

Finbond Group Limited
(Incorporated in the Republic of South Africa)
(Registration number: 2001/015761/06)
Share code: FGL ISIN: ZAE000138095
('Finbond' or 'the Company')

RESULTS OF ANNUAL GENERAL MEETING

Shareholders are hereby advised that at the annual general meeting of shareholders of the company held on Friday, 29 July 2022, all the proposed ordinary and special resolutions, as set out in the notice of annual general meeting contained in the integrated report for the year ended 28 February 2022, were passed by the requisite majority of shareholders present and voting, in person or by proxy, except for special resolutions 3 and 4.

Details of the results of voting at the annual general meeting are as follows:

- Total number of issued ordinary shares: 908,243,450
- Total number of issued ordinary shares net of treasury shares ("Total Votable Ordinary Shares"): 839,124,742
- Total number of issued ordinary shares which were present/represented at the annual general meeting: 588,480,553 being 66.56% of the Total Votable

Ordinary Shares

Ordinary Resolutions

Resolution to approve the audited annual financial statements

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
558 399 342, being 100%	6 245, being 0%	74 966, being 0.01%	558 405 587, being 66.55%

Ordinary resolution number 1: Control over unissued share capital

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
312 419 439, being 55.95%	245 995 726, being 44.05%	65 388, being 0.01%	558 415 165, being 66.55%

Ordinary resolution number 2: General authority to issue shares for cash*

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
558 401 341, being 100%	13 824, being 0%	65 388, being 0.01%	558 415 165, being 66.55%

Ordinary resolution number 3: Re-election of Adv N Melville to the board of directors

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
558 399 342, being 100%	13 824, being 0%	67 387, being 0.01%	558 413 166, being 66.55%

Ordinary resolution number 4: Re-election of Dr M Motlatla to the board of directors

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
312 421 438, being 55.95%	245 993 727, being 44.05%	65 388, being 0.01%	558 415 165, being 66.55%

Ordinary resolution number 5: Re-election of Ms H Wilken-Jonker to the board of directors

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
312 419 439, being 55.95%	245 993 727, being 44.05%	67 387, being 0.01%	558 413 166, being 66.55%

Ordinary resolution number 6: Re-election of Mr DC Pentz to the board of directors

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
312 419 439, being 55.95%	245 993 727, being 44.05%	67 387, being 0.01%	558 413 166, being 66.55%

Ordinary resolution number 7: Election of Mr S Riskowitz to the board of directors in the capacity of independent non-executive director

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
312 419 439, being 55.95%	245 993 727, being 44.05%	67 387, being 0.01%	558 413 166, being 66.55%

Ordinary resolution number 8: Re-election of Mr P Naudé to the board of directors

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
558 399 342, being 100%	13 824, being 0%	67 387, being 0.01%	558 413 166, being 66.55%

Ordinary resolution number 9: Election of Mr T Moodley to the board of directors in the capacity of alternate independent non-executive director

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
312 419 439, being 55.95%	245 993 727, being 44.05%	67 387, being 0.01%	558 413 166, being 66.55%

Ordinary resolution number 10: Re-election of Mr DC Pentz to the audit committee

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
312 421 438, being 55.95%	245 993 727, being 44.05%	65 388, being 0.01%	558 415 165, being 66.55%

Ordinary resolution 11: Re-election of Adv N Melville to the audit committee

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
558 399 342, being 100%	13 824, being 0%	67 387, being 0.01%	558 413 166, being 66.55%

Ordinary resolution 12: Re-election of Mr P Naudé to the audit committee

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
558 399 342, being 100%	13 824, being 0%	67 387, being 0.01%	558 413 166, being 66.55%

Ordinary resolution 13: Appointment of external auditors

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
558 399 342, being 100%	13 824, being 0%	67 387, being 0.01%	558 413 166, being 66.55%

Special resolutions

Special resolution 1: Non-executive remuneration

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
558 393 175, being 100%	12 065, being 0%	75 313, being 0.01%	558 405 240, being 66.55%

Special resolution 2: Remuneration policy

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
558 393 175, being 100%	12 065, being 0%	75 313, being 0.01%	558 405 240, being 66.55%

Special resolution 3: Remuneration implementation report

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
312 415 618, being 55.95%	245 991 968, being 44.05%	72 967, being 0.01%	558 407 586, being 66.55%

Special resolution 4: Ratification of the inter-group loans

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
312 413 619, being 55.95%	245 986 148, being 44.05%	80 786, being 0.01%	558 399 767, being 66.55%

Special resolution 5: General authority to repurchase shares

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
558 395 521, being 100%	13 824, being 0%	71 208, being 0.01%	558 409 345, being 66.55%

Notes:

(1) The votes carried for and against each individual resolution are disclosed as a percentage in relation to the total number of ordinary shares voted (whether in person or by proxy) in respect of such individual resolution at the annual general meeting.

(2) The total number of ordinary shares abstained in respect of each individual resolution (whether in person or by proxy) is disclosed as a percentage in relation to the Total Votable Ordinary Shares.

(3) The total number of ordinary shares voted (whether in person or by proxy) at the annual general meeting in respect of each individual resolution is disclosed as a percentage in relation to the Total Votable Ordinary Shares.

The relevant special resolutions will be lodged with the Companies and Intellectual Property Commission in due course.

Pretoria

29 July 2022

Sponsor: Grindrod Bank Limited