

**Investec Limited**

Incorporated in the Republic of South Africa  
Registration number 1925/002833/06  
JSE share code: INL  
JSE Hybrid code: INPR  
JSE debt code: INLV  
NSX share code: IVD  
BSE share code: INVESTEC  
ISIN: ZAE000081949  
LEI: 213800CU7SM6O4UWOZ70

**Investec plc**

Incorporated in England and Wales  
Registration number 3633621  
LSE share code: INVP  
JSE share code: INP  
ISIN: GB00B17BBQ50  
LEI: 2138007Z3U5GWDN3MY22

**(jointly "Investec")**

As part of the dual listed company structure, Investec plc and Investec Limited notify both the London Stock Exchange and the JSE Limited of matters which are required to be disclosed under the Disclosure Guidance and Transparency Rules, and Listing Rules of the Financial Conduct Authority (the "FCA") and/or the JSE Listings Requirements.

Accordingly, we advise of the following:

**Results of Annual General Meetings of Investec Limited and Investec plc  
(the "AGMs")**

The AGMs were held on 04 August 2022. As required by the dual listed company structure, all resolutions were treated as Joint Electorate Actions and were decided on a poll. All resolutions at both meetings were passed by the required majority. Resolutions 1 to 18, 20 to 27 and 33 to 39 were passed as ordinary resolutions. Resolutions 28 to 32 and resolutions 40 and 41 were passed as special resolutions.

The voting results of the Joint Electorate Actions are identical and are given below:

Resolution	Votes For	% of Votes Cast	Votes Against	% of Votes Cast	Total Votes Cast	Total Votes Cast as a % of the Ordinary Shares in Issue	Votes Withheld	Votes Withheld as a % of the Ordinary Shares in Issue	
<b>Common Business: Investec plc and Investec Limited</b>									
1	Re-election of Henrietta Baldock	829,045,446	99.73%	2,209,584	0.27%	831,255,030	82.71%	1,348,013	0.13%
2	Re-election of Zarina Bassa	743,516,999	89.47%	87,545,783	10.53%	831,062,782	82.69%	1,540,261	0.15%
3	Re-election of Philip Hourquebie	815,683,492	98.13%	15,571,538	1.87%	831,255,030	82.71%	1,348,013	0.13%
4	Re-election of Stephen Koseff	755,872,614	90.93%	75,384,331	9.07%	831,256,945	82.71%	1,346,098	0.13%
5	Re-election of Nicky Newton-King	828,979,808	99.73%	2,275,361	0.27%	831,255,169	82.71%	1,347,874	0.13%
6	Re-election of Jasandra Nyker	829,044,528	99.73%	2,210,426	0.27%	831,254,954	82.71%	1,348,089	0.13%
7	Re-election of Nishlan Samujh	822,039,893	98.88%	9,280,975	1.12%	831,320,868	82.72%	1,282,175	0.13%
8	Re-election of Khumo Shuenyane	751,600,921	90.42%	79,654,033	9.58%	831,254,954	82.71%	1,348,089	0.13%
9	Re-election of Philisiwe Sibiya	826,137,266	99.38%	5,119,510	0.62%	831,256,776	82.71%	1,346,267	0.13%
10	Re-election of Brian Stevenson	828,982,564	99.73%	2,272,581	0.27%	831,255,145	82.71%	1,347,898	0.13%
11	Re-election of Fani Titi	824,797,440	99.22%	6,457,514	0.78%	831,254,954	82.71%	1,348,089	0.13%
12	Re-election of Richard Wainwright	756,653,105	91.06%	74,242,331	8.94%	830,895,436	82.68%	1,707,607	0.17%
13	Re-election of Ciaran Whelan	756,587,358	91.06%	74,308,147	8.94%	830,895,505	82.68%	1,707,561	0.17%
14	Election of Vanessa	830,916,539	99.96%	337,542	0.04%	831,254,081	82.71%		0.13%

