ANNUAL INTEGRATED REPORT 2026

Building a globally competitive Namibia, providing access to opportunities.

FirstRand
NAMIBIA

FIRSTRAND NAMIBIA ON A PAGE

FirstRand Namibia Limited (FirstRand Namibia or the group) is an integrated financial services business serving individuals, businesses and communities through a diversified portfolio of banking, lending, investment and insurance solutions.

Our promises

shape how our people work, collaborate and make decisions to deliver positive outcomes for customers, society, shareholders and one another.

Our purpose

remains clear: to build a globally competitive Namibia by providing access to opportunities.

Our mission

is to attract and retain talented people who are passionate about stakeholder relationships and committed to delivering innovative, client-centric solutions through efficient, well-governed and sustainable operations.

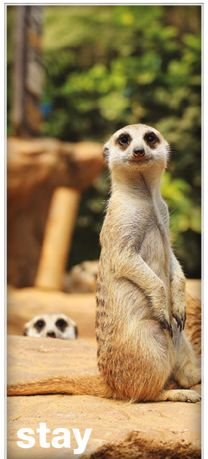
be ***deeply invested.***

value our **differences.**

build **trust,** not territory.

have COURAGE.

right thing.



curious.

Our portfolio

of businesses includes FNB (including WesBank), RMB, Ashburton Investments, Pointbreak Wealth Management and FNB Short Term Insurance.

FNB | RMB | WesBank | ASHBURTON INVESTMENTS | pointBreak wealth management | Insurance

Together, these elements inform our strategy and support our ability to create value over the short, medium and long term.

Refer to *Driving purpose through strategy* on page 40 for detail.

Grow customers

Help our customers grow in their financial journey and dreams through market leading business and service delivery

More to customers

Giving customers access to more and enhancing financial inclusion through diversified financial services offerings

More efficiently

Making financial services easier and more accessible to everyone, everywhere, through a cost effective and efficient operating model

Execution is enabled by technology and digital platforms, disciplined allocation of financial resources and empowered, accountable people.

CONTENTS

WELCOME TO THIS INTEGRATED ANNUAL REPORT

This section shows how FirstRand Namibia applies the principles of integrated thinking to its reporting. It describes how this report was prepared, its scope, and the controls applied to ensure the integrity of its contents.

A THE FUNDAMENTALS OF FIRSTRAND NAMIBIA

This section introduces the group and outlines the nature and scope of our business, our market positioning, competitive differentiators, and the business model through which we create value. It highlights the needs and expectations of our stakeholders and explains how our purpose, vision, strategy and values guide our long-term value creation efforts.

B A ROBUST GOVERNANCE ECOSYSTEM

This section provides an overview of the group's leadership structure and governance framework. It demonstrates how effective governance supports ethical conduct, sound decision-making, accountability and, ultimately, sustainable creation and safeguarding of value for stakeholders.

C DRIVING PURPOSE THROUGH STRATEGY

This section sets out the operating environment and the group's material matters and risk landscape. It details our strategic objectives and choices, including trade-offs between short-, medium- and long-term outcomes, all aimed at creating sustainable value.

D DELIVERING ON PROMISES

This section evaluates how the group delivered on its commitments to stakeholders over the year. It considers value creation, preservation and erosion, and reflects on performance against strategic and stakeholder expectations.

E REWARDING VALUE CREATION

This section sets out the group's remuneration philosophy and policies, and demonstrates how shareholder value creation is rewarded.

F SUPPLEMENTARY INFORMATION

This section complements and supports the main narrative of the report. It provides context, transparency and relevant disclosures to enhance stakeholders' understanding of the group's performance, structure, ownership and governance-related matters. It includes the notice of the annual general meeting (AGM) and form of proxy.


FNB NAMIBIA CRICKET GROUND

THE 2026 REPORTING SUITE

Our reporting suite is designed to meet our diverse stakeholders' information needs. Together, these reports provide a concise, integrated and balanced view of FirstRand Namibia's strategy, business model, governance, performance and value creation outcomes. It covers the financial year from 1 July 2025 to 30 June 2026 (2026 or the year).

The reporting suite is available at www.firstrandnamibia.com.na.

Integrated annual report

This is our primary report to stakeholders. It presents key aspects of our business and how we deliver sustainable growth and value.

The report shows how FirstRand Namibia incorporates integrated thinking principles into its business and reporting. The financial and operational reviews highlight the interconnectedness of the group's strategic objectives, governance and performance, considering the economic, social and environmental context in which it operates.

Key frameworks and standards applied:

- Integrated Reporting Framework
- Banking Institutions Act, No 13 of 2023, as amended (Banking Act)
- Namibian Companies Act, No 28 of 2004 (Companies Act)
- Namibia Securities Exchange (NSX) Listing Requirements
- Namibia Code of Corporate Governance, 2014 (NamCode)

Annual financial statements

These are the audited annual financial statements of the FirstRand Namibia group and company.

Their primary purpose is to present reliable, transparent and comparable financial information that enables users to assess the group and company's financial performance, financial position and cash flows for the year.

Key frameworks and standards applied:

- IFRS® Accounting Standards
- Banking Act
- Companies Act
- NSX Listing Requirements

Do What Matters report

The Do What Matters report to society supplements the integrated annual report.

It comprehensively addresses our societal, economic and environmental impacts.

HOW THIS REPORT WAS PREPARED

This report highlights how FirstRand Namibia's purpose – building a globally competitive Namibia, providing access to opportunities – created value for investors, customers, employees, suppliers, regulators and funding institutions in 2026.

Reporting boundary

This report provides material information on FirstRand Namibia's strategy, business model, governance and performance. It also explains the related risks and opportunities that influence our ability to create value, considering our stakeholders' needs, interests and expectations.

The report is primarily intended for the group's investors, as providers of financial capital, and the broader investment community. It focuses on matters that could materially affect our ability to create and sustain value over the short, medium and long term. For purposes of this report, our time frames are:

- short term: less than one year;
- medium term: one to three years; and
- long term: more than three and up to ten years.

The financial and non-financial information in this report relate to the group as the reporting entity and includes all entities over which the group exercises control. Management is not aware of any material information that has been omitted, nor of any legal prohibition on the publication of information included in this report.

Reporting boundary for the integrated annual report

FirstRand NAMIBIA

Financial reporting boundary

FirstRand Namibia's business brands

FNB Namibia

Retail and commercial banking, including WesBank vehicle asset finance

RMB Namibia

Corporate and investment banking

FNB and RMB together account for 97% of FirstRand Namibia's profit.

We refer to them collectively as First National Bank of Namibia (FNB Namibia or the bank).

Ashburton Investments Namibia

Asset management

Pointbreak

Wealth management

FNB Short Term Insurance

Insurance

For the FirstRand Namibia group of companies, refer to the simplified group structure on page 109.

Strategic focus areas (page 44)

- Grow customers
- More to customers
- More efficiently

Primary stakeholders (page 13)

- Regulators
- Customers
- Society
- Investors
- Employees
- Suppliers

Capitals applied in the creation, preservation and erosion of value (page 18)

- Financial
- Social
- Manufactured
- Human
- Natural
- Intellectual

Material matters (page 47)

- Sustainable economic transition
- Customer satisfaction
- Regulation, compliance and security
- Future-fit group
- Culture and talent

An integrated development process

We aim to improve our reporting each year by considering stakeholders' information needs, feedback on the previous report and changes to our material matters and operating context. This year, our main improvements relate to governance, risks and expansion on our strategy.

The integrated reporting process is managed by a working group led by the Chief Financial Officer (CFO). Content is developed through collaboration with internal stakeholders across the group. The report is reviewed by senior management and the executive committee (exco), then by the audit and risk committee, and is ultimately approved by the board of directors (board).

Assurance

We apply an Integrated assurance model (pages 51 to 52) to assess and assure selected aspects of the group's operations, including the internal controls that support external reporting. This approach integrates and optimises assurance activities and risk functions to support an effective control environment and the integrity of information used in decision-making and reporting.

The assurance given to the board is supported by three lines of defence.

1. First line: management assurance
2. Second line: internal assurance
3. Third line: independent assurance

Our external auditors, Ernst & Young Namibia, provided independent assurance on the fair presentation of the consolidated and separate annual financial statements for the year. They also read the integrated annual report and considered whether any information presented is materially inconsistent with the financial statements or with the knowledge obtained during their audit, or otherwise appears to be materially misstated. No such inconsistency or material misstatement was identified.

Approval by the board

The board acknowledges its responsibility for ensuring the integrity of the integrated annual report. The directors confirm that the report fairly represents the group's performance for 2026 and its growth strategies, material matters, risks and opportunities, and prospects.

The board applied its collective mind to the preparation and presentation of this report and believes it was prepared in accordance with the Integrated Reporting Framework. The board approved the report on 20 August 2026.

ON Shikongo

C Britz

LP Smit

C Dempsey

LD Kapere

E van Zyl

MJ Lubbe

SL Balsdon

Forward-looking information

This integrated annual report contains forward-looking statements and information about the group's operations and expected performance. By their nature, these statements involve risk and uncertainty because they relate to future events and circumstances that may or may not occur.

Forward-looking statements are not statements of historical fact. They reflect the current estimates, expectations and assumptions of FirstRand Namibia's management regarding the group's future prospects and performance.

The group does not undertake to publicly update or revise any forward-looking statements, whether due to new information, future events or otherwise. These forward-looking statements have not been reviewed or reported on by the group's external auditors.

