

CAPITEC BANK HOLDINGS LIMITED
 Incorporated in the Republic of South Africa
 Registration number: 1999/025903/06
 JSE share code: CPI- ISIN: ZAE000035861
 JSE preference share code: CPI- ISIN: ZAE000083838
 "Capitec" or "the Company"



RESULTS OF THE ANNUAL GENERAL MEETING OF CAPITEC HELD ON 25 MAY 2018

Shareholders are hereby advised that the annual general meeting of the Company was held on Friday, 25 May 2018 at 14:30 at Molenvliet Wine & Guest Estate, Old Banhoek Road, Helshoogte Pass, Stellenbosch ("**AGM**"). All resolutions proposed in the notice of the AGM were approved by the requisite number of votes.

Details of the results of the voting at the AGM are as follows:

Resolutions proposed at the AGM	Votes for resolution as a percentage of total number of shares voted at AGM	Votes against resolution as a percentage of total number of shares voted at AGM	Number of shares voted at AGM	Number of shares voted at AGM as a percentage of shares in issue	Number of shares abstained as a percentage of shares in issue
Ordinary resolution number 1: Re-election of Mr MS du P le Roux as a non-executive Director	88.31%	11.69%	98,797,604	85.45%	0.14%
Ordinary resolution number 2: Re-election of Mr CA Otto as a non-executive Director	85.79%	14.21%	98,797,464	85.44%	0.14%
Ordinary resolution number 3: Re-election of Mr JP Verster as an independent non-executive Director	99.70%	0.30%	98,781,210	85.43%	0.14%
Ordinary resolution number 4: Re-appointment of PricewaterhouseCoopers Inc. as auditors	94.87%	5.13%	98,472,082	85.16%	0.43%

Ordinary resolution number 5: Approval to issue (i) Loss Absorbent Convertible Capital Securities and (ii) Ordinary Shares upon a relevant "trigger event"	97.73%	2.27%	98,802,994	85.45%	0.14%
Ordinary resolution number 6: Authority to issue Ordinary Shares for cash by way of a general authority	97.81%	2.19%	98,515,039	85.20%	0.37%
Ordinary resolution number 7: Endorsement of remuneration policy	94.91%	5.09%	98,821,146	85.47%	0.14%
Ordinary resolution number 8: Endorsement of implementation of remuneration policy	95.33%	4.67%	98,822,646	85.47%	0.14%
Special resolution number 1: Approval of the Directors' remuneration for the financial year ending on 28 February 2019	99.75%	0.25%	98,799,695	85.45%	0.16%
Special resolution number 2: General approval for the Company and any subsidiary company to purchase Ordinary Shares issued by the Company	99.32%	0.68%	98,510,272	85.20%	0.36%
Special resolution number 3: General approval for the Company and any subsidiary company to purchase Existing Preference Shares issued by the Company	99.96%	0.04%	98,537,305	84.31%	0.37%
Special resolution number 4:	99.53%	0.47%	98,580,540	84.35%	0.34%

Authority for the Board to purchase Existing Preference Shares from Directors/Prescribed officers and/or any of their associates on the terms set out in special resolution 3					
Special resolution number 5: Authority for the Board to authorise the Company to provide financial assistance to related companies and corporations	99.94%	0.06%	98,688,178	85.35%	0.14%
Special resolution number 6: Authority for the Board to authorise the Company to provide financial assistance for the acquisition of Ordinary Shares in respect of a Restricted Share Plan for senior managers	99.34%	0.66%	97,849,281	84.62%	0.18%

Stellenbosch
28 May 2018

Sponsor
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