

STANDARD BANK GROUP LIMITED

Registration number 1969/017128/06

Incorporated in the Republic of South Africa

Website: www.standardbank.com/reporting

SHARE CODES

JSE and A2X share code: SBK

ISIN: ZAE000109815

NSX share code: SNB

SBKP ZAE000038881 (First preference shares)

SBPP ZAE000056339 (Second preference shares)

("Standard Bank Group" or "the Company")

Results of Annual General Meeting and Retirement of Directors

Standard Bank Group is pleased to advise its shareholders that all the ordinary and special resolutions proposed in the Notice of Annual General Meeting ("**AGM**") and tabled at the Company's AGM held at 10h00 today, Monday 10 June 2024, were passed by the requisite majority of votes cast by shareholders.

As at Friday, 31 May 2024, being the AGM record date ("**Voting Record Date**"), the Standard Bank Group's share capital was as follows:

- the total number of ordinary shares of 10 cents each ("**Ordinary Shares**") in issue was 1 675 835 579, ("**Standard Bank Issued Ordinary Shares**"); and
- the total number of non-redeemable preference shares of 1 cent each ("**Preference Shares**") in issue was 52 982 248, ("**Standard Bank Issued Preference Shares**").

The issued Ordinary and Preference Shares eligible to vote by being present in person or by submitting proxies were as follows:

- 1 377 141 366 Ordinary Shares, being 82% of issued Ordinary Shares ("**Standard Bank Voteable Ordinary Shares**"); and
- 10 872 889 Preference Shares, being 21% of the issued Preference Shares ("**Standard Bank Voteable Preference Shares**").

The voting details with respect to the proposed resolutions were as follows:

1. Ordinary Resolution – Re-election of directors

Directors	For (%)	Against (%)	Abstain (%)*	Total Votes	% of Issued Capital
1.1 Paul Cook	99.78%	0.22%	0.06%	1 365 336 822	81.47%
1.2 Martin Oduor-Otieno	99.73%	0.27%	0.06%	1 365 336 822	81.47%
1.3 Sola David-Borha	95.44%	4.56%	0.06%	1 365 336 822	81.47%

2. Ordinary Resolution – Re-election of Group Audit Committee members

Audit Committee Members	For (%)	Against (%)	Abstain (%)*	Total Votes	% of Issued Capital
2.1 Lwazi Bam	94.48%	5.52%	0.06%	1 365 336 822	81.47%
2.2 Trix Kennealy	98.05%	1.95%	0.06%	1 365 336 822	81.47%
2.3 Nomgando Matyumza	98.93%	1.07%	0.06%	1 365 336 822	81.47%
2.4 Martin Oduor-Otieno	99.74%	0.26%	0.07%	1 365 137 642	81.46%

3. Ordinary Resolution – Appointment of external auditors

	For (%)	Against (%)	Abstain (%)*	Total Votes	% of Issued Capital
3.1 PricewaterhouseCoopers Inc.	95.57%	4.43%	0.04%	1 365 675 369	81.49%
3.2 Ernst & Young Inc.	100%	0%	0.04%	1 365 675 369	81.49%

4. Ordinary Resolution – Placing of authorised but unissued non-redeemable preference shares under the control of the directors

For (%)	Against (%)	Abstain (%)*	Total Votes	% of Issued Capital
97.92%	2.08%	0.06%	1 365 264 005	81.47%

5. Ordinary Resolution – Placing of authorised but unissued ordinary shares under the control of the directors

For (%)	Against (%)	Abstain (%)*	Total Votes	% of Issued Capital
88.04%	11.96%	0.04%	1 365 675 571	81.49%

6. Ordinary Resolution - General authority to issue authorised but unissued ordinary shares for cash

For (%)	Against (%)	Abstain (%)*	Total Votes	% of Issued Capital
89.22%	10.78%	0.04%	1 365 675 571	81.49%

7. Non-binding Resolutions – advisory vote on remuneration policy and remuneration implementation report

	For (%)	Against (%)	Abstain (%)*	Total Votes	% of Issued Capital
7.1 Standard Bank Group's remuneration policy	89.92%	10.08%	0.04%	1 365 652 360	81.49%
7.2 Standard Bank Group's remuneration implementation report	88.48%	11.52%	0.25%	1 362 075 689	81.28%

