

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, 30 June 2017, 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 2017, were passed by the requisite majority of shareholders present and voting, in person or by proxy.

Details of the results of voting at the annual general meeting are as follows:

- Total number of issued ordinary shares: 762 210 879
- Total number of issued ordinary shares net of treasury shares ("Total Votable Ordinary Shares"): 746 729 865
- Total number of issued ordinary shares which were present/represented at the annual general meeting: 680 116 767 being 91.08% of the Total Votable Ordinary Shares.

Ordinary Resolutions

Resolution to consider the audited annual financial statements

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
680 085 700, being 100%	0, being 0%	31 067, being 0.004%	680 085 700, being 91.08%

Ordinary resolution number 1: Control over unissued share capital

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
679 950 349, being 99.98%	135 351, being 0.02%	31 067, being 0.004%	680 085 700, being 91.08%

Ordinary resolution number 2: General authority to issue shares for cash

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
679 950 349, being 99.98%	135 351, being 0.02%	31 067, being 0.004%	680 085 700, being 91.08%

Ordinary resolution number 3: Re-appointment of auditors

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
680 085 700, being 100%	0, being 0%	31 067, being 0.004%	680 085 700, being 91.08%

Ordinary resolution number 4: Re-election of Adv. N. Melville to the Board of directors

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
680 085 700, being 100%	0, being 0%	31 067, being 0.004%	680 085 700, being 91.08%

Ordinary resolution number 5: Re-election of Dr M. Motlatla to the board of directors

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
680 085 700, being 100%	0, being 0%	31 067, being 0.004%	680 085 700, being 91.08%

Ordinary resolution number 6: Re-election of Adv. J. Noeth to the board of directors

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
680 085 700, being 100%	0, being 0%	31 067, being 0.004%	680 085 700, being 91.08%

Ordinary resolution number 7: Re-election of Mrs R Xaba to the board of directors

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
680 085 700, being 100%	0, being 0%	31 067, being 0.004%	680 085 700, being 91.08%

Ordinary resolution number 8: Re-election of Ms H Wilken-Jonker to the board of directors

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
680 085 700, being 100%	0, being 0%	31 067, being 0.004%	680 085 700, being 91.08%

Ordinary resolution number 9: Re-election of Mr DJ Brits to the board of directors

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
680 085 700, being 100%	0, being 0%	31 067, being 0.004%	680 085 700, being 91.08%

Ordinary resolution 10: Election of Mr C van Heerden to the board of directors

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
680 085 700, being 100%	0, being 0%	31 067, being 0.004%	680 085 700, being 91.08%

Ordinary resolution 11: Re-election of Mr H Kotze to the board of directors

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
680 085 700, being 100%	0, being 0%	31 067, being 0.004%	680 085 700, being 91.08%

Ordinary resolution 12: Re-election of Mr DJ Brits to the audit committee

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
680 085 700, being 100%	0, being 0%	31 067, being 0.004%	680 085 700, being 91.08%

Ordinary resolution 13: Election of Adv. N Melville to the audit committee

For (1)	Against (1)	Abstentions (2)	Shares voted (3)

680 085 700, being 100%	0, being 0%	31 067, being 0.004%	680 085 700, being 91.08%
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Ordinary resolution 14: Re-election of Ms R Xaba to the audit committee

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
680 085 700, being 100%	0, being 0%	31 067, being 0.004%	680 085 700, being 91.08%

Special resolutions

Special resolution 1: Remuneration policy for Non-Executive Directors

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
680 085 700, being 100%	0, being 0%	31 067, being 0.004%	680 085 700, being 91.08%

Special resolution 2: Ratification of the inter group loans

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
680 085 700, being 100%	0, being 0%	31 067, being 0.004%	680 085 700, being 91.08%

Special resolution 3: General authority to repurchase shares

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
680 085 700, being 100%	0, being 0%	31 067, being 0.004%	680 085 700, being 91.08%

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.

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

Pretoria

30 June 2016

Sponsor: Grindrod Bank Limited