

## Special resolutions for the year ended 30 June 2006

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During the period under review the following special resolutions by the company and its subsidiaries in South Africa were approved and registered with the Registrar of Companies:

1. Steinhoff International Holdings Limited (1998/003951/06)

- 1.1 The amendment to the articles of association by the inclusion of Article 50.9, stating: "50.9 Save for Article 60.7, any director older than 71 years of age, shall retire from office annually at every general meeting" and further that Article 60.7 be amended, in that the retirement age of directors being 71 years of age be changed to 76 years of age.
- 1.2 Increasing the share capital of the company.
- 1.3 The amendment to the articles of association by the inclusion of the terms and conditions of the non-cumulative, non-redeemable, non-participating preference shares.
- 1.4 Authorising the repurchase of the company's shares.

These resolutions were approved, and registered on 7 December 2005.

2. Steinhoff Investment Holdings Limited (1954/001893/06)

Amending the articles of association by the inclusion of Article 50.9, stating that, "50.9 Save for Article 60.7, any director older than 71 years of age, shall retire from office annually at every general meeting" and further that Article 60.7 be amended, in that the retirement age of directors being 71 years of age be changed to 76 years of age. This resolution was approved, and registered on 26 October 2005.