagmeedah Petersen-Cook, Thabo Mosololi.

* Executive

Group Company Secretary

Celeste Appollis

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Transfer secretaries

Computershare Investor Services Pty Limited
Registration number: 2004/003647/07
Rosebank Towers, 15 Biermann Avenue, Rosebank, 2196
Private Bag X9000, Saxonwold, 2132

Sponsor

The Standard Bank of South Africa Limited
Registration number: 1969/017128/06
30 Baker Street, Rosebank, 2196

Auditors

KPMG
Registration number: 1999/012876/07
85 Empire Rd, Parktown, Johannesburg, 2193