

NEDBANK LIMITED
(Incorporated in the Republic of South Africa)
Registration number: 1951/000009/06
JSE alpha code: BINBK
("Nedbank")

NWF007 AND NWF008 - VOTING RESULTS IN RESPECT OF REQUEST FOR WRITTEN CONSENT OF NOTEHOLDERS

Any capitalised terms not defined in this announcement shall have the meanings ascribed to them in the section of the Nedbank Limited ZAR30,000,000,000 Structured Note Programme dated 8 February 2019 "Terms and Conditions".

Noteholders are referred to the notice of request for written consent released on SENS on Wednesday, 26 April 2023 (the "**Consent Request**"), in which the extraordinary written resolutions were proposed to extend the Expiration Date of each instrument (with instrument codes NWF007 and NWF008) for a period of 3.5 (three and a half) years from 26 May 2023 to 26 November 2026, including (without limitation) consequential changes to the Initial Index Level and the Cash Settlement Amount (the "**Amendments**"), as set out below:

1. Extraordinary Written Resolution: NWF007

THAT the Noteholder or the authorised representative of the relevant Noteholder by its signature, hereby consents/does not consent to the Amendments incorporated in the attached Amended Applicable Pricing Supplement relating to the relevant Tranche having stock code number NWF007 (and consents/does not consent, in addition, to the amended Applicable Terms and Conditions of the relevant Tranche).

2. Extraordinary Written Resolution: NWF008

THAT the Noteholder or the authorised representative of the relevant Noteholder by its signature, hereby consents/does not consent to the Amendments incorporated in the attached Amended Applicable Pricing Supplement relating to the relevant Tranche having stock code number NWF008 (and consents/does not consent, in addition, to the amended Applicable Terms and Conditions of the relevant Tranche).

In this regard, Nedbank confirms that the voting results from the Consent Request in relation to the total nominal amount of those classes of debt securities that were affected by the amendments are as follows:

Bond code	Number of debt securities voted	Percentage of debt securities voted (%)	Votes for the resolution* (%)	Votes against the resolution* (%)	Votes abstained* (%)
NWF007	27 482	55.3	91.2	0	8.8
NWF008	128 468	79.1	96.9	0	3.1

*Calculated excluding the Noteholders that will be exiting NWF007 and NWF008 on Friday, 26 May 2023.

Following the above voting results, the requisite majority was obtained to give effect to the Amendments.

26 May 2023

Debt Sponsor

Nedbank Corporate and Investment Banking, a division of Nedbank Limited