

Date Printed: 31-May-23

Last Date Votes were Submitted for the Meeting: 31-May-23

Total Number of Ballots Instructed: 2

Total Number of Shares Instructed: 19,326

Total Number of Ballots Uninstructed: 0

Total Number of Shares Uninstructed: 0

Standard Bank Group Ltd.

SBK

Primary CUSIP: S80605140

Primary ISIN: ZAE000109815

Primary SEDOL: B030GJ7

Country: South Africa

Country of Operation: South Africa

ISS Country of Coverage: South Africa

Industry Sector: Banks

Market Cap (USD): 12,944,700,000.00

ISS Governance QualityScore: 2

Meeting Date: 12-Jun-23

Record Date: 02-Jun-23

Meeting Type: Annual

Meeting ID: 1737416

Percentage Votable Shares: 0.00115

Workflow Tag:

Location ID: 14141

Location Name: Mergence Investment Management

\*\*Earliest Cutoff Date: 05-Jun-23

Voting Policy: ISS

Most Recent Publish Date: 30-May-23

Viewed: No

Total Ballots: 2

Votable Shares: 19,326

\*Shares on Loan: 0

Shares Instructed: 19,326

Item #	Significant Vote	Item Description	Proponent	Mgmt Rec	ISS Rec	Policy Rec	Vote Instruction
1.1		Elect Lwazi Bam as Director <i>Research Notes: A vote FOR these items is warranted: * No issues have been identified in relation to the election or re-election of these Directors.</i>	Management	For	For	For	For
1.2		Elect Ben Kruger as Director <i>Research Notes: A vote FOR these items is warranted: * No issues have been identified in relation to the election or re-election of these Directors.</i>	Management	For	For	For	For
1.3		Re-elect Jacko Maree as Director <i>Research Notes: A vote FOR these items is warranted: * No issues have been identified in relation to the election or re-election of these Directors.</i>	Management	For	For	For	For
1.4		Re-elect Nomgando Matyumza as Director <i>Research Notes: A vote FOR these items is warranted: * No issues have been identified in relation to the election or re-election of these Directors.</i>	Management	For	For	For	For
1.5		Re-elect Nonkululeko Nyembezi as Director <i>Research Notes: A vote FOR these items is warranted: * No issues have been identified in relation to the election or re-election of these Directors.</i>	Management	For	For	For	For
2.1		Elect Lwazi Bam as Member of the Audit Committee <i>Research Notes: A vote FOR these items is warranted: * All of the members of the Audit Committee are independent.</i>	Management	For	For	For	For
2.2		Re-elect Trix Kennealy as Member of the Audit Committee <i>Research Notes: A vote FOR these items is warranted: * All of the members of the Audit Committee are independent.</i>	Management	For	For	For	For
2.3		Re-elect Nomgando Matyumza as Member of the Audit Committee <i>Research Notes: A vote FOR these items is warranted: * All of the members of the Audit Committee are independent.</i>	Management	For	For	For	For
2.4		Re-elect Martin Oduor-Otieno as Member of the Audit Committee <i>Research Notes: A vote FOR these items is warranted: * All of the members of the Audit Committee are independent.</i>	Management	For	For	For	For
2.5		Re-elect Atedo Peterside as Member of the Audit Committee <i>Research Notes: A vote FOR these items is warranted: * All of the members of the Audit Committee are independent.</i>	Management	For	For	For	For
3.1		Reappoint KPMG Inc 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
3.2		Reappoint PricewaterhouseCoopers Inc 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
4		Place Authorised but Unissued Ordinary Shares under Control of Directors	Management	For	For	For	For
5		Place Authorised but Unissued Non-redeemable Preference Shares under Control of Directors	Management	For	For	For	For
6.1		Approve Remuneration Policy	Management	For	For	For	For
6.2		Approve Remuneration Implementation Report	Management	For	For	For	For
7.1		Approve Fees of Chairman <i>Research Notes: Items 7.1-7.6.1, 7.7.1-7.8.1, 7.9.1-7.12 A vote FOR this item is warranted: * The proposed fees appear to be in line with what comparable South African companies are offering to</i>	Management	For	For	For	For

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Workflow Tag:

their NEDs. No major concerns are raised. Items 7.6.2, 7.8.2, 7.9.2, 7.10.b A vote FOR this item is warranted, though not without concerns: \* These proposed fees represent substantial increases over current fees. The main reasons for support are: \* The fees are increased following a benchmarking exercise, as explained by the Company; and \* The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs.

7.2 Approve Fees of Directors Management For For For For

Research Notes: Items 7.1-7.6.1, 7.7.1-7.8.1, 7.9.1-7.12 A vote FOR this item is warranted: \* The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs. No major concerns are raised. Items 7.6.2, 7.8.2, 7.9.2, 7.10.b A vote FOR this item is warranted, though not without concerns: \* These proposed fees represent substantial increases over current fees. The main reasons for support are: \* The fees are increased following a benchmarking exercise, as explained by the Company; and \* The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs.