A THE FUNDAMENTALS OF FIRSTRAND NAMIBIA

PROVIDING INTEGRATED FINANCIAL SERVICES

FirstRand Namibia provides financial services to every sector of the Namibian economy. The group does this through a comprehensive range of products and services, a country-wide network of branches, agencies and digital solutions, and a deep understanding of customers and communities.

FNB Namibia

Gross advances

N$44.1 billion
(2025: N$40.8 billion)

Deposits

N$52.1 billion
(2025: N$45.6 billion)

FNB

FNB Namibia – retail and commercial banking

Offers a broad range of innovative financial services and products.

RMB

RMB Namibia – corporate and investment banking

Offers a broad range of financial products to corporate and institutional clients.

WesBank

WesBank Namibia – vehicle asset finance

Offers vehicle and asset finance to retail, commercial and corporate clients.

FirstRand NAMIBIA

Integrated financial services

ASHBURTON INVESTMENTS

Ashburton Investments Namibia – asset management

Offers traditional and alternative asset management solutions.

Assets under management (AUM) N$21.6 billion

Unit trust funds: 9

pointBreak wealth management

Pointbreak – wealth management

Offers financial advice and investment services to suit clients' unique needs.

Assets under advice (AUA) N$8.9 billion

Wealth and asset under management

AUM and AUA N$30.5 billion

Unit trust funds: 9

Insurance

FNB Short Term Insurance

Offers a range of short-term products.

Other insurance offerings

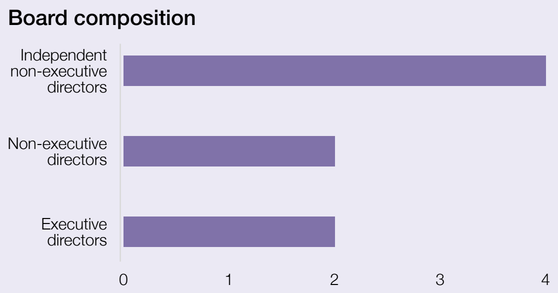
Long-term insurance products and advice.

LEVERAGING THE GROUP'S STRENGTHS

Governance and leadership

The group benefits from strong and independent governance. Its board consists mainly of non-executive directors, the majority of whom are independent, and its experienced executive management team (exco) which has an average tenure of 9.1 years.

During 2026, the group implemented structural governance changes that further strengthened its corporate governance practices. Refer to page 24 for further detail.

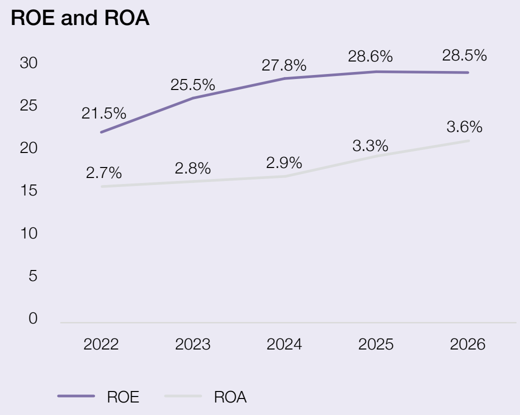


Sustainable financial value creation

The group's long-term value creation is underpinned by:

- resilient operating franchises;
- disciplined capital management; and
- a diversified earnings base.

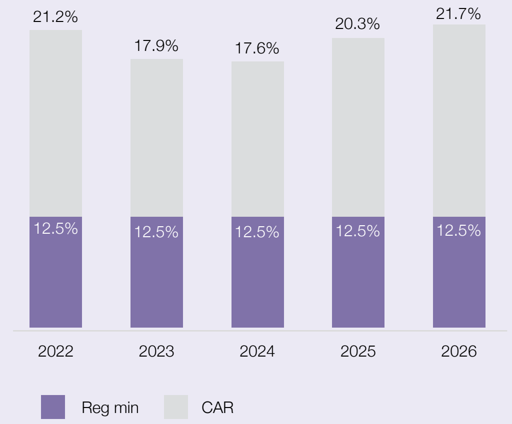
FirstRand Namibia's historical performance demonstrates our strategy's effectiveness and our ability to deliver sustainable, risk-adjusted returns through the cycle.



Strong capital position

Capital strength remains a core competitive advantage. The group maintains healthy capital adequacy ratios (CAR) above regulatory minimums. This provides:

- resilience against stress;
- capacity to support growth; and
- flexibility to invest in strategic priorities.

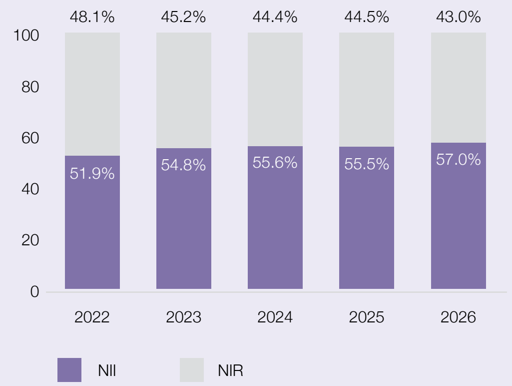


Diversified revenue streams supporting earnings quality

Non-interest revenue (NIR) contribution reflects the group's extensive value adding product offerings and deep client relationships. This reduces reliance on net interest income (NII) and contributes to more stable performance across economic cycles.

Continued investment in transactional, insurance, wealth and specialist activities supports sustainable growth in annuity income streams.

Revenue contribution



Sustainable value to shareholders

The group's resilient financial performance enables sustainable shareholder value creation. This underpins its capacity to distribute dividends while retaining sufficient capital to support future growth, resilience and strategic flexibility. During 2026, the group revised its dividend cover range from 1.5–2.5 times to 1.3–1.8 times.

Dividend cover*

* *Based on total dividends declared*

Strategy supporting long-term value creation

The group's strategic focus areas are closely aligned to its strengths and long-term sustainability objectives. Disciplined growth, robust risk and governance frameworks, digital enablement and operational efficiency reinforce resilience while enabling scalable growth.

These priorities support the effective financial capital stewardship and strengthen intellectual, human, social and relationship capitals over time.

A STRONG POSITION IN THE BANKING INDUSTRY

FNB Namibia remains one of the leading banks in Namibia, supported by its scale, diversified client base, strong transactional platform and continued investment in customer-facing technology and service capabilities.

Performance in FNB Retail, FNB Commercial and RMB reflects the benefits of a well-diversified portfolio, disciplined execution and a customer-led approach. Together, these support sustainable growth and resilience.

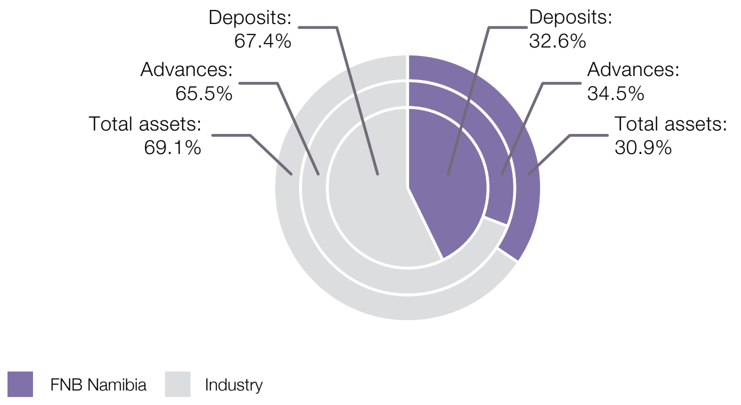
The Namibian banking sector advances book grew by 11.3% to N$134 560 million (2025: N$120 904 million), supported by similar growth in business and retail private sector credit extension (PSCE) of 4.5% and 4.5%, respectively. Business PSCE growth was mainly driven by instalment credit and term loans, which increased by 24.4% and 2.5%, respectively. Retail PSCE also recorded growth in instalment credit of 14.8%, however, overall growth was subdued by mortgage loan growth of 2.1%.

FNB Namibia's share of sector advances was 34.5%, reflecting its strong position across retail, commercial and corporate lending activities.

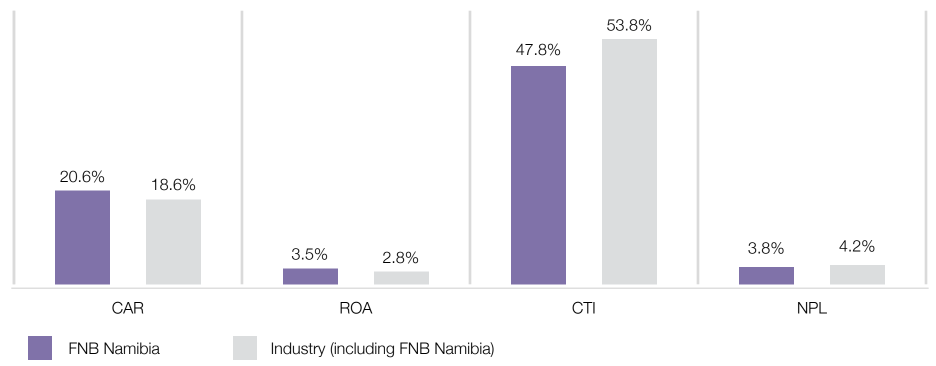
The Namibian deposit market grew by 16.2% to N$159 468 million (2025: N$137 278 million), with FNB Namibia's deposit book representing 32.6%.

