



**NVEST FINANCIAL HOLDINGS LIMITED**  
(Incorporated in the Republic of South Africa)  
(Registration number: 2008/015990/06)  
("NVest" or "the Company")  
ISIN Code: ZAE000199865    JSE Code: NVE

**RESULTS OF ANNUAL GENERAL MEETING ("AGM") AND CHANGES TO THE BOARD OF DIRECTORS**

**RESULTS OF THE AGM**

Shareholders are advised that, at the Company's AGM held on 20 August 2018, the following resolutions were passed without modification.

Number of ordinary shares represented at the meeting	242,006,758
Total issued number of ordinary shares	302,741,722
Percentage of ordinary shares represented at the meeting	79.94%

Resolutions	For (% based on total number of shares present / represented at AGM)	Against (% based on total number of shares present / represented at AGM)	Abstain (% based on total number of shares in issue)	Total Votes (excluding abstentions)
<b>Ordinary resolution number 1 -</b> Adoption of annual financial statements	242,006,758 100.00%	- 0.00%	- 0.00%	242,006,758 100.00%
<b>Ordinary resolution number 2 -</b> Appointment of director - Chris Grant Lemmon	242,006,758 100.00%	- 0.00%	- 0.00%	242,006,758 100.00%
<b>Ordinary resolution number 3 -</b> Director retirement and re-election - Dylan Leigh Schemel	242,006,758 100.00%	- 0.00%	- 0.00%	242,006,758 100.00%
<b>Ordinary resolution number 4 -</b> Director retirement and re-election - Jonathan Goldberg	242,006,758 100.00%	- 0.00%	- 0.00%	242,006,758 100.00%
<b>Ordinary resolution number 5 -</b> Appointment and remuneration of auditors	242,006,758 100.00%	- 0.00%	- 0.00%	242,006,758 100.00%
<b>Ordinary resolution number 6 -</b> Appointment of audit and risk committee member - Jonathan Goldberg	242,006,758 100.00%	- 0.00%	- 0.00%	242,006,758 100.00%
<b>Ordinary resolution number 7 -</b> Appointment of audit and risk committee member - Siviwe Relebohile Kwatsha	242,006,758 100.00%	- 0.00%	- 0.00%	242,006,758 100.00%
<b>Ordinary resolution number 8 -</b> Appointment of audit and risk committee member - Professor Lana Joy Weldon	242,006,758 100.00%	- 0.00%	- 0.00%	242,006,758 100.00%

<b>Ordinary resolution number 9 -</b> Endorsement of Nvest's remuneration policy	241,646,758 100.00%	- 0.00%	360,000 0.12%	241,646,758 100.00%
<b>Ordinary resolution number 10</b> Endorsement of the implementation of Nvest's remuneration policy	241,646,758 100.00%	- 0.00%	360,000 0.12%	241,646,758 100.00%
<b>Ordinary resolution number 11</b> Approval of amendments to share incentive scheme	241,646,758 100.00%	- 0.00%	360,000 0.12%	241,646,758 100.00%
<b>Ordinary resolution number 12</b> Appointment of director - Brendan Joseph Connellan	242,006,758 100.00%	- 0.00%	- 0.00%	242,006,758 100.00%
<b>Special resolution number 1 -</b> General authority to allot and issue shares for cash	241,646,758 100.00%	- 0.00%	360,000 0.12%	241,646,758 100.00%
<b>Special resolution number 2 -</b> Authority to issue shares, securities convertible into shares or rights that may exceed 30% of the voting power of the current issued share capital	241,646,758 100.00%	- 0.00%	360,000 0.12%	241,646,758 100.00%
<b>Special resolution number 3 -</b> Independent non-executive directors' remuneration	242,006,758 100.00%	- 0.00%	- 0.00%	242,006,758 100.00%
<b>Special resolution number 4 -</b> General authority to enter into funding agreements, provide loans or other financial assistance	241,646,758 100.00%	- 0.00%	360,000 0.12%	241,646,758 100.00%
<b>Special resolution number 5 -</b> General authority to acquire (repurchase) shares	242,006,758 100.00%	- 0.00%	- 0.00%	242,006,758 100.00%
<b>Special resolution number 6 -</b> Company acquiring the company's shares from a director or prescribed officer	242,006,758 100.00%	- 0.00%	- 0.00%	242,006,758 100.00%

## CHANGES TO THE BOARD OF DIRECTORS

In compliance with section 3.59 of the Listings Requirements of the Johannesburg Stock Exchange, shareholders are advised of the following changes to the board of directors ("**Board**") of NVest:

- (i) Mr Frank Knox ("**Frank**") has resigned as Financial Director with effect from 1 September 2018. Frank will be taking over responsibility for the management of the property interests of NVest Properties Limited with a view to enhancing the performance of this subsidiary.
- (ii) Mr Glenn Orsmond ("**Glenn**") has been appointed as the new Financial Director with effect from 1 September 2018.

Glenn graduated from Rhodes University in 1986 with a B.Comm, and completed a post graduate diploma in Accounting in 1988 from the University of Port Elizabeth. Glenn completed his CA(SA) in 1989 through the PAAB and Level 1 of the CFA Programme in 2013 through the CFA Institute. From August 1995 to July 2003 Glenn was employed at Comair Limited as Financial Director. He then served as both CEO and Financial Director during his tenure at 1time Holdings Limited from August 2003 to September 2011. Glenn left 1time Holdings Limited to consult in the aviation industry until December 2015, when he was employed as Chief Financial Officer of Star Air Cargo until date of employment with NVest.

- (iii) Mr Brendan Connellan (“**Brendan**”) has been re-appointed as an executive director with effect from 20 August 2018.

Brendan graduated from Rhodes University in 1997 with a B.Comm. In 2000 he completed a post graduate diploma in Financial Planning from the University of the Free State as well as an advanced post graduate diploma in Financial Planning in 2002 from the same university. In 2006 Brendan achieved a certificate in Compliance Management from the University of Cape Town. From 1997 to 2008 Brendan served as an Executive Director (Head of Compliance and Operations) at NFB Private Wealth Management (a member of the NVest Group). From 2008 to date Brendan has held the position of Chief Operations Officer of NVest.

The Board welcomes Glenn and Brendan and looks forward to their contributions to the Company.

**East London**  
22 August 2018

---

**Designated Advisor**  
Arbor Capital Sponsors Proprietary Limited

