

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 Thursday, 30 July 2020, 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 29 February 2020, 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: 908 243 450
- Total number of issued ordinary shares net of treasury shares ("Total Votable Ordinary Shares"): 881 847 480
- Total number of issued ordinary shares which were present/represented at the annual general meeting: 813 736 482 being 92.28% 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)
813 425 282, being 100%	0, being 0%	311 200, being 0.04%	813 425 282 being 92.24%

Ordinary resolution number 1: Control over unissued share capital

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
813 634 765, being 99.99%	4 600, being 0.001%	97 117, being 0.01%	813 639 365, being 92.27%

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

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
813 632 435, being 99.99%	6 930, being 0.001%	97 117, being 0.01%	813 639 365, being 92.27%

Ordinary resolution number 3: Re-election of Adv N Melville to the board of directors

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
813 640 365, being 100%	0, being 0%	96 117, being 0.01%	813 640 365, being 92.27%

Ordinary resolution number 4: Re-election of Dr M Motlatla to the board of directors

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

813 640 365, being 100%	0, being 0%	96 117, being 0.01%	813 640 365, being 92.27%
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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)
813 640 365, being 100%	0, being 0%	96 117, being 0.01%	813 640 365, being 92.27%

Ordinary resolution number 6: Re-election of Mr DC Pentz to the board of directors

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
813 639 365, being 100%	0, being 0%	97 117, being 0.01%	813 639 365, being 92.27%

Ordinary resolution number 7: Re-election of Mr H Kotzé to the board of directors

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
813 640 365, being 100%	0, being 0%	96 117, being 0.01%	813 640 365, being 92.27%

Ordinary resolution number 8: Re-election of Mr P Naudé to the board of directors

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
813 640 365, being 100%	0, being 0%	96 117, being 0.01%	813 640 365, being 92.27%

Ordinary resolution number 9: Election of Mr DC Pentz to the audit committee

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
813 639 365, being 100%	0, being 0%	97 117, being 0.01%	813 639 365, being 92.27%

Ordinary resolution 10: Re-election of Adv N Melville to the audit committee

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
813 640 365, being 100%	300, being 0%	96 117, being 0.01%	813 640 365, being 92.27%

Ordinary resolution 11: Re-election of Mr P Naudé to the audit committee

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
813 640 365, being 100%	0, being 0%	96 117, being 0.01%	813 640 365, being 92.27%

Ordinary resolution 12: Appointment of external auditors

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
813 640 365, being 100%	0, being 0%	96 117, being 0.01%	813 640 365, being 92.27%

Special resolutions

Special resolution 1: Non-executive remuneration

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
813 635 765, being 99.99%	4 600, being 0.001%	96 117, being 0.01%	813 640 365, being 92.27%

Special resolution 2: Remuneration policy

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
813 632 385, being 100%	50, being 0.001%	104 047, being 0.01%	813 632 435, being 92.26%

Special resolution 3: Remuneration implementation report

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
813 632 435, being 100%	201, being 0%	104 047, being 0.01%	813 632 435, being 92.26%

Special resolution 4: Ratification of the inter-group loans

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
813 632 435, being 100%	0, being 0%	104 047, being 0.01%	813 632 435, being 92.26%

Special resolution 5: General authority to repurchase shares

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
813 634 765, being 100%	0, being 0%	101 717, being 0.01%	813 634 765, being 92.26%

Special resolution 6: Par-value of shares

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
813 631 744, being 100%	3 021, being 0.001%	101 717, being 0.01%	813 634 765, being 92.26%

Special resolution 7: Increase in authorised share capital

For (1)	Against (1)	Abstentions (2)	Shares voted (3)
813 600 480, being 99.99%	34 285, being 0.004%	101 717, being 0.01%	813 634 765, being 92.26%

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

31 July 2020

Sponsor: Grindrod Bank Limited