In terms of capital position and operational performance, FNB Namibia recorded a capital adequacy ratio (CAR) of 20.6% and a return on assets of 3.5%, compared to industry averages of 18.6% and 2.8%, respectively. The cost-to-income ratio for FNB Namibia was 47.8%, compared to 53.8% for the industry, indicating relatively stronger cost management. FNB Namibia delivered a strong credit performance, achieving a non-performing loan (NPL) ratio of 3.8%, well below the industry average of 4.2%.

Market share



Key performance measures



Source: Bank of Namibia's latest industry regulatory returns, June 2026.
Key performance measures for FNB Namibia are as at 30 June 2026.

HIGHLIGHTING WHAT MATTERS

FirstRand Namibia's scale, reach and diversified financial services activities result in a broad set of financial, economic and societal impacts.

We contribute to financial inclusion, support economic activity, enable access to opportunities and create value for a wide range of Namibian stakeholders. Explore more in our Do What Matters report to society.

We are a large employer, deeply invested in our 2 486 employees (2025: 2 361)

Paid **N$1.8 billion** in employee salaries (2025: N$1.6 billion)

Invested **N$18.1 million** in employee development (2025: N$14.5 million)

Onboarded **62 individuals** in our graduate development and FirstJob internship programmes (2025: 48)

Increased access to opportunities with:

- **N$3.3 million** (2025: N$1.7 million) of tertiary education support to non-managerial employees through the Staff Assistance Trust
- **N$11.0 million** (2025: N$9.9 million) of interest-free study loans to employees

Awarded **Top Employer Namibia** | **Top Employer Africa** for the second consecutive year

We contribute meaningfully to society

Sustainability finance

- Green loans of **N$24.9 million** (2025: N$31.3 million) were extended as part of our strategy to positively impact stakeholders by advancing environmental sustainability
- The **N$500 million** sustainability bond issued in 2025 was allocated to projects supporting financial inclusion and renewable energy initiatives. Refer to the *Climate risk management* section on page 64 for further detail

Tax payments to the Namibia fiscus of **N$967.4 million** (2025: N$931.9 million)

The FirstRand Foundation invested **N$19.1 million** (2025: N$17.2 million) to support Namibians

We partner for economic growth and job creation through enterprise development

We provide credit:

- FNB Namibia services **34.5%** of the Namibian banking sector advances
- Extended **N$21.9 million** (2025: N$25.7 million) in accessible housing (low-income residential property valued at less than N$500 000)

We are an enabler of financial return

N$2.0 billion in interest paid to clients (2025: N$2.5 billion)

N$554.9 million in dividends paid to Namibian shareholders (2025: N$407.7 million)

FNB Rewards payout of **N$41.2 million** (2025: N$36.6 million)

N$17.7 million in assets under management as part of our Exchange Traded Notes programme

N$21.6 billion (2025: N$19.7 billion) total assets under management with Ashburton

N$8.9 billion (2025: N$8.2 billion) assets under advice with Pointbreak

Insurance premium income of **N$198.2 million** (2025: N$177.6 million) with **14 496** (2025: 13 339) claims settled

Improving access, affordability and inclusion

Our expansive branch network and digital solutions are key enablers of financial inclusion. The group enhanced accessibility and affordability through digital platforms by eliminating all fees on local card swipes within Namibia from 1 July 2025.

eWallet

eWallet allows FNB clients to instantly send money to anyone with an active cellphone number, even if the recipient has no bank account.

N$104.5 million eWallet customer balance
(2025: N$94.7 million)

Cash@Till

Cash@Till allows FNB clients to shop and withdraw cash seven days a week at partner stores nationwide by swiping their FNB Visa cards on point of sale machines.

3 515 Cash@Till merchants (2025: 2 208)	**N$1.1 billion** cash withdrawals at Cash@Till (2025: N$856 million)

SME Digital Hub

SME Digital Hub is a dedicated service model designed to help small to medium enterprises (SMEs) manage transactions, credit applications, and account queries remotely.

Since the SME Digital Hub was launched on 1 September 2025, **18 364** clients have been onboarded and are now serviced virtually.

weSave

A group savings account that allows up to 90 members to save collectively for shared goals with no monthly fees. The product was launched in February 2026.

N$5.4 million weSave customer savings	**3 431** members

DigiPlus

DigiPlus is an entry-level, fully digital transactional account, accessible via USSD and with no monthly account fees.

13 634 DigiPlus accounts
(2025: 14 484)

CashPlus

FNB partners with merchants who act as agents for the bank, providing customers with day-to-day banking services through the CashPlus channel.

486 CashPlus agents (2025: 371)	**4.4 million** CashPlus transactions (2025: 3.1 million)

Future-fit branch network

45 branches including digital hubs (2025: 45)	**11 032** point of sale devices (2025: 11 991)

333 ATMs,
including ADTs and mobile ATMs
(2025: 336)

Global and local recognition in 2026

FNB Namibia

- FNB: Global Finance's Best Bank in Namibia
- FNB Retail: Euromoney – Namibia's Best for Digital Solutions and Namibia's Best International Private Bank
- Top Employer in Namibia and Africa 2026
- Professional Management Review Africa Awards
  - Diamond Arrow Awards:
    - Banks (Agriculture)
    - Banks (Business Banking)
    - Banks (Credit Cards)
    - Banks (Personal Banking)
    - Banks (Private Banking)
    - Digital Banking Services
  - Golden Arrow Awards:
    - Investment Services
    - Corporate Social Responsibility

RMB Namibia

Global Banking and Finance Awards 2026®:

- Best Investment Bank Namibia
- Best Renewable Energy Financing Namibia

SERVING STAKEHOLDERS

Effective stakeholder relationship management is essential to our long-term resilience, strategic execution and broader contribution to Namibia's economic and social development.

Our stakeholders are individuals and groups who influence or are affected by FirstRand Namibia's activities, performance and long-term sustainability. Through a stakeholder-inclusive approach, we engage openly with them to understand their interests, respond to material matters and strengthen relationships that support sustainable value creation.

Responsibility for stakeholder management

1 Board

The board provides overall oversight of stakeholder relationship management. It is updated on material stakeholder matters through established governance structures and management reports, enabling it to consider stakeholder interests in its oversight role.

2 Audit and risk committee (ARC) and sustainability, talent and remuneration committee (STRC)

The board mandates these committees to oversee the coordinated management of stakeholder relationships and to monitor how key stakeholder matters are considered in decision-making.

3 Exco

Exco, together with business unit heads, is responsible for day-to-day stakeholder engagement and for ensuring that stakeholder insights are reflected in operational execution and strategic priorities.

Stakeholder engagement is embedded in our governance structures, risk management processes and materiality assessment, supporting an integrated understanding of the matters that influence value creation.

We engage stakeholders through formal channels such as regulatory submissions, investor engagement, customer service platforms, employee surveys and community forums. These channels provide ongoing feedback that helps us respond proactively to stakeholder priorities and improve how we deliver value.

Our focus in 2026

2026 focus areas	Status
Enhance financial inclusion and digital literacy by expanding our reach to rural and underserved populations through agent banking and mobile education platforms.	The group continued to expand access through its physical, digital and alternative channel footprint, including CashPlus, Cash@Till, DigiPlus, weSave and eWallet. To support affordability, the group removed fees on local card swipes from 1 July 2025. Further information is available in the *Improving access, affordability and inclusion* section and the Do What Matters report.
Strengthen regulatory engagement to stay ahead of emerging requirements in cyber-security, artificial intelligence (AI) in banking, and sustainable finance taxonomies.	Regulatory engagement remained embedded in the group's governance, risk and compliance processes, including ongoing engagement on prudential, conduct, technology, cyber-security and sustainability-related matters. Further information is available in the *A robust governance ecosystem* and *Managing the group's risks* sections.
Deepen stakeholder trust by embedding environmental and social considerations more fully into credit risk assessments and product development.	Environmental and social considerations were further integrated into business activities through sustainable finance, green lending, sustainability bond allocation and impact reporting, as well as product development that supports financial inclusion and shared prosperity. The group applied environmental and social risk considerations in financing activities and product design. Further information is available in the *Managing the group's risk* section and the Do What Matters report.
Foster a culture of responsiveness by equipping teams with real-time analytics and stakeholder intelligence tools for improved decision-making.	The group strengthened data-led insights, digital platforms and customer experience processes to improve responsiveness and decision-making. These capabilities supported initiatives such as the customer experience recovery programme, SME Digital Hub and digital-first lending, and enhanced service delivery across channels. Further information is available in the *Serving customers* and *Improving access, affordability and inclusion* sections.

The focus going forward

We will continue to build on our societal impact by focusing on the following priorities:

- expanding access to opportunities by strengthening financial inclusion, digital access and customer education across Namibia;
- deepening engagement with regulators and other stakeholders as the operating environment, technology landscape and sustainability agenda continue to evolve;
- embedding environmental, social and governance (ESG) considerations more fully into decision-making, risk management and product development; and
- strengthening our capabilities, data and execution to improve responsiveness, deepen stakeholder trust and support sustainable value creation.

These focus areas are expanded throughout this report, particularly in the following sections:

- *Improving access, affordability and inclusion*
- *Serving customers*
- *A robust governance ecosystem*
- *An intentional strategy*
- *Managing the group's risk*

The above is further supported by detailed societal impact disclosures in the Do What Matters report.

