

NEDBANK GROUP LIMITED
(Incorporated in the Republic of South Africa)
Registration number: 1966/010630/06
JSE share code: NED
NSX share code: NBK
A2X share code: NED
ISIN: ZAE000004875
JSE alpha code: NEDI
("Nedbank Group" or "the Group" or the "company")

RESULTS OF ANNUAL GENERAL MEETING

Shareholders are advised that the voting results for the annual general meeting ("AGM") of Nedbank Group, held as a hybrid meeting on Friday, 31 May 2024 were as follows:

Resolution	Number of ordinary shares voted	Percentage of ordinary shares in issue* %	For** %	Against** %	Abstained*** %
Ordinary Resolution 1.1: Election of Mr J Quinn	372 593 894	76.33%	100.00%	0.00%	0.41%
Ordinary Resolution 1.2: Election of Dr TM Nombembe, who was appointed as a director of the company after the last AGM of shareholders	372 591 182	76.33%	99.99%	0.01%	0.41%
Ordinary Resolution 2.1: Re-election of Mr BA Dames, who is retiring by rotation, as a director	372 483 610	76.31%	96.50%	3.50%	0.42%
Ordinary Resolution 2.2: Re-election of Mrs NP Dongwana, who is retiring by rotation, as a director	372 518 612	76.32%	99.99%	0.01%	0.42%
Ordinary Resolution 2.3: Re-election of Mr MC Nkuhlu, who is retiring by rotation, as a director	372 562 247	76.33%	99.99%	0.01%	0.41%
Ordinary Resolution 3.1: Reappointment of Ernst & Young as external auditor	374 456 403	76.72%	99.71%	0.29%	0.03%
Ordinary Resolution 3.2: Appointment of KPMG Inc as external auditor	374 431 033	76.71%	99.88%	0.12%	0.03%
Ordinary Resolution 4.1: Election of Mr S Subramoney as a member of the Nedbank Group Audit Committee	373 487 997	76.52%	98.97%	1.03%	0.22%
Ordinary Resolution 4.2: Election of Mr HR Brody as a member of the Nedbank Group Audit Committee	373 488 028	76.52%	97.97%	2.03%	0.22%
Ordinary Resolution 4.3: Election of Mrs NP Dongwana as a member of the Nedbank Group Audit Committee	373 488 017	76.52%	99.99%	0.01%	0.22%

Ordinary Resolution 4.4: Election of Mr EM Kruger as a member of the Nedbank Group Audit Committee	373 475 354	76.52%	99.19%	0.81%	0.23%
Ordinary Resolution 4.5: Election of Ms P Langeni as a member of the Nedbank Group Audit Committee	373 471 190	76.51%	89.96%	10.04%	0.29%
Ordinary Resolution 4.6: Election of Dr TM Nombembe as a member of the Nedbank Group Audit Committee	373 504 090	76.52%	99.98%	0.02%	0.22%
Ordinary Resolution 5: Placing the authorised but unissued ordinary shares under the control of the directors	374 430 272	76.71%	97.64%	2.36%	0.02%
Ordinary Resolution 6: Placing the authorised but unissued cumulative redeemable, non-participating, preference shares under the control of the directors	374 290 612	76.68%	97.05%	2.95%	0.05%
Advisory Endorsement 7.1: Advisory endorsement on a non-binding basis of the Nedbank Group Remuneration Policy	372 544 867	76.32%	90.61%	9.39%	0.42%
Advisory Endorsement 7.2: Advisory endorsement on a non-binding basis of the Nedbank Group Remuneration Implementation Report	372 054 462	76.22%	92.78%	7.22%	0.51%
Special Resolution 1.1: Remuneration of the non-executive directors: Group Chairperson (all-inclusive fee)	373 436 281	76.51%	99.67%	0.33%	0.23%
Special Resolution 1.2: Remuneration of the non-executive directors: Lead Independent Director (additional 40%)	373 421 787	76.50%	99.30%	0.70%	0.24%
Special Resolution 1.3: Remuneration of the non-executive directors: Nedbank Group board member	373 431 849	76.51%	99.32%	0.68%	0.23%
Special Resolution 1.4: Committee members' fees: Nedbank Group Audit Committee	373 428 282	76.51%	99.96%	0.04%	0.24%
Special Resolution 1.5: Committee members' fees: Nedbank Group Credit Committee	373 428 839	76.51%	99.96%	0.04%	0.24%
Special Resolution 1.6: Committee members' fees: Nedbank Group Directors' Affairs Committee	373 428 400	76.51%	99.96%	0.04%	0.24%
Special Resolution 1.7: Committee members' fees: Nedbank Group	373 417 618	76.50%	99.70%	0.30%	0.24%

Information Technology Committee					
Special Resolution 1.8: Committee members' fees: Nedbank Group Remuneration Committee	373 416 614	76.50%	99.71%	0.29%	0.24%
Special Resolution 1.9: Committee members' fees: Nedbank Group Risk and Capital Management Committee	373 423 132	76.50%	99.96%	0.04%	0.24%
Special Resolution 1.10: Committee members' fees: Nedbank Group Transformation, Social and Ethics Committee	373 425 138	76.50%	99.71%	0.29%	0.24%
Special Resolution 1.11: Committee members' fees: Nedbank Group Sustainability and Climate Resilience Committee	373 319 735	76.48%	99.96%	0.04%	0.24%
Special Resolution 1.12: Committee members' fees: Ad hoc meeting fee	373 416 183	76.50%	98.60%	1.40%	0.24%
Special Resolution 2.1: Remuneration of non-executive director appointed as Acting Group Chairperson	373 425 255	76.50%	98.88%	1.12%	0.24%
Special Resolution 2.2: Remuneration of non-executive director appointed as Acting Lead Independent Director	373 425 276	76.50%	99.96%	0.04%	0.24%
Special Resolution 2.3: Remuneration of non-executive director appointed as Acting Board Committee Chairperson	373 428 989	76.51%	99.96%	0.04%	0.24%
Special Resolution 3: General authority to repurchase ordinary shares	373 515 810	76.52%	99.96%	0.04%	0.22%
Special Resolution 4: General authority to provide financial assistance to related and interrelated companies	374 473 333	76.72%	99.31%	0.69%	0.02%
Special Resolution 5.1: Increase in authorised A preference shares	374 357 227	76.70%	98.38%	1.62%	0.04%
Special Resolution 5.2: Reduction of par value of the A preference shares	374 965 556	76.82%	99.79%	0.21%	0.03%
Special Resolution 6: Amendments to the MOI and terms of the A non-redeemable, non-cumulative, nonparticipating, perpetual preference shares	374 968 005	76.82%	99.19%	0.81%	0.03%
Ordinary Resolution 7: Placing the authorised but unissued A non-redeemable, non-cumulative, non-participating, perpetual preference	373 936 025	76.61%	97.48%	2.52%	0.72%

shares under the control of the directors					
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- * Based on 488 105 724 shares in issue at the date of the AGM.
- ** In relation to the total number of shares voted at the AGM.
- *** In relation to the total number of shares in issue at the date of the AGM.

Based on the above voting results, all resolutions were passed by the requisite majority of Nedbank Group shareholders present or represented by proxy at the AGM.

Johannesburg
31 May 2024

Sponsors
Nedbank Corporate and Investment Banking, a division of Nedbank Limited
Merrill Lynch South Africa (Pty) Limited

Sponsor to Nedbank Group in Namibia:
Old Mutual Investment Services (Namibia) (Pty) Ltd