7.3 Approve Fees of International Directors Management For For For For

Research Notes: Items 7.1-7.6.1, 7.7.1-7.8.1, 7.9.1-7.12 A vote FOR this item is warranted: \* The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs. No major concerns are raised. Items 7.6.2, 7.8.2, 7.9.2, 7.10.b A vote FOR this item is warranted, though not without concerns: \* These proposed fees represent substantial increases over current fees. The main reasons for support are: \* The fees are increased following a benchmarking exercise, as explained by the Company; and \* The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs.

7.4.1 Approve Fees of the Audit Committee Chairman Management For For For For

Research Notes: Items 7.1-7.6.1, 7.7.1-7.8.1, 7.9.1-7.12 A vote FOR this item is warranted: \* The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs. No major concerns are raised. Items 7.6.2, 7.8.2, 7.9.2, 7.10.b A vote FOR this item is warranted, though not without concerns: \* These proposed fees represent substantial increases over current fees. The main reasons for support are: \* The fees are increased following a benchmarking exercise, as explained by the Company; and \* The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs.

7.4.2 Approve Fees of the Audit Committee Members Management For For For For

Research Notes: Items 7.1-7.6.1, 7.7.1-7.8.1, 7.9.1-7.12 A vote FOR this item is warranted: \* The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs. No major concerns are raised. Items 7.6.2, 7.8.2, 7.9.2, 7.10.b A vote FOR this item is warranted, though not without concerns: \* These proposed fees represent substantial increases over current fees. The main reasons for support are: \* The fees are increased following a benchmarking exercise, as explained by the Company; and \* The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs.

7.5.1 Approve Fees of the Directors' Affairs Committee Chairman Management

Research Notes: Items 7.1-7.6.1, 7.7.1-7.8.1, 7.9.1-7.12 A vote FOR this item is warranted: \* The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs. No major concerns are raised. Items 7.6.2, 7.8.2, 7.9.2, 7.10.b A vote FOR this item is warranted, though not without concerns: \* These proposed fees represent substantial increases over current fees. The main reasons for support are: \* The fees are increased following a benchmarking exercise, as explained by the Company; and \* The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs.

7.5.2 Approve Fees of the Directors' Affairs Committee Members Management For For For For

Research Notes: Items 7.1-7.6.1, 7.7.1-7.8.1, 7.9.1-7.12 A vote FOR this item is warranted: \* The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs. No major concerns are raised. Items 7.6.2, 7.8.2, 7.9.2, 7.10.b A vote FOR this item is warranted, though not without concerns: \* These proposed fees represent substantial increases over current fees. The main reasons for support are: \* The fees are increased following a benchmarking exercise, as explained by the Company; and \* The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs.

7.6.1 Approve Fees of the Remuneration Committee Chairman Management For For For For

Research Notes: Items 7.1-7.6.1, 7.7.1-7.8.1, 7.9.1-7.12 A vote FOR this item is warranted: \* The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs. No major concerns are raised. Items 7.6.2, 7.8.2, 7.9.2, 7.10.b A vote FOR this item is warranted, though not without concerns: \* These proposed fees represent substantial increases over current fees. The main reasons for support are: \* The fees are increased following a benchmarking exercise, as explained by the Company; and \* The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs.

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Percentage Votable Shares: 0.00115

Workflow Tag:

*line with what comparable South African companies are offering to their NEDs.*

7.6.2	Approve Fees of the Remuneration Committee Members	Management	For	For	For	For
	<i>Research Notes: Items 7.1-7.6.1, 7.7.1-7.8.1, 7.9.1-7.12 A vote FOR this item is warranted: * The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs. No major concerns are raised. Items 7.6.2, 7.8.2, 7.9.2, 7.10.b A vote FOR this item is warranted, though not without concerns: * These proposed fees represent substantial increases over current fees. The main reasons for support are: * The fees are increased following a benchmarking exercise, as explained by the Company; and * The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs.</i>					
7.7.1	Approve Fees of the Risk and Capital Management Committee Chairman	Management	For	For	For	For
	<i>Research Notes: Items 7.1-7.6.1, 7.7.1-7.8.1, 7.9.1-7.12 A vote FOR this item is warranted: * The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs. No major concerns are raised. Items 7.6.2, 7.8.2, 7.9.2, 7.10.b A vote FOR this item is warranted, though not without concerns: * These proposed fees represent substantial increases over current fees. The main reasons for support are: * The fees are increased following a benchmarking exercise, as explained by the Company; and * The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs.</i>					
7.7.2	Approve Fees of the Risk and Capital Management Committee Members	Management	For	For	For	For
	<i>Research Notes: Items 7.1-7.6.1, 7.7.1-7.8.1, 7.9.1-7.12 A vote FOR this item is warranted: * The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs. No major concerns are raised. Items 7.6.2, 7.8.2, 7.9.2, 7.10.b A vote FOR this item is warranted, though not without concerns: * These proposed fees represent substantial increases over current fees. The main reasons for support are: * The fees are increased following a benchmarking exercise, as explained by the Company; and * The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs.</i>					
7.8.1	Approve Fees of the Social and Ethics Committee Chairman	Management	For	For	For	For
	<i>Research Notes: Items 7.1-7.6.1, 7.7.1-7.8.1, 7.9.1-7.12 A vote FOR this item is warranted: * The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs. No major concerns are raised. Items 7.6.2, 7.8.2, 7.9.2, 7.10.b A vote FOR this item is warranted, though not without concerns: * These proposed fees represent substantial increases over current fees. The main reasons for support are: * The fees are increased following a benchmarking exercise, as explained by the Company; and * The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs.</i>					
7.8.2	Approve Fees of the Social and Ethics Committee Members	Management	For	For	For	For
	<i>Research Notes: Items 7.1-7.6.1, 7.7.1-7.8.1, 7.9.1-7.12 A vote FOR this item is warranted: * The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs. No major concerns are raised. Items 7.6.2, 7.8.2, 7.9.2, 7.10.b A vote FOR this item is warranted, though not without concerns: * These proposed fees represent substantial increases over current fees. The main reasons for support are: * The fees are increased following a benchmarking exercise, as explained by the Company; and * The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs.</i>					
7.9.1	Approve Fees of the Information Technology Committee Chairman	Management	For	For	For	For
	<i>Research Notes: Items 7.1-7.6.1, 7.7.1-7.8.1, 7.9.1-7.12 A vote FOR this item is warranted: * The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs. No major concerns are raised. Items 7.6.2, 7.8.2, 7.9.2, 7.10.b A vote FOR this item is warranted, though not without concerns: * These proposed fees represent substantial increases over current fees. The main reasons for support are: * The fees are increased following a benchmarking exercise, as explained by the Company; and * The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs.</i>					
7.9.2	Approve Fees of the Information Technology Committee Members	Management	For	For	For	For
	<i>Research Notes: Items 7.1-7.6.1, 7.7.1-7.8.1, 7.9.1-7.12 A vote FOR this item is warranted: * The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs. No major concerns are raised. Items 7.6.2, 7.8.2, 7.9.2, 7.10.b A vote FOR this item is warranted, though not without concerns: * These proposed fees represent substantial increases over current fees. The main reasons for support are: * The fees are increased following a benchmarking exercise, as explained by the Company; and * The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs.</i>					
7.10a	Approve Fees of the Model Approval Committee Chairman	Management	For	For	For	For
	<i>Research Notes: Items 7.1-7.6.1, 7.7.1-7.8.1, 7.9.1-7.12 A vote FOR this item is warranted: * The</i>					

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*proposed fees appear to be in line with what comparable South African companies are offering to their NEDs. No major concerns are raised. Items 7.6.2, 7.8.2, 7.9.2, 7.10.b A vote FOR this item is warranted, though not without concerns: \* These proposed fees represent substantial increases over current fees. The main reasons for support are: \* The fees are increased following a benchmarking exercise, as explained by the Company; and \* The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs.*

7.10b Approve Fees of the Model Approval Committee Members Management For For For For

*Research Notes: Items 7.1-7.6.1, 7.7.1-7.8.1, 7.9.1-7.12 A vote FOR this item is warranted: \* The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs. No major concerns are raised. Items 7.6.2, 7.8.2, 7.9.2, 7.10.b A vote FOR this item is warranted, though not without concerns: \* These proposed fees represent substantial increases over current fees. The main reasons for support are: \* The fees are increased following a benchmarking exercise, as explained by the Company; and \* The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs.*

7.11 Approve Fees of the Large Exposure Credit Committee Members Management For For For For

*Research Notes: Items 7.1-7.6.1, 7.7.1-7.8.1, 7.9.1-7.12 A vote FOR this item is warranted: \* The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs. No major concerns are raised. Items 7.6.2, 7.8.2, 7.9.2, 7.10.b A vote FOR this item is warranted, though not without concerns: \* These proposed fees represent substantial increases over current fees. The main reasons for support are: \* The fees are increased following a benchmarking exercise, as explained by the Company; and \* The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs.*

7.12 Approve Fees of the Ad Hoc Committee Members Management For For For For

*Research Notes: Items 7.1-7.6.1, 7.7.1-7.8.1, 7.9.1-7.12 A vote FOR this item is warranted: \* The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs. No major concerns are raised. Items 7.6.2, 7.8.2, 7.9.2, 7.10.b A vote FOR this item is warranted, though not without concerns: \* These proposed fees represent substantial increases over current fees. The main reasons for support are: \* The fees are increased following a benchmarking exercise, as explained by the Company; and \* The proposed fees appear to be in line with what comparable South African companies are offering to their NEDs.*

8 Authorise Repurchase of Issued Ordinary Share Capital Management For For For For

9 Authorise Repurchase of Issued Preference Share Capital Management For For For For

10 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
Mergence Balanced Global Portfolio,	PLMBGP	Mergence	166916524	700158998393	03-May-23	No	05-Jun-23	Approved	cfebana2 31-May-23	cfebana2 31-May-23		18,222	18,222
Mergence ESG Equity Fund,	MERCAR	Mergence	166916763	100158998014	03-May-23	No	05-Jun-23	Approved	cfebana2 31-May-23	cfebana2 31-May-23		1,104	1,104
<b>Total Shares:</b>											<b>19,326</b>	<b>19,326</b>	

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