FirstRand Namibia aims to continue creating meaningful value for stakeholders while supporting inclusive economic growth and long-term resilience.

Serving customers

	Retail banking	Commercial banking	Corporate and investment banking	Wealth and asset management	Insurance offerings
Typical clients	Individual clients through each stage of their financial journey. Includes self-employed, retirees, youth and global citizens.	Medium to large commercial businesses with turnover less than N$800 million, commercial property funding and agri-ventures. Includes tourism industry support and a mandate to grow SMEs nationally.	Large corporates with turnover exceeding N$800 million. Includes institutions in mining, real estate, retail, financial and diversified industries.	Financial institutions, corporate and retail customers, trusts and estates.	Short-term and long-term insurance customers.
Products	Inclusive financial solutions tailored to client needs. Includes digital enablement solutions, transactional, savings and lending products.	Innovative client value propositions and experiences that address all business banking needs. Includes transactional banking, lending, trade and working capital solutions, merchant services and purchase order financing.	An integrated and comprehensive range of investment banking solutions. Includes lending and advisory, global markets, custody and transactional banking.	Wealth management, estate planning, traditional and alternative asset management (private equity, property, infrastructure and segregated mandates). Two new funds were launched in 2026, the Ashburton Namibia Balanced Fund and the Ashburton Namibia Global Equity Fund of Funds.	Short-term and long-term insurance products and advice, affordable funeral cover, and comprehensive insurance solutions for buildings, motor vehicles, portable possessions, home contents, and personal liability.
Channels	For details on how the group reaches its customers through reliable, convenient and affordable channels, refer to page 12.				
Customers' expectations	• Simple and transparent banking • Quality products and exceptional service • Accessible, affordable banking products, including digital platforms and low-cost transactional accounts • Convenient access to products and services through their channel of choice • A secure environment in which to transact • Useful information, education and advice that promote financial wellness and peace of mind				
Measures considered in relationship quality and value created	Relationship quality: • Client satisfaction and experience: Utilises net promoter score (NPS) by asking "how likely are you to recommend FNB?" • Trust and complaints handling: Monitors complaint incidence and resolution metrics • Employee experience: Evaluates empathy, empowerment and capability of frontline staff • Multi-experience: Measures consistency and seamlessness across digital and physical touchpoints • Customer engagement: Measured through ongoing feedback Value created: • Customer perceived value and price fairness: Benchmarks favourability of fees and pricing relative to benefits • Sustainable and inclusive products: Measures inclusive offerings such as CashPlus agent banking • Transformation and social value: Measures success against the Namibian Financial Sector Charter through ownership and control, human resources (HR) development, etc.				

Supporting employees

Employees expect:

- Support and capability development, including corporate governance and digital skills training, wellbeing initiatives, and leadership development to prepare them for future banking models
- Stimulating work, with prospects to make a difference
- A safe and healthy work setting, sustained by flexible work arrangements
- Fair remuneration, effective performance management and recognition
- Career growth and development opportunities

FirstRand Namibia aims for:

- An innovative culture that is people and client-focused
- A diverse and inclusive employee profile

FirstRand Namibia measures:

- Employee attrition rates
- Employee survey outcomes
- Top employer awards
- Investment in employee training and development

For more information on human capital, refer to the *Human capital's performance* section.

Uplifting society

Society expect:

- Engagement with investors and sustainability stakeholders on sustainable finance offerings and progress on social impact initiatives
- Access to financial services, products and solutions that create positive impacts for individuals, families, businesses and communities
- Promotion of social and environmental matters that contribute to building a thriving society

FirstRand Namibia aims for:

- Shared prosperity
- Inclusive growth that supports national development objectives

FirstRand Namibia measures:

- FirstRand Namibia Foundation
- Staff Assistance Trust
- Corporate social investment (CSI) contributions

Refer to the Do What Matters report for detailed information.

Collaborating with regulators

Regulators expect:

- Compliance with all legal and regulatory requirements and sustainable and responsible banking practices
- Effective governance and financial and operational stability
- A responsible taxpayer
- Transparent reporting and disclosure
- Active participation and contribution to industry and regulatory working groups

FirstRand Namibia aims for:

- Timely, regular and transparent reporting
- Buffer on solvency capital

FirstRand Namibia measures:

- Financial and non-financial targets
- Group CAR
- Taxes paid
- Solvency capital and liquidity management
- Claims turnaround times

Delivering for investors

Investors expect:

- Share price growth and a rewarding dividend stream
- Sustainable growth in earnings and net asset value (NAV), and ROE above cost of equity
- A strong balance sheet to guard against downside risk
- Strong and experienced management, providing sound risk management
- Strategic focus on diversification through partnerships and acquisitions
- Transparent reporting and disclosure

FirstRand Namibia aims for:

- Positive share performance
- Profit growth
- Strong business performance

FirstRand Namibia measures:

- NAV per share
- Earnings per share and headline earnings per share
- ROE
- Dividend cover and dividend per share

Refer to the *Five-year financial overview* on page 106.

Financial value distributed to stakeholders

In fulfilling our promises to stakeholders, FirstRand Namibia allocates the value it creates in appropriate and meaningful ways – and for many stakeholders, in ways that go beyond financial value.

Net interest income after impairments	+	Non-interest revenue	=	Financial value created
N$3 422 million (2025: N$2 828 million) Interest expense paid to customers and debt investors was **N$1 623 million** and **N$395 million**, respectively.	+	(including insurance service result) **N$2 778 million** (2025: N$2 702 million)	=	**N$6 200 million** (2025: N$5 530 million)

How financial value for stakeholders was distributed

Employees	Suppliers	Society (through the FirstRand Namibia Foundation)	Shareholders	Economy	Retained for future growth
29%	**18%**	**1%**	**22%**	**16%**	**14%**
(2025: 29%)	(2025: 18%)	(2025: 1%)	(2025: 18%)	(2025: 16%)	(2025: 18%)

A VALUE-CREATING BUSINESS MODEL

Financial capital

Our strong capital position, supported by diversified and sustainable sources of funding and deposits.

The group aims to positively impact stakeholders by:

- Providing accessible transactional, savings, lending, insurance and asset management solutions to households and commercial clients
- Deploying funds
- Funding opportunities (corporates and commercial clients)
- Providing housing financing (property ownership and access to housing)
- Shareholder returns

Key constraints in 2026

Affordability pressure, credit risk and funding cost dynamics required disciplined origination, capital allocation and liquidity management.

Measurable outcomes

- Capital base
  - Equity: N$7.9 billion (2025: N$7.1 billion)
  - Capital adequacy 21.7% (2025: 20.3%)
  - ROE: 28.5% (2025: 28.6%)
- Balance sheet growth
  - Customer growth: Net advances growth of 9.2% (2025: 3.9%) and total deposits growth of 14.3% (2025: 2.1%)
- Profitability
  - Profit before tax growth of 12.7% (2025: 10.7%)
  - CTI: 48.5% (2025: 46.2%)
  - Customer growth across diversified revenue streams. NIR contribution of 43.0% (2025: 44.5%)
- Other
  - Share price: N$55.16 (2025: N$47.12)
  - Dividends declared: 668.34 cents (2025: 476.34 cents)

Link to Do What Matters report

- Deploying the group's resources to drive economic growth

Social capital

Our relationships with stakeholders, including the communities in which we operate.

The group aims to positively impact stakeholders through:

- Contributions to society (Namibia fiscus and CSI contributions)
- Constructive relationships and dialogue with regulators, government and other stakeholders
- Economic growth, business activity and job creation
- Fair customer treatment and responsible conduct

Key constraints in 2026

Rising stakeholder expectations around trust, fairness, inclusion, sustainability and regulatory responsiveness required continued engagement and transparent reporting.

Measurable outcomes

- Direct and indirect tax paid: N$1.8 billion (2025: N$1.7 billion)
- CSI contributions: N$19.1 million (2025: N$17.5 million)
- Compliance with regulatory requirements
- 87% localised procurement in Namibia (2025: 87%)
- Number of customer complaints: 977 (2025: 713)

Link to Do What Matters report

- Deploying the group's resources to drive economic growth
- Treating customers fairly and doing the right thing
- Investing in communities and the environment through CSI

Manufactured capital

Our physical infrastructure, including our branch and ATM network, digital and physical channels, and IT systems.

The group aims to positively impact stakeholders through:

- Financial inclusion
- Increased access
- Provision of financial services

Key constraints in 2026

Maintaining reliable, secure and accessible physical and digital channels required ongoing infrastructure investment and operational resilience.

Measurable outcomes

- Business processes and structures
  - Technology infrastructure investment: N$658 million (2025: N$553 million)
  - Digital logins by retail customers up 7.8% year-on-year
  - 18 364 clients onboarded on SME Digital Hub since inception
  - Two new funds were launched in 2026, the Ashburton Namibia Balanced Fund and the Ashburton Namibia Global Equity Fund of Funds
- Physical infrastructure
  - 45 (2025:45) branches, including digital hubs
  - 486 (2025: 371) CashPlus agents

Link to Do What Matters report

- Leveraging transactional platforms and products for economic inclusion

Human capital

Our culture, solutionist people, experienced leadership and teams.

The group aims to positively impact stakeholders by investing in employees and future talent.

Key constraints in 2026
Competition for specialist skills and the need to prepare employees for future banking models required continued investment in capability, leadership and wellbeing.