	Oliver							1,348,962	
15	Approval of the DLC directors' remuneration report for the year ended 31 March 2022	815,109,095	98.05%	16,173,486	1.95%	831,282,581	82.72%	1,320,584	0.13%
16	Approval of an amendment to the DLC directors' remuneration policy	829,497,737	99.79%	1,769,898	0.21%	831,267,635	82.71%	1,335,530	0.13%
17	Approval of the DLC directors' remuneration policy	748,162,235	90.00%	83,105,034	10.00%	831,267,269	82.71%	1,335,896	0.13%
18	Authority to take action in respect of the resolutions	831,247,791	100.00%	30,176	0.00%	831,277,967	82.72%	1,325,076	0.13%
<b>Ordinary business: Investec Limited</b>									
19	Presentation of the audited financial statements for the year ended 31 March 2022	Non-voting							
20	Sanction of the interim dividend paid on the ordinary shares	831,312,803	100.00%	10,366	0.00%	831,323,169	82.72%	1,279,746	0.13%
21	Sanction of the interim dividend paid on the SA DAS share	831,312,186	100.00%	10,545	0.00%	831,322,731	82.72%	1,280,184	0.13%
22	Approval of the final dividend on the ordinary shares and the SA DAS share	824,476,767	99.18%	6,846,145	0.82%	831,322,912	82.72%	1,280,003	0.13%
23	Re-appointment of Ernst & Young Inc. as joint auditors	802,682,841	96.56%	28,638,612	3.44%	831,321,453	82.72%	1,281,340	0.13%
24	Re-appointment of KPMG Inc. as joint auditors	749,475,270	90.15%	81,843,639	9.85%	831,318,909	82.72%	1,283,884	0.13%
25	Appointment of PwC Inc. in a shadow capacity	831,070,874	99.97%	248,115	0.03%	831,318,989	82.72%	1,283,804	0.13%
<b>Special business: Investec Limited</b>									
26	Authority to issue the unissued variable rate, redeemable, cumulative preference shares; the unissued non-redeemable, non-cumulative, non-participating preference shares (perpetual preference shares); the unissued non-redeemable, non-cumulative, non-participating preference shares (non-redeemable programme preference shares); and the redeemable, non-participating preference shares (redeemable programme preference shares)	759,132,617	91.32%	72,187,344	8.68%	831,319,961	82.72%	1,283,082	0.13%
27	Authority to issue the unissued special convertible redeemable preference shares	826,470,956	99.51%	4,066,945	0.49%	830,537,901	82.64%	2,065,142	0.21%
28	Authority to acquire ordinary shares	814,657,864	98.25%	14,518,368	1.75%	829,176,232	82.51%	3,426,811	0.34%
29	Authority to acquire any redeemable, non-participating preference shares and non-redeemable, non-cumulative, non-participating preference shares	826,213,961	99.55%	3,739,966	0.45%	829,953,927	82.58%	2,649,139	0.26%
30	Financial assistance	821,054,159	98.81%	9,870,587	1.19%	830,924,746	82.68%	1,378,297	0.14%
31	Approval of the non-executive directors' remuneration	821,701,968	98.85%	9,564,770	1.15%	831,266,738	82.71%	1,336,255	0.13%
32	Amendment to the Investec Limited Memorandum of Incorporation	831,167,401	99.98%	150,106	0.02%	831,317,507	82.72%	1,285,536	0.13%
<b>Ordinary Business: Investec plc</b>									
33	Receive the audited financial statements for the year ended 31 March 2022	823,810,334	99.65%	2,873,934	0.35%	826,684,268	82.26%	5,918,897	0.59%
34	Sanction of the interim dividend paid on the ordinary shares	827,796,409	99.66%	2,784,294	0.34%	830,580,703	82.65%	2,022,462	0.20%
35	Approval of the final dividend on the ordinary shares	830,404,637	99.98%	175,944	0.02%	830,580,581	82.65%	2,022,462	0.20%
36	Re-appointment of Ernst & Young LLP as auditors	810,333,615	97.57%	20,222,954	2.43%	830,556,569	82.64%	2,022,475	0.20%
37	Authority for the Investec plc Audit Committee to	829,720,264	99.90%	817,299	0.10%	830,537,563	82.64%	2,064,420	0.21%

	set the remuneration of the company's auditors								
38	Political donations	585,512,274	70.50%	244,965,122	29.50%	830,477,396	82.64%	2,125,769	0.21%
Special Business: Investec plc									
39	Authority to allot shares and other securities	818,168,135	98.60%	11,624,083	1.40%	829,792,218	82.57%	2,810,825	0.28%
40	Authority to purchase ordinary shares	828,318,137	99.99%	114,321	0.01%	828,432,458	82.43%	4,170,585	0.41%
41	Authority to purchase preference shares	824,632,520	99.86%	1,150,315	0.14%	825,782,835	82.17%	4,713,816	0.47%

The Board notes that at today's AGMs the following resolution passed with a less than 80% majority: resolution 38 (political donations).

Commenting on the less than 80% vote received for authority to make political donations and to incur political expenditure

As set out in the notices to the AGMs, Investec plc does not give any money for political purposes in the UK nor does it make any donations to UK political organisations or incur UK political expenditure. However, the definitions of political donations and political expenditure used in the UK Companies Act 2006 are very wide. In line with UK market practice, the authority is therefore requested only as a precautionary measure to ensure that Investec plc and any company which is or becomes a subsidiary of Investec plc does not inadvertently breach the relevant provisions of the UK Companies Act.

Other information

As at the date of the AGMs, Investec plc's issued capital consists of 696,082,618 ordinary shares of GBP0.0002 each and Investec Limited's issued capital consists of 308,907,870 ordinary shares of ZAR0.0002 each. In accordance with the dual listed companies' structure, the aggregate number of voting rights which may be exercised at the AGMs was 1,004,990,488.

Votes withheld are not votes in law and have not been counted in the calculation of the proportion of votes 'for' or 'against' a resolution. Proxy appointments which gave discretion to the Chair have been included in the 'for' total.

Document regarding Resolutions passed at the Shareholder Meetings on 04 August 2022:

- Copies of all resolutions passed as special business at the Shareholder Meetings on 04 August 2022, pursuant to Listing Rule 9.6.2, will be submitted to the National Storage Mechanism and will shortly be available for inspection at <https://data.fca.org.uk/#/nsm/nationalstoragemechanism>

David Miller  
Company Secretary  
Investec plc

Niki van Wyk  
Company Secretary  
Investec Limited

Johannesburg and London

Date: 04 August 2022

Sponsor: Investec Bank Limited