

Capitec Bank Holdings Limited  
Registration number 1999/025903/06  
Incorporated in the Republic of South Africa  
Registered bank controlling company  
Ordinary Share Code: CPI ISIN Number: ZAE000035861  
Preference Share Code: CPIP ISIN Number: ZAE000083838  
("Capitec")

Capitec Bank Limited  
Registration No. 1980/003695/06  
Incorporated in the Republic of South Africa  
Registered bank  
Company code: BICAP  
Stock Code: CBL26  
ISIN Code: ZAG000136128  
Stock Code: CBL28  
ISIN Code: ZAG000151333  
Stock Code: CBL29  
ISIN Code: ZAG000158874  
("Capitec Bank" or "the bank")

CHANGES TO THE LEAD INDEPENDENT DIRECTOR AND THE BOARD COMMITTEES OF CAPITEC AND CAPITEC BANK ("THE COMPANIES")

In accordance with paragraphs 3.59 and 6.39 of the JSE Limited Listings and Debt Listings Requirements, shareholders and noteholders are advised of the following changes to the lead independent director and the board committees of the companies.

Effective 1 March 2021, Mr JD (Jock) McKenzie (lead independent director and chairman of the risk and capital management committee) will have served 9 years on the boards of the companies and will no longer be deemed to be independent.

Mr V (Vusi) Mahlangu has therefore been appointed as lead independent director as from the 1<sup>st</sup> of March 2021.

Changes to board committees effective 1 March 2021:

**RISK AND CAPITAL MANAGEMENT COMMITTEE**

Mr SA (Stan) du Plessis has been appointed as the chairman of the risk and capital management committee. Following his appointment, the risk and capital management committee comprises the following members: Stan du Plessis (chairman), AP (André) du Plessis, Vusi Mahlangu, Jock McKenzie, PJ (Piet) Mouton, CA (Chris) Otto and JP (Jean Pierre) Verster. Jock remains a member of the committee until his retirement on 28 May 2021.

**AUDIT COMMITTEE**

Stan du Plessis will replace Jock McKenzie as a member of the audit committee. Following his appointment, the audit committee comprises the following members: Jean Pierre Verster (chairman), Stan du Plessis, TE (Emma) Mashilwane, and CH (Cora) Fernandez.

**HUMAN RESOURCES AND REMUNERATION COMMITTEE**

Vusi Mahlangu will replace Jock McKenzie as a member of the human resources and remuneration committee when Jock retires from the boards of the companies on 28 May 2021. Following his appointment, the human resources and remuneration committee will comprise the following members: DP (Danie) Meintjes (chairman), SL (Santie) Botha, Vusi Mahlangu and Chris Otto.

22 February 2021  
Stellenbosch  
Sponsor: PSG Capital