Measurable outcomes

- Salaries and benefits paid: N$1.8 billion (2025: N$1.6 billion)
- Investment in training: N$18.1 million (2025: N$23.1 million)
- Interest-free study loans: N$11.0 million (2025: N$9.9 million)
- 41% women and 48% previously disadvantaged in senior management (2025: 44%, 53%)
- Bursaries awarded: N$5.3 million (2025: N$3.1 million)

Link to Do What Matters report

- Providing an enabling environment for thriving employees

Natural capital

Our inter-dependency on natural resources and the impact of our operations and financing activities on the environment.

The group aims to positively impact stakeholders by advancing environmental sustainability.

Key constraints in 2026
Climate-related data limitations and the maturity of sustainable finance opportunities constrained the pace of environmental risk integration and impact measurement.

Measurable outcomes

- Five Star green-rated building (FNB @Parkside)
- 14 tonnes of waste collected from @Parkside in 2026 (2025: 22 tonnes), of which approximately 10 tonnes (71%) (2025: 11 tonnes (50%)) were distributed for recycling
- Total solar power generated at all FNB locations is approximately 223 081 kWh (2025: 264 589 kWh)
- FNB @Parkside refresh: LED energy saving lighting installed

Link to Do What Matters report

- Deploying the group's resources to drive economic growth
- Supporting and enabling climate resilience and environmental guardianship
- Investing in communities and the environment through CSI

Intellectual capital

Our brand equity, data and analytics capabilities, innovation in digital platforms, governance frameworks, and financial and risk management systems.

The group aims to positively impact stakeholders by driving the business's long-term sustainability.

Key constraints in 2026
Cyber\fraud risk, responsible data use, AI governance and technology complexity required continued investment in systems, controls and innovation capability.

Measurable outcomes

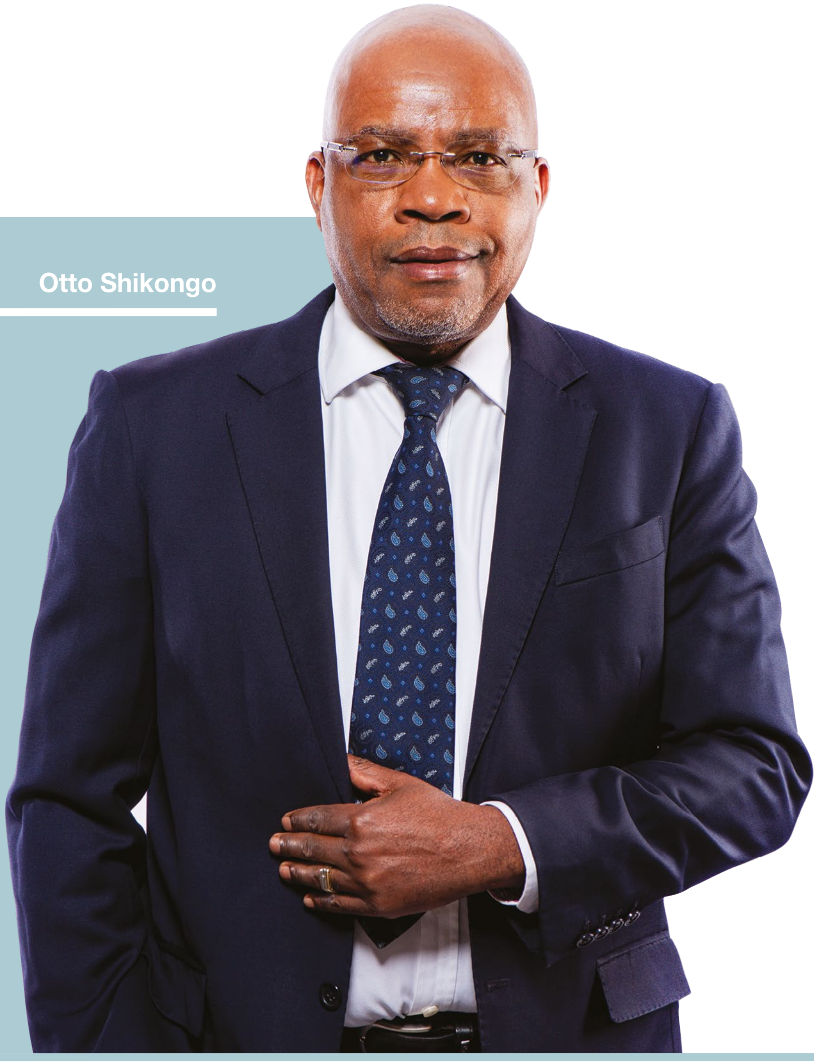
- Awards received (page 12)
- Development capabilities
- Enhanced industry collaboration, knowledge sharing, and the development of collective fraud intelligence and financial crime initiatives.

Link to Do What Matters report

- Deploying the group's resources to drive economic growth
- Treating customers fairly and doing the right thing
- Supporting and enabling climate resilience and environmental guardianship

B A ROBUST GOVERNANCE ECOSYSTEM

LETTER FROM THE CHAIRPERSON



Otto Shikongo

Our purpose continues to be the lens through which strategic decisions are evaluated. Beyond financial performance, the group remains committed to enabling economic participation, supporting businesses and entrepreneurs, promoting financial inclusion and contributing meaningfully to Namibia's development aspirations.

Against a backdrop of global uncertainty and domestic economic resilience, FirstRand Namibia delivered a sound financial performance. It remained steadfast in its purpose: to build a globally competitive Namibia by providing access to opportunities. As a board, we focused on providing strategic oversight, safeguarding long-term sustainability, and ensuring the group remains well-positioned to support Namibia's growth agenda.

Operating environment

Namibia entered a pivotal period in its development journey. While economic activity was supported by mining, financial services and a gradual recovery across key sectors, the emergence of the oil and gas industry has begun to reshape the country's long-term prospects. At the same time, the operating environment continued to be characterised by inflationary pressures, evolving regulatory expectations and increased competition within the financial services sector. The board remained cognisant of these realities and guided the group to balance growth opportunities with prudent risk management.

Performance and strategic resilience

The group's performance for the year reflects the strength of its diversified franchise, disciplined execution and a resilient balance sheet. Building on the momentum reported at the interim stage, the group maintained strong capital and liquidity positions while continuing to create value for shareholders and broader stakeholders. The quality and sustainability of earnings, together with sound credit risk management, remain material to the board and underpin our confidence in the group's long-term prospects.

Governance, stewardship and regulatory alignment

The board continued to strengthen governance practices to ensure alignment with evolving regulatory expectations and leading governance standards. During the year, a comprehensive review of the governance framework resulted in enhancements to board structures, committee mandates and oversight processes. Particular attention was given to strengthening accountability, reinforcing independent judgement and ensuring focused oversight across critical areas of governance. These refinements enhance the board's effectiveness and position the group to respond proactively to a dynamic regulatory environment. Ethical leadership remains central to our governance philosophy and is supported by the group's code of ethics and robust governance processes. The board is satisfied that the enhancements implemented during the year further strengthen our governance model and reinforce sustainable value creation for all stakeholders.

Outlook

Namibia stands on the threshold of significant opportunity. The anticipated development of the oil, gas and mining sectors, together with continued investment in infrastructure, energy and enterprise development, presents the prospect of accelerated economic growth. While risks remain, the Board believes FirstRand Namibia is well positioned to support and benefit from these developments through its strong franchise, sound governance and disciplined approach to risk and capital management.

Appreciation

On behalf of the board, I extend my sincere appreciation to my fellow directors for their stewardship and guidance, to management and employees for their dedication and commitment, to our customers for their trust, to our regulators for their constructive engagement and to our shareholders for their continued support. Together, we remain committed to creating enduring value and contributing meaningfully to a globally competitive Namibia.

Otto N Shikongo

Board chairperson


FNB
RMB
WesBank
ASHBURTON INVESTMENTS

A STREAMLINED GOVERNANCE STRUCTURE

The board serves as the focal point and custodian of corporate governance, ensuring the group is governed in a way that supports sustainable value creation for all stakeholders. It exercises oversight across strategy, performance, risk and compliance, while maintaining a clear separation between governance and management responsibilities.

Board committees enhance governance effectiveness and enable focused oversight. They are formally constituted with clearly defined mandates and operate under approved terms of reference. Each committee is empowered by the board to oversee specific areas of responsibility and reports regularly to the board on its activities, findings and recommendations.

As part of ongoing governance improvements, the group refined the structure and composition of its board committees. Key focus areas of the governance enhancements included:

- strengthening board and committee independence;
- enhancing segregation of duties between governance and management;
- aligning committee structures with regulatory expectations; and
- improving oversight of risk, audit, remuneration and governance matters.

These changes enabled a clearer delineation of responsibilities while strengthening coordination across assurance and risk functions.

FirstRand Namibia Limited Board

Audit and risk committee | **Directors' governance committee** | **Sustainability, talent and remuneration committee**

	Previous structure	Revised structure
Board committees	**Four separate committees (audit, risk and compliance, remuneration, and governance)**	**Three consolidated committees (audit and risk, sustainability, talent and remuneration, and governance)**

The group maintains a governance structure designed to support effective oversight, promote independent decision-making and ensure alignment with regulatory requirements.

LEADING ETHICALLY

Our culture is founded on ethical leadership, transparent flow of information, integrity of reporting, and fair treatment of customers.