8. Special Resolution – Approval of non-executive directors' fees

	For (%)	Against (%)	Abstain (%)*	Total Votes	% of Issued Capital
Standard Bank Group					
8.1 Chairman	99.19%	0.81%	0.04%	1 365 621 460	81.49%
8.2 Directors of Standard Bank Group	99.57%	0.43%	0.04%	1 365 621 460	81.49%
8.3 International Directors	94.68%	5.32%	0.04%	1 365 621 460	81.49%

8.4 Audit Committee					
8.4.1 Chairman	99.91%	0.09%	0.04%	1 365 602 811	81.49%
8.4.2 Members	99.91%	0.09%	0.04%	1 365 623 691	81.49%
8.5 Directors' Affairs Committee					
8.5.1 Members	99.91%	0.09%	0.04%	1 365 602 811	81.49%
8.6 Remuneration Committee					
8.6.1 Chairman	99.91%	0.09%	0.04%	1 365 623 791	81.49%
8.6.2 Members	99.91%	0.09%	0.04%	1 365 623 791	81.49%
8.7 Risk & Capital Management Committee					
8.7.1 Chairman	99.91%	0.09%	0.04%	1 365 623 791	81.49%
8.7.2 Members	99.91%	0.09%	0.04%	1 365 623 791	81.49%
8.8 Social, Ethics and Sustainability Committee					
8.8.1 Chairman	99.89%	0.11%	0.04%	1 365 623 791	81.49%
8.8.2 Members	99.91%	0.09%	0.04%	1 365 623 791	81.49%
8.9 Information Technology Committee					
8.9.1 Chairman	99.91%	0.09%	0.04%	1 365 623 791	81.49%
8.9.2 Members	99.91%	0.09%	0.04%	1 365 623 791	81.49%
8.10 Model Approval Committee					
8.10.1 Chairman	99.91%	0.09%	0.04%	1 365 623 589	81.49%
8.10.2 Members	99.91%	0.09%	0.04%	1 365 623 589	81.49%
8.11 Large Exposure Credit Committee					
Members	99.91%	0.09%	0.04%	1 365 623 589	81.49%
8.12 Ad Hoc Committee					
Members	99.43%	0.57%	0.05%	1 365 424 409	81.48%

9. Special Resolution – General authority to acquire the Company's ordinary shares

For (%)	Against (%)	Abstain (%)*	Total Votes	% of Issued Capital
99.48%	0.52%	0.05%	1 365 497 288	81.48%

10. Special Resolution – General authority to acquire the Company's non-redeemable preference shares

Total Ordinary Shares voted				
For (%)	Against (%)	Abstain (%)*	Total Votes	% of Issued Capital
99.88%	0.12%	0.05%	1 365 476 408	81.48%
Total Preference Shares voted				

For (%)	Against (%)	Abstain (%)*	Total Votes	% of Issued Capital
100.00%	0.00%	0.01%	10 866 596	20.51%

In regard to resolution 10 (special resolution), the holders of Preference Shares were entitled to vote.

11. Special Resolution – Loans or other financial assistance to related or inter-related companies

For (%)	Against (%)	Abstain (%)*	Total Votes	% of Issued Capital
99.29%	0.71%	0.04%	1 365 675 369	81.49%

* Based on the total number of shares in issue.

Retirement of Directors

In compliance with paragraph 3.59 of the Listings Requirements of the JSE Limited and as previously announced on SENS on 18 April 2024, Standard Bank Group confirms that Dr Xueqing Guan and Atedo Peterside retired as directors at the close of the company's Annual General Meeting held today, Monday, 10 June 2024. The board extends its sincere gratitude to Dr Xueqing Guan and Atedo Peterside for their exemplary leadership and immense contribution during their tenure on the board and board committees they served on.

Dr Xueqing Guan and Atedo Peterside also retired from the board of The Standard Bank of South Africa Limited at the close of its AGM on 23 May 2024.

Johannesburg
10 June 2024

JSE sponsor
The Standard Bank of South Africa Limited

Namibian sponsor
Simonis Storm Securities (Proprietary) Limited