

Finbond Group Limited
(Incorporated in the Republic of South Africa)
(Registration number: 2001/015761/06)
Share code: FGL ISIN: ZAE000138095
Main Board – General Segment
('Finbond' or 'the Company')

Classification in the General Segment of the Main Board of the JSE Limited

The board of directors of Finbond is pleased to announce that the Company's application to transfer its listing to the General Segment of the Main Board of the JSE Limited ('JSE') has been approved by the JSE with effect from Friday, 18 October 2024. Consequently, Finbond will now be classified as being a primary issuer listed in the General Segment of the JSE list.

In terms of paragraph 4.62 of the JSE Listings Requirements classification in the General Segment will allow Finbond to apply the following:

- (a) The obligation to release a results announcement dealing with condensed financial statements or annual financial statements/summary financial statements within three months do not apply.
- (b) No fairness opinion is required provided the related party corporate action agreement must be open for inspection for a period of 14 days and the corporate action must be accompanied by a statement by the independent members of the board dealing with certain matters specified in the JSE Listings Requirements.
- (c) A general authority to issue shares for cash does not require shareholders' approval, provided it does not exceed 10% of the issuer's issued share capital, as at the date of each annual general meeting, subject to certain provisions.
- (d) In respect of a specific authority to repurchase securities from parties other than related parties, no shareholders' approval in terms of 5.69(b) is required provided it does not exceed 20% of the issuer's share capital in any one financial year.
- (e) In respect of a general authority to repurchase securities, no shareholders' approval in terms of 5.72(c) is required.
- (f) A pre-listing statement is only triggered for share issuances exceeding 100% over a three-month period.
- (g) Two years' historical financial information is required for the subject of a category 1 transaction.
- (h) The preparation of pro forma financial information is not required for transactions and corporate actions, but rather a detailed narrative must be provided on the impact of the transaction/corporate action on the financial statements.
- (i) Shareholders' approval and a circular are not required for transactions by a subsidiary that is listed on the JSE.
- (j) The category 1 percentage ratio is 50% or more, which increases the category 2 threshold accordingly.

- (k) The material shareholder definition percentage ratio is 20%.
- (l) The small-related party transaction percentage ratio is less than or equal to 10% but exceeds 3%.

The provisions above have the specified different application to the General Segment as stated and the remainder of the provisions of the JSE Listings Requirements continue to apply.

Finbond's Memorandum of Incorporation will be updated to address any limitations with regards to the provisions of the General Segment, subject to shareholder approval. These provisions will therefore not be available to Findbond until the limitations are addressed.

Pretoria

16 October 2024

Sponsor: African Bank Limited (Business and Commercial Banking Division)