Ethical and effective leadership and accountability

The board, as the governing body, is committed to ensuring ethical and effective leadership, guided by the principles of integrity, accountability, fairness, transparency and responsibility.

The board endorsed the FirstRand Namibia code of ethics, which serves as the cornerstone for ethical conduct across the group. It applies equally to directors, employees and other stakeholders. The code of ethics establishes a shared understanding of the standards of behaviour expected and provides practical guidance for ethical decision-making.

Refer to the *Managing the group's risk* section on page 50 for more on ethical reporting, enforcement mechanisms and key focus areas.

A STRONG BOARD OF DIRECTORS

The board comprises a balanced mix of independent non-executive directors, non-executive directors, and executive directors, providing an appropriate blend of skills, experience, and independence.

Chairperson

Otto Shikongo
64

Board chairperson
Independent non-executive director

Appointed:
February 2023

Master of Engineering, Mechanical Engineers Certificate of Competency, Professional Engineer.

Executive directors

Conrad Dempsey
50

Chief Executive Officer

Appointed:
October 2020

Chartered Accountant (NAM) (SA), Global Chartered Management Accountant (UK), Associate Member of the Association of Corporate Treasurers (UK), Master of Philosophy in Future Studies.

Lizette Smit
37

Chief Financial Officer

Appointed:
July 2023

Chartered Accountant (NAM) (SA).

Independent non-executive directors

Markus Lubbe
61

Independent non-executive director

Appointed:
February 2023

Chartered Accountant (NAM) (SA).

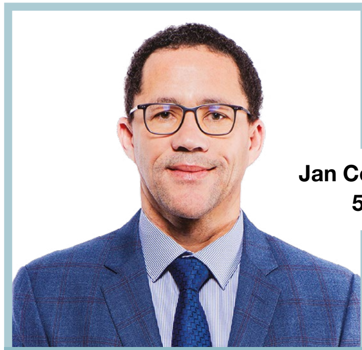
Libertha Kapere
49

Independent non-executive director

Appointed:
December 2022

Bachelor of Jurisprudence (BJuris), Bachelor of Laws (LLB), Admitted Legal Practitioner (High Court of Namibia).

Significant external appointments and affiliations:
Namibia Theological Seminary



Jan Coetzee
51

Independent non-executive director

Appointed:
October 2021

Resigned:
April 2026

Certificate in Concepts of Data Processing, Diploma in Computer Literacy, Microsoft Certified Systems Engineer, COBIT®5 Implementation Approved Trainer, ITIL® Foundation Approved Trainer, Resilia Cyber-Security Foundation, Service Desk Institute.

Emile van Zyl
64

Independent non-executive director

Appointed:
March 2022

Bachelor of Commerce in Economic Science, Bachelor of Commerce Honours in Economics, Master of Commerce in Economics.

Non-executive directors

Samantha Balsdon
58

Non-executive director

Appointed:
July 2024

Bachelor of Commerce, Chartered Financial Analyst.

Conville Britz
54

Non-executive director

Appointed:
April 2026

Chartered Accountant (SA).

I-Ben Nashandi
55

Non-executive director

Appointed:
January 2019

Resigned:
October 2025

Bachelor of Commerce, Master of Science in Financial Economics, Master of Commerce in Development Finance.

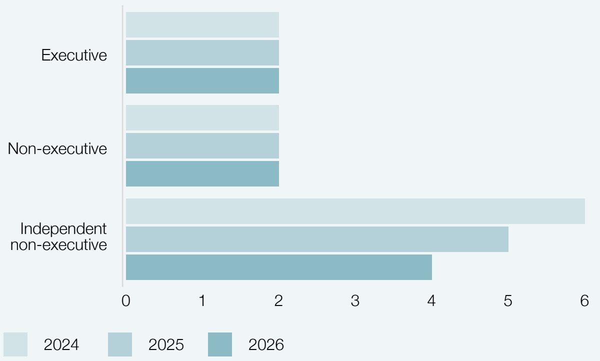
Significant external appointments and affiliations:
National Planning Commission of Namibia (executive director/accounting officer)

Independence

The board reflects an appropriate balance of power. It consists mainly of non-executive directors, the majority of whom are independent. Non-executive directors are subject to an annual assessment of independence led by the chairperson and the directors' governance committee. Each non-executive director of the board classified as independent underwent this evaluation.

The assessment involves weighing all relevant factors that could impair independence. This included the ability to exercise objective judgement after considering all relevant information without undue influence from executive officers or inappropriate external parties.

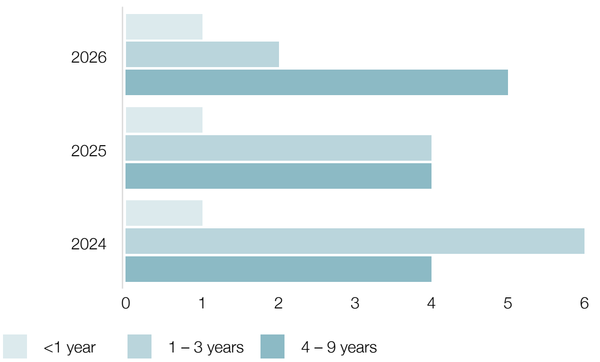
Board independence



Tenure

Non-executive directors may serve for a maximum of nine years. Any term beyond this is subject to rigorous review by the board. This review will consider the director's performance, factors that could impair his or her independence and the need to refresh the board.

Tenure



Board changes

Director	Nature of change	Effective date
IN Nashandi	Resignation	17 October 2025
CR Britz	Appointment	1 April 2026
J Coetzee	Resignation	30 April 2026

The organisation maintains an ongoing induction programme for newly appointed directors to ensure they are appropriately oriented and supported in fulfilling their governance responsibilities. This is complemented by continuous professional development initiatives, which enable directors to deepen their understanding of the organisation's operations, operating environment, fiduciary duties and responsibilities, and the board's expectations regarding commitment, ethical conduct, and responsiveness to evolving regulatory requirements and emerging trends.

Rotation

One-third of non-executive directors are subject to retirement by rotation at each annual general meeting (AGM). The directors to retire will be those who have been in office the longest. The length of time a director has been in office is calculated from the time when he or she was last elected or re-elected.

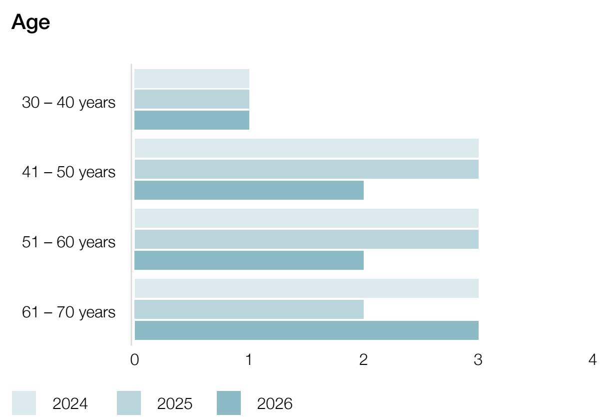
Appointments and retirements made at AGMs from 2024 to date

Director	2026	2025	2024
Rotation*	SL Balsdon MJ Lubbe	ON Shikongo E van Zyl IN Nashandi	R Makanjee LD Kapere MJ Lubbe
Directors retiring/resigning during the year	IN Nashandi J Coetzee	P Grüttemeyer R Makanjee	N/A
First election by shareholders	CR Britz	SL Balsdon	LP Smit
# of directors up for rotation*	2	2	3

* *Executive directors who hold office for an unexpired term, are not subject to retirement by rotation or considered in determining the number of directors to retire.*

Retirement

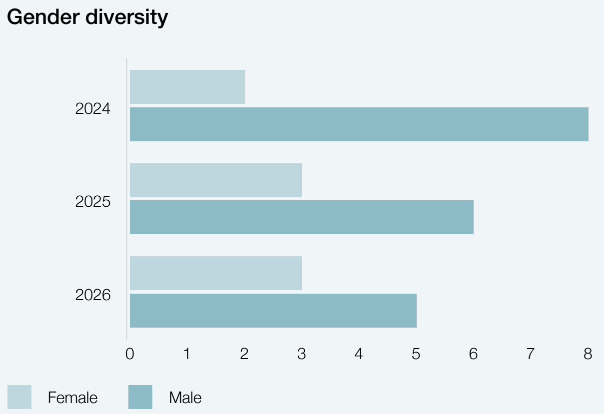
The upper age limit for non-executive directors, including the board chairperson, is 70 years. Thereafter, subject to the Bank of Namibia's approval, a non-executive director may continue to serve for a limited period to allow for transitional arrangements.

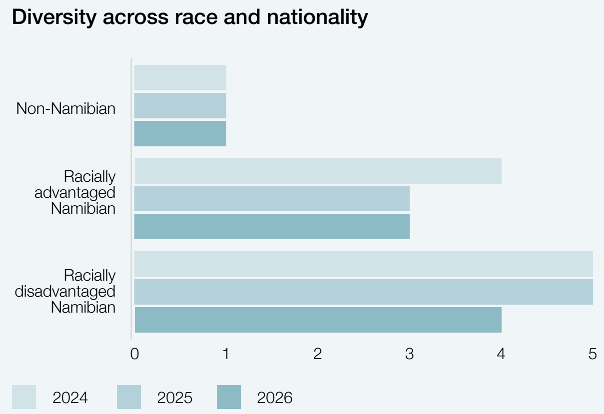


Diversity across race, gender and nationality

Diversity across gender, nationality and historically disadvantaged groups is considered in assessing the board's composition. This supports inclusive and balanced decision-making, and enables objective judgement.

