

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, 27 October 2023, 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 2023, 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: 883,243,450
- Total number of issued ordinary shares net of treasury shares ("Total Votable Ordinary Shares"): 794,124,742
- Total number of issued ordinary shares which were present/represented at the annual general meeting: 515,353,964 being 64.90% 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)
515 052 835, being 100%	0, being 0%	301 129, being 0.04%	515 052 835, being 64.86%

##### Ordinary Resolution number 1: Control over unissued share capital

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
294 490 477, being 57.18%	220 562 358, being 42.82%	301 129, being 0.04%	515 052 835, being 64.86%

##### Ordinary Resolution number 2: General authority to issue shares for cash

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
515 011 489, being 99.99%	39 000, being 0.01%	303 275, being 0.04%	515 050 489, being 64.86%

##### Ordinary Resolution number 3: Re-election of Adv N Melville to the Board of Directors

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
515 013 835, being 99.99%	46 579, being 0.01%	293 550, being 0.04%	515 060 414, being 64.86%

Ordinary Resolution number 4: Re-election of Dr M Motlatla to the Board of Directors

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
294 490 477, being 57.18%	220 569 937, being 42.82%	293 550, being 0.04%	515 060 414, being 64.86%

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)
515 013 835, being 99.99%	46 579, being 0.01%	293 550, being 0.04%	515 060 414, being 64.86%

Ordinary Resolution number 6: Re-election of Mr DC Pentz to the Board of Directors

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
515 013 835, being 99.99%	46 579, being 0.01%	293 550, being 0.04%	515 060 414, being 64.86%

Ordinary Resolution number 7: Re-election of Mr S Riskowitz to the Board of Directors

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
294 490 477, being 57.18%	220 569 937, being 42.82%	293 550, being 0.04%	515 060 414, being 64.86%

Ordinary Resolution number 8: Re-election of Mr P Naudé to the Board of Directors

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
515 013 835, being 99.99%	46 579, being 0.01%	293 550, being 0.04%	515 060 414, being 64.86%

Ordinary Resolution number 9: Re-election of Mr T Moodley to the Board of Directors

This resolution was withdrawn due to Mr Moodley resigning from the Board of Directors on 20 July 2023.

Ordinary Resolution number 10: Re-election of Mr DC Pentz to the Audit Committee

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
294 490 477, being 57.18%	220 569 937, being 42.82%	293 550, being 0.04%	515 060 414, being 64.86%

Ordinary Resolution number 11: Re-election of Adv N Melville to the Audit Committee

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
515 013 835, being 99.99%	46 579, being 0.01%	293 550, being 0.04%	515 060 414, being 64.86%

Ordinary Resolution number 12: Re-election of Mr P Naudé to the Audit Committee

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
515 013 835, being 99.99%	46 579, being 0.01%	293 550, being 0.04%	515 060 414, being 64.86%

Ordinary Resolution number 13: Appointment of External Auditors

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
515 052 835, being 100%	0, being 0%	301 129, being 0.01%	515 052 835, being 64.86%

Special Resolutions

Special Resolution number 1: Non-executive remuneration

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
515 013 835, being 99.99%	46 579, being 0.01%	293 550, being 0.04%	515 060 414, being 64.86%

Special Resolution number 2: Remuneration policy

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
515 021 414, being 99.99%	39 000, being 0.01%	293 550, being 0.04%	515 060 414, being 64.86%

Special Resolution number 3: Remuneration implementation report

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
294 490 477, being 57.18%	220 569 937, being 42.82%	293 550, being 0.04%	515 060 414, being 64.86%

Special Resolution number 4: Ratification of the inter-group loans

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
294 488 131, being 57.18%	220 562 358, being 42.82%	303 475, being 0.01%	515 050 489, being 64.86%

Special Resolution number 5: General authority to repurchase shares

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
515 052 835, being 100%	0, being 0%	301 129, being 0.01%	515 052 835, being 64.86%

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.

As a result of Special Resolution 3 (being a non-binding advisory vote) not being passed by the requisite majority of 75%, the Company will engage directly with the dissenting shareholders to ascertain the reasons for the dissenting votes by 30 November 2023. The Company will further engage with relevant external professionals on a contract basis in order to address the reasons for the dissenting votes.

Management will take the necessary steps to address legitimate and reasonable objections and concerns.

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

Pretoria

27 October 2023

Sponsor: Grindrod Bank Limited