

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

RESULTS OF THE ANNUAL GENERAL MEETING

Shareholders are hereby advised that at the annual general meeting of the Company held entirely by electronic means at 2.30 pm on Friday, 29 May 2020 ("AGM"), all of the resolutions were passed by the requisite majority of the Company's shareholders.

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	98.40%	1.60%	96,820,809	83.74%	0.31%
Ordinary resolution number 2: Re-election of Mr K Makwane as an independent non-executive Director	99.54%	0.46%	97,106,497	83.98%	0.06%
Ordinary resolution number 3: Re-election of Mr CA Otto as a non-executive Director	86.64%	13.36%	96,821,391	83.74%	0.30%

Ordinary resolution number 4: Election of Ms SL Botha as an independent non-executive Director	95.43%	4.57%	95,998,358	83.02%	1.02%
Ordinary resolution number 5: Election of Ms TE Mashilwane as an independent non-executive Director	99.92%	0.08%	97,098,375	83.98%	0.07%
Ordinary resolution number 6: Re-appointment of PricewaterhouseCoopers Inc. as auditor	90.10%	9.90%	97,096,323	83.97%	0.07%
Ordinary resolution number 7: Appointment of Deloitte & Touche as joint auditor, subject to the approval of the Prudential Authority	99.23%	0.77%	97,092,385	83.97%	0.08%

Ordinary resolution number 8: Approval to issue (i) the relevant Loss Absorbent Capital Securities and (ii) Ordinary Shares upon the occurrence of a Trigger Event in respect of the relevant Loss Absorbent Capital Securities	98.41%	1.59%	97,035,465	83.92%	0.12%
Ordinary resolution number 9: General authority to issue Ordinary Shares for cash	97.87%	2.13%	97,054,684	83.94%	0.11%
Ordinary resolution number 10: Non-binding endorsement of remuneration policy	89.84%	10.16%	97,025,600	83.91%	0.13%
Ordinary resolution number 11: Non-binding endorsement of implementation report on the remuneration policy	90.07%	9.93%	96,945,601	83.84%	0.13%

Special resolution number 1: Approval of the Directors' remuneration for the financial year ending on 28 February 2021	99.52%	0.48%	96,646,655	83.58%	0.25%
Special resolution number 2: General approval for the Company and any subsidiary company to purchase Ordinary Shares issued by the Company	98.27%	1.73%	96,971,645	83.87%	0.11%
Special resolution number 3: Authority for the Board to authorise the Company to provide financial assistance to related companies and corporations	99.89%	0.11%	97,016,276	83.90%	0.07%

Special resolution number 4: 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	99.58%	0.42%	97,016,661	83.90%	0.07%
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Note:

Total number of shares in issue as at the date of the AGM was 115 626 991.

Stellenbosch
1 June 2020

Sponsor
PSG Capital