The board maintains a balanced age profile, reflecting a mix of experience and continuity across generations.





Meeting attendance

The board meets quarterly, and additional meetings may be convened for material matters. One additional board meeting was convened in 2026. Directors attended various engagements, including training, strategy sessions, regulatory engagements and *ad hoc* meetings.

Name	Board meetings	Board strategy session	Directors' training
Number of meetings	**5**	**1**	**6**
Independent non-executive directors			
ON Shikongo	5/5	1/1	6/6
E van Zyl	5/5	1/1	6/6
MJ Lubbe	5/5	1/1	6/6
J Coetzee (resigned effective 30 April 2026)	5/5	1/1	4/4
LD Kapere	5/5	1/1	5/6
Non-executive directors			
CR Britz (appointed effective 1 April 2026)	1/1	1/1	3/3
SL Balsdon	5/5	1/1	5/6
IN Nashandi (resigned effective 17 October 2025)	2/2	N/A	2/2
Executive directors			
C Dempsey	5/5	1/1	6/6
LP Smit	4/5	1/1	5/6

Board training and development

Ongoing development is integral to maintaining effective governance. The board prioritises training initiatives that strengthen independent oversight, enhance decision-making and support long-term value creation. The training is delivered through a combination of formal training sessions, expert-led briefings and regulatory updates.

The board has maintained a strong focus on core risk disciplines, including financial, operational, technology and conduct risks. In addition, it progressively expanded its training agenda to include emerging themes such as climate risk and enhanced prudential supervision.

This approach ensures that directors remain informed of:

- changes in the regulatory landscape;
- emerging risks and industry developments;
- evolving governance best practices; and
- key strategic and operational matters impacting the group.

In 2026, the directors participated in structured training and regular briefings focused on emerging regulatory requirements, governance developments and key risk areas relevant to the group's operating environment.

The topics covered included:

- Climate risk and sustainability considerations
- Compliance, including regulatory developments
- Strengthening board leadership and governance practices
- King Report on Corporate Governance™ for South Africa, 2016 (King IV)[1] principles
- Internal Capital Adequacy Assessment Process (ICAAP) and recovery and resolution planning
- Interest rate risk in the banking book (IRRBB)

Annual evaluation outcomes

An external board evaluation was conducted during the reporting period by an independent practitioner. The evaluation concluded that the board continues to operate effectively, supported by sound governance practices and an appropriate governance framework.

No material changes were recommended, and the existing framework remains suitable to support effective strategic oversight, informed decision-making and stakeholder confidence.

[1] *Copyright and trademarks are owned by the Institute of Directors in South Africa NPC and all of its rights are reserved.*

Key roles and responsibilities

The board assumes responsibility for governance by setting the direction for how relationships and the exercise of power across the group should be approached and conducted.

The governance framework recognises each company within the group as a separate and independent juristic person to whom its directors owe fiduciary duties.

The board is satisfied that the group's delegation of authority framework contributes meaningfully to role clarity and the effective exercise of authority and responsibilities.

The framework ensures that accountability is well-defined across the governance structure, from the board and its committees to executive management.

The key roles and responsibilities within the group's governance ecosystem are set as follows.

Board of directors

The board provides strategic direction and retains ultimate accountability for the group's performance, governance and sustainability.

Key responsibilities:

- Approving the group's strategy, risk appetite and key policies.
- Overseeing financial performance, capital adequacy, solvency and liquidity management.
- Ensuring effective risk management and internal control systems.
- Monitoring compliance with applicable laws, regulations, and governance standards.
- Setting the tone at the top and fostering an ethical culture.
- Ensuring that the group is governed in a manner that supports sustainable value creation.

Board chairperson
Otto Shikongo

He provides leadership to the board and is responsible for ensuring its effectiveness and integrity.

Key responsibilities:

- Leading the board in setting strategic direction and governance priorities.
- Ensuring the effectiveness of board processes, including meetings and decision-making.
- Maintaining an appropriate balance of power between the board, management, and shareholders, while safeguarding the rights and interests of minority shareholders.
- Promoting constructive engagement and independent judgement among directors.
- Providing oversight of board composition, performance, and succession planning.

Board committees

Board committees are established to support the board in discharging its responsibilities through focused oversight in specific areas. They act within delegated authority and approved terms of reference.

All committees report to the board on their activities, findings and recommendations, ensuring that the board retains overall accountability.

Chief Executive Officer
Conrad Dempsey

He is responsible for leading executive management and implementing the strategy approved by the board.

Key responsibilities include:

- Driving the implementation of the group's strategic objectives and business plans.
- Overseeing day-to-day operations within the board-approved risk appetite.
- Providing effective leadership to ensure optimal organisational performance.
- Upholding a robust control environment and fostering a strong culture of compliance.
- Ensuring the delivery of timely, accurate, and transparent reports to the board.

Chief Financial Officer
Lizette Smit

She is responsible for the financial integrity and sustainability of the group.

Key responsibilities:

- Overseeing financial planning and analysis, managing the budgeting process, and ensuring accurate financial reporting and regulatory compliance.
- Playing a key role in strategic planning and supporting the overall financial health and sustainability of the group.
- Overseeing financial management, reporting and disclosures.
- Supporting strategic planning and financial decision-making.
- Ensuring compliance with financial reporting standards and regulatory requirements.

Executive management

Executive management is responsible for the day-to-day management and operational execution of the group's strategy, within the authority delegated by the board. Their responsibilities include:

- Implementing board-approved strategies and policies.
- Managing risks within the approved risk appetite.
- Maintaining effective internal controls and compliance frameworks.
- Ensuring accurate, timely and transparent reporting to the board.
- Driving operational performance and business sustainability.

Company Secretary
Nelago Makemba

She plays a pivotal role in supporting the board and ensuring sound governance practices.

Key responsibilities:

- Providing guidance to the board on governance, regulatory and statutory matters.
- Ensuring proper administration of board and committee processes.
- Facilitating board induction, training and ongoing development.
- Monitoring compliance with governance standards.

An assessment of the Company Secretary's performance was undertaken as part of the board evaluation process in August 2026. The assessment confirmed that she is competent, suitably qualified and experienced, and has discharged her responsibilities effectively in 2026.

FEEDBACK FROM THE BOARD COMMITTEES

The board and committees are satisfied that they fulfilled their responsibilities in accordance with their terms of reference and fiduciary duties for 2026.

Audit and risk committee report

Mandate

The audit and risk committee is a formal committee of the board, constituted in compliance with the Banking Institutions Act, the Companies Act and the Namibia Securities Exchange (NSX) Listing Requirements.

The former audit committee and risk, capital and compliance committee were consolidated into a single audit and risk committee (ARC). The committee retains oversight of financial reporting, Integrated assurance and key risk exposures and assists the board in discharging its responsibilities relating to:

- Financial reporting and disclosures
- Risk management and governance
- Combined (integrated) assurance
- Internal control systems
- Compliance with applicable laws and regulations
- Internal and external assurance functions

Composition and meeting attendance

The committee comprises independent non-executive directors appointed by the board. The board is satisfied that the members collectively possess the requisite skills, financial literacy and experience to fulfil their duties in line with regulatory requirements.

Senior members of management, including representatives from internal audit, risk management, compliance and the external auditor listed below, attend committee meetings by invitation:

- Chief Executive Officer
- Chief Financial Officer
- Chief Audit Executive
- Chief Risk Officer
- Chief Compliance Officer
- Chief Operating Officer
- Treasurer
- Executive Officer: Retail
- Executive Officer: RMB
- Executive Officer: Commercial
- External auditors

Committee member	Meetings attended
Audit committee	
MJ Lubbe (chairperson)	2/2
J Coetzee	2/2
LD Kapere	2/2
Risk, capital and compliance committee	
E van Zyl (chairperson)	2/2
MJ Lubbe	2/2
LD Kapere	2/2
J Coetzee	2/2
Audit and risk committee	
MJ Lubbe (chairperson)	2/2
E van Zyl	2/2
J Coetzee	2/2
C Britz	1/1

The audit committee and risk, capital and compliance committee operated as separate committees for the period 1 July 2025 to 13 November 2025. With effect from 14 November 2025, these committees were combined into a single audit and risk committee.

Financial reporting and disclosure

The committee reviewed the interim and annual financial statements, as well as the integrated annual report, and recommended them to the board for approval.

The committee is satisfied that the annual financial statements:

- comply with IFRS Accounting Standards;
- meet the requirements of the Companies Act and the Banking Institutions Act;
- comply with the NSX Listing Requirements; and
- fairly present the financial position, financial performance and cash flows of the group.

The committee confirms that appropriate financial reporting procedures are in place and operating effectively.

Internal financial controls

The committee reviewed the design and effectiveness of the group's internal financial controls and is satisfied they are adequate and effective in providing reasonable assurance regarding:

- reliability of financial reporting;
- safeguarding of assets; and
- prevention and detection of fraud and irregularities.

No material control failures were identified during the year.

Risk management and compliance

The committee oversaw the group's enterprise-wide risk profile and monitored the risk management framework's effectiveness. Key focus areas included strategic, credit, market, liquidity, operational, compliance, conduct, financial crime, information technology and cyber, reputational, and environmental, social and climate-related risks.

