

Date Printed: 26-Jun-24

Last Date Votes were Submitted for the Meeting: 21-May-24

Total Number of Ballots Instructed: 23

Total Number of Shares Instructed: 255,891

Total Number of Ballots Uninstructed: 0

Total Number of Shares Uninstructed: 0

Capitec Bank Holdings Ltd.

CPI

<b>Primary CUSIP:</b> S15445109	<b>Primary ISIN:</b> ZAE000035861	<b>Primary SEDOL:</b> 6440859
<b>Country:</b> South Africa	<b>Country of Operation:</b> South Africa	<b>ISS Country of Coverage:</b> South Africa
<b>Industry Sector:</b> Banks	<b>Market Cap (USD):</b> 16,593,900,000.00	<b>ISS Governance QualityScore:</b> 6
<b>Meeting Date:</b> 31-May-24	<b>Record Date:</b> 24-May-24	<b>Meeting Type:</b> Annual
<b>Meeting ID:</b> 1857332	<b>Percentage Votable Shares:</b> 0.22041	<b>Workflow Tag:</b>
<b>Location ID:</b> 14141	<b>Location Name:</b> Mergence Investment Management	
<b>**Earliest Cutoff Date:</b> 17-May-24	<b>Voting Policy:</b> ISS	<b>Most Recent Publish Date:</b> 16-May-24
<b>Total Ballots:</b> 23	<b>Votable Shares:</b> 255,891	<b>*Shares on Loan:</b> 0
		<b>Viewed:</b> No
		<b>Shares Instructed:</b> 255,891

Item #	Significant Vote	Item Description	Proponent	Mgmt Rec	ISS Rec	Policy Rec	Vote Instruction
		Ordinary Resolutions					
1		Re-elect Santie Botha as Director  <i>Research Notes: Items 1-3 A vote FOR these items is warranted: * No issues have been identified in relation to the re-election of these Directors. Items 4-5 A vote FOR these items is warranted, but is not without concern: * Nadya Bhettay and Naidene Ford-Hoon attended fewer than 75% of the total Board and Committee meetings during the year under review. The main reason for support is: * These NEDs joined the Board in September 2023 and there is thus no longer term attendance issue at this stage.</i>	Management	For	For	For	For
2		Re-elect Michiel du Pre le Roux as Director  <i>Research Notes: Items 1-3 A vote FOR these items is warranted: * No issues have been identified in relation to the re-election of these Directors. Items 4-5 A vote FOR these items is warranted, but is not without concern: * Nadya Bhettay and Naidene Ford-Hoon attended fewer than 75% of the total Board and Committee meetings during the year under review. The main reason for support is: * These NEDs joined the Board in September 2023 and there is thus no longer term attendance issue at this stage.</i>	Management	For	For	For	For
3		Re-elect Vusi Mahlangu as Director  <i>Research Notes: Items 1-3 A vote FOR these items is warranted: * No issues have been identified in relation to the re-election of these Directors. Items 4-5 A vote FOR these items is warranted, but is not without concern: * Nadya Bhettay and Naidene Ford-Hoon attended fewer than 75% of the total Board and Committee meetings during the year under review. The main reason for support is: * These NEDs joined the Board in September 2023 and there is thus no longer term attendance issue at this stage.</i>	Management	For	For	For	For
4		Elect Nadya Bhettay as Director  <i>Research Notes: Items 1-3 A vote FOR these items is warranted: * No issues have been identified in relation to the re-election of these Directors. Items 4-5 A vote FOR these items is warranted, but is not without concern: * Nadya Bhettay and Naidene Ford-Hoon attended fewer than 75% of the total Board and Committee meetings during the year under review. The main reason for support is: * These NEDs joined the Board in September 2023 and there is thus no longer term attendance issue at this stage.</i>	Management	For	For	For	For
5		Elect Naidene Ford-Hoon as Director  <i>Research Notes: Items 1-3 A vote FOR these items is warranted: * No issues have been identified in relation to the re-election of these Directors. Items 4-5 A vote FOR these items is warranted, but is not without concern: * Nadya Bhettay and Naidene Ford-Hoon attended fewer than 75% of the total Board and Committee meetings during the year under review. The main reason for support is: * These NEDs joined the Board in September 2023 and there is thus no longer term attendance issue at this stage.</i>	Management	For	For	For	For
6		Reappoint Deloitte & Touche as Auditors  <i>Research Notes: A vote FOR these items is warranted, as no significant concerns have been identified.</i>	Management	For	For	For	For
7		Appoint KPMG as Auditors  <i>Research Notes: A vote FOR these items is warranted, as no significant concerns have been identified.</i>	Management	For	For	For	For
8		Authorise Specific Issue of Loss Absorbent Convertible Capital Securities for Cash	Management	For	For	For	For
9		Authorise Board to Issue Shares for Cash	Management	For	For	For	For
10		Approve Remuneration Policy	Management	For	For	For	For
11		Approve Implementation Report of Remuneration Policy	Management	For	For	For	For
		Special Resolutions					

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Country: South Africa

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Industry Sector: Banks

Market Cap (USD): 16,593,900,000.00

ISS Governance QualityScore: 6

Meeting Date: 31-May-24

Record Date: 24-May-24

Meeting Type: Annual

Meeting ID: 1857332

Percentage Votable Shares: 0.22041

Workflow Tag:

Item	Description	Management	For	For	For	For
1	Approve Non-Executive Directors' Remuneration	Management	For	For	For	For
2	Authorise Repurchase of Issued Share Capital	Management	For	For	For	For
3	Approve Financial Assistance in Terms of Section 45 of the Companies Act	Management	For	For	For	For