The committee monitored emerging risk trends, adherence to approved risk appetite metrics, key risk indicators, risk concentrations, and management's implementation of mitigation strategies and controls.

In fulfilling its mandate, the committee reviewed the adequacy and effectiveness of risk, capital and compliance frameworks, policies and governance processes, and oversaw compliance with applicable laws, regulations and supervisory requirements.

In addition, the committee oversaw capital adequacy matters to support the group's resilience and long-term sustainability.

Key focus areas included:

- Approving and reviewing risk management frameworks and policies.
- Monitoring the group's risk profile and key risk exposures.
- Aligning risk management practices with the group's strategic objectives and risk appetite.
- Overseeing compliance with applicable laws, regulations and codes of governance.

The committee is satisfied that the group maintains effective risk management and compliance processes, supported by appropriately resourced and independent risk and compliance functions. The committee further received sufficient assurance that the group's material risks are effectively identified, monitored and managed within approved risk appetite parameters.

Internal audit

The group has an independent internal audit function that operates under an approved charter that the committee must oversee. Group internal audit's scope extends across the group and encompasses all material activities, processes and systems.

The committee approved the 2026 internal audit plan.

The committee is satisfied that:

- group internal audit operates independently and reports directly to the committee;
- the function is appropriately resourced and staffed with the required skills and expertise; and
- its methodologies are aligned to international standards.

An external quality assurance review of the internal audit function is conducted at least every five years. The most recent review was completed in 2024 and confirmed alignment with the International Standards for the Professional Practice of Internal Auditing.

Group internal audit is led by the Chief Audit Executive (CAE), who reports functionally to the committee chairperson and administratively to the group Chief Executive Officer. The CAE has unrestricted access to the committee and the board and is empowered to communicate openly on all relevant matters.

Internal audit executed a risk-based assurance plan aligned to key regulatory and strategic priorities. During the year, audit effort was primarily focused on regulatory compliance and control validation. The function dedicated significant coverage to prudential reviews, supported by assurance over IT controls, credit risk and critical operational processes. This focus reflects a strong emphasis on compliance, governance, and the effectiveness of core control environments.

Looking ahead to 2027, the audit approach is evolving toward a more forward-looking and resilience-based model. There is a notable shift in effort toward operational and ecosystem risks, including third-party, procurement and payments environments. While regulatory compliance remains a key pillar, emphasis on emerging risk areas such as cloud computing, recovery planning and integrated financial crime frameworks is increasing. This is complemented by expanded coverage of market and liquidity risks, enterprise-wide cyber-security, and risk management maturity assessments. Collectively, this signals internal audit's transition toward providing deeper insight into organisational resilience, end-to-end process effectiveness, and the sustainability of the control environment in an increasingly complex risk landscape.

External audit

The committee oversaw the external audit process and the performance of the external auditor. This included:

- approving the external audit plan and scope;
- considering audit findings; and
- assessing the external auditor's independence and effectiveness.

The committee is satisfied that the external auditor remains independent and effective. It has recommended their reappointment in accordance with applicable requirements.

The external auditor's report is included in the annual financial statements.

Integrated assurance

The committee oversees the implementation of an Integrated assurance model to ensure a coordinated, efficient and risk-based assurance approach across the group. The model integrates assurance provided by management, internal assurance functions and independent assurance providers to:

- provide a holistic view of the group's risk profile;
- ensure adequate coverage of all significant risks; and
- avoid duplication of efforts and optimise assurance activities.

The integrated assurance framework's effectiveness is supported by structured collaboration among assurance providers. This includes the integrated assurance forum, as well as ongoing monitoring of audit outcomes and remediation actions.

The committee is satisfied that the Integrated assurance model is appropriately designed and operating effectively, contributing to enhanced governance, risk management and internal controls.

Going concern

The committee reviewed management's assessment of the group's ability to continue as a going concern. Based on the information reviewed, the committee supported the board's conclusion that the group remains a going concern and that the going concern basis of accounting is appropriate in preparing the annual financial statements.

Finance function

The committee considered the finance function's expertise, experience and adequacy of resources and is satisfied that it is appropriately structured and competent to support the group's financial reporting requirements.

Conclusion

The committee is satisfied that it has fulfilled its responsibilities in accordance with its charter and applicable legal, regulatory and governance requirements.

Sustainability, talent and remuneration committee

Mandate

The sustainability, talent and remuneration committee (STRC) is a formal committee of the board, constituted in accordance with the Namibian Companies Act, the Namibia Code of Corporate Governance (NamCode) and the Namibia Securities Exchange (NSX) Directive on Social, Ethics and Sustainability Committees. The committee assists the board in fulfilling its oversight responsibilities relating to sustainability, talent management, remuneration, ethics and stakeholder governance. It contributes to the group's ability to deliver sustainable performance and long-term value for stakeholders while maintaining high standards of governance and accountability.

The committee's mandate includes:

- Overseeing fair, responsible and transparent remuneration practices that support the achievement of the group's strategic objectives.
- Overseeing the implementation of the group's reward philosophy to ensure competitive, consistent and transparent remuneration practices aligned to market benchmarks and performance outcomes.
- Monitoring and guiding talent management and succession planning to ensure the attraction, retention and development of key skills.
- Overseeing ethical conduct, responsible corporate citizenship and stakeholder relationships.
- Ensuring ESG factors are integrated into the group's strategy, culture and operations.
- Overseeing the identification, management and reporting of ESG-related risks and opportunities to support long-term sustainability and value creation.

Composition and meeting attendance

The committee comprises independent non-executive and non-executive directors appointed by the board. The board is satisfied that the members collectively possess the requisite skills, financial literacy and experience to fulfil their duties in line with regulatory requirements.

The following members of management attend in an *ex officio* capacity, with limited attendance rights. Management invitees do not have voting rights.

- Chief Executive Officer
- Chief Financial Officer
- Chief People Officer
- Chief Compliance Officer
- Chief Marketing Officer
- Environmental, Social and Climate Risk Manager

Committee member	Meetings attended
LD Kapere (chairperson)	4/4
ON Shikongo	4/4
SL Balsdon	4/4

Remuneration matters

The committee ensures that the group remunerates fairly, responsibly and transparently, while supporting the achievement of strategic objectives over the short, medium and long term. This year's focus areas included:

- Reviewed and approved remuneration policies and frameworks, including reward philosophy and principles, ensuring alignment to strategy and market benchmarks.
- Oversaw the annual reward review process, including salary increases, bonus pool outcomes and share allocations, ensuring alignment with performance.
- Oversaw group and individual performance to support a high-performance culture aligned to the group's strategic objectives.
- Considered and approved remuneration outcomes for executives and senior management, including retention and market-alignment adjustments for critical roles.

Non-binding advisory vote by shareholders

Shareholders will be afforded the opportunity to express their views on the remuneration reward and principles policy through a separate non-binding advisory vote. This reinforces transparency, accountability and stakeholder engagement in the group's remuneration governance framework.

The group's reward philosophy and principles policy starts on page 90. Refer to resolution 8 in the AGM notice on page 114.

Talent and succession management

The committee oversaw talent management and succession planning to ensure leadership continuity and sustainability. This included:

- reviewing executive succession plans, including readiness and internal talent pipelines;
- monitoring leadership development programmes and talent interventions;
- assessing workforce composition, transformation progress and diversity metrics;
- supporting sustainable leadership pipeline development aligned to strategic objectives; and
- promoting cross-border assignments and mobility opportunities within the group to support skills development, knowledge transfer and career progression.

Sustainability oversight

The committee oversaw the group's ESG strategy, particularly regarding impacts on environmental and social stakeholders.

The committee monitored progress against approved environmental sustainability policies, received regular reports and escalations from management and executive committees, reviewed relevant disclosures and policies, and provided guidance on advancing the group's environmental and sustainability strategy.

Key activities during the year included:

- monitoring progress against climate risk initiatives, including regulatory alignment, climate data and reporting enhancements, and emissions tracking;
- monitoring ethics, conduct and whistle-blowing frameworks, as well as disciplinary trends;
- overseeing ethical conduct, culture and people risk, including fraud trends and disciplinary matters;
- reviewing social, ethics and transformation initiatives, including employee wellbeing, diversity and inclusion;
- reviewing climate risk and environmental and social risk management, with risks assessed as within appetite; and
- monitoring social impact initiatives, including transformation, community investment and employee wellbeing.

The committee is satisfied that environmental, social and climate-related risks are appropriately governed, monitored and integrated into the group's broader risk management framework.

For further information, refer to the remuneration report from page 90 and the Do What Matters report.

Directors' governance committee

Mandate

The directors' governance committee is a formal committee of the board, constituted in accordance with the company's governance framework, the Companies Act and NamCode. The committee supports the board in ensuring effective corporate governance across the group. Within the governance framework, the committee helps the board in embedding ethical leadership and sound corporate governance practices as central to the group's culture.

Composition and meeting attendance

The committee comprises independent non-executive and non-executive directors appointed by the board. The board is satisfied that the members collectively possess the requisite skills, financial literacy and experience to fulfil their duties in line with regulatory requirements.

The Chief Executive Officer attends in an *ex officio* capacity and has no voting rights.

Committee meeting attendance	Meetings held
	3
ON Shikongo (chairperson)	3/3
SL Balsdon	3/3
CR Britz	1/1

Key focus areas

The committee's focus areas this year underpin its role in strengthening governance and supporting effective decision-making at board level.

Governance frameworks and