Institutional Account (name, number)	Custodian Account Number	Account Group	Ballot ID	Control Number	Ballot Ingestion Date	Share-blocking	Ballot Cutoff Date	Ballot Status	Instructed	Approved	Ballot Voting Status	Votable Shares	Shares Instructed
Auto Workers Provident Fund, <b>110135680006</b>	110135680006	Mergence	183026858	N/A	29-Apr-24	No	22-May-24	Sent	rsipamla 21-May-24	rsipamla 21-May-24		6,937	6,937
Copartes Pension Fund, <b>110135680013</b>	110135680013	Mergence	183026859	N/A	29-Apr-24	No	22-May-24	Sent	rsipamla 21-May-24	rsipamla 21-May-24		335	335
Electrical Contracting Industry Pension Fund -Mergence, <b>62738058082</b>	ZA0000071112	Mergence	183026865	N/A	29-Apr-24	No	17-May-24	Sent	rsipamla 21-May-24	rsipamla 21-May-24		2,590	2,590
Engineering Industry Pension Fund, <b>ZA0400856417</b>	ZA0400856417	Mergence	183026848	N/A	29-Apr-24	No	22-May-24	Sent	rsipamla 21-May-24	rsipamla 21-May-24		3,429	3,429
FRB ITF Mergence CPI+4% Prime Fund, <b>62814478401</b>	ZA0000071679	Mergence	183027478	N/A	29-Apr-24	No	17-May-24	Sent	rsipamla 21-May-24	rsipamla 21-May-24		541	541
FRB ITF Mergence Equity Prime Fund, <b>62814729622</b>	ZA0000071680	Mergence	183027479	N/A	29-Apr-24	No	17-May-24	Sent	rsipamla 21-May-24	rsipamla 21-May-24		533	533
GEPF- Mergence, <b>120034270006</b>	120034270006	Mergence	183026850	N/A	29-Apr-24	No	22-May-24	Sent	rsipamla 21-May-24	rsipamla 21-May-24		176,485	176,485
Impala Workers Provident Fund, <b>110135680015</b>	110135680015	Mergence	183026861	N/A	29-Apr-24	No	22-May-24	Sent	rsipamla 21-May-24	rsipamla 21-May-24		4,262	4,262
KZN Municipal Pension Fund, <b>150045620007</b>	150045620007	Mergence	183026853	N/A	29-Apr-24	No	22-May-24	Sent	rsipamla 21-May-24	rsipamla 21-May-24		6,232	6,232
Leather Industries Provident Fund, <b>62312142475</b>	ZA0000048666	Mergence	183026862	N/A	29-Apr-24	No	17-May-24	Sent	rsipamla 21-May-24	rsipamla 21-May-24		1,041	1,041
Mafikeng City Council Pension Fund, <b>170080780001</b>	170080780001	Mergence	183026854	N/A	29-Apr-24	No	22-May-24	Sent	rsipamla 21-May-24	rsipamla 21-May-24		454	454
Medshield Medical Scheme, <b>ZA0000073433</b>	ZA0000073433	Mergence	183027477	N/A	29-Apr-24	No	17-May-24	Sent	rsipamla 21-May-24	rsipamla 21-May-24		513	513
Mergence Balanced Global Portfolio,	PLMBGP	Mergence	182397038	900173005856	26-Apr-24	No	23-May-24	Sent	rsipamla 21-May-24	rsipamla 21-May-24		301	301
Metal Industries Provident Fund, <b>ZA0400669099</b>	ZA0400669099	Mergence	183026849	N/A	29-Apr-24	No	22-May-24	Sent	rsipamla 21-May-24	rsipamla 21-May-24		9,999	9,999
Motor Industry Pension Fund, <b>110135680012</b>	110135680012	Mergence	183026860	N/A	29-Apr-24	No	22-May-24	Sent	rsipamla 21-May-24	rsipamla 21-May-24		356	356
Motor Industry Provident Fund, <b>110135680005</b>	110135680005	Mergence	183026857	N/A	29-Apr-24	No	22-May-24	Sent	rsipamla 21-May-24	rsipamla 21-May-24		4,609	4,609

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Workflow Tag:

Municipal Councillors Pension Fund, <b>130038900006</b>	130038900006	Mergence	183026855	N/A	29-Apr-24	No	22-May-24	Sent	rsipamla 21-May-24	rsipamla 21-May-24	2,203	2,203
National Home Builders Registration Council (NHBRC), <b>62529334914</b>	ZA0000070150	Mergence	183026863	N/A	29-Apr-24	No	17-May-24	Sent	rsipamla 21-May-24	rsipamla 21-May-24	2,946	2,946
North West University, <b>62803922881</b>	ZA0000071555	Mergence	183027476	N/A	29-Apr-24	No	17-May-24	Sent	rsipamla 21-May-24	rsipamla 21-May-24	1,146	1,146
SAMWU Provident Fund, <b>110135680002</b>	110135680002	Mergence	183026856	N/A	29-Apr-24	No	22-May-24	Sent	rsipamla 21-May-24	rsipamla 21-May-24	11,782	11,782
Telkom Retirement Fund, <b>120029530057</b>	120029530057	Mergence	183026851	N/A	29-Apr-24	No	22-May-24	Sent	rsipamla 21-May-24	rsipamla 21-May-24	873	873
The Bridging Provident Fund, <b>62615712024</b>	ZA0000070509	Mergence	183026864	N/A	29-Apr-24	No	17-May-24	Sent	rsipamla 21-May-24	rsipamla 21-May-24	1,097	1,097
UIF- Mergence, <b>120027870011</b>	120027870011	Mergence	183026852	N/A	29-Apr-24	No	22-May-24	Sent	rsipamla 21-May-24	rsipamla 21-May-24	17,227	17,227
<b>Total Shares:</b>											<b>255,891</b>	<b>255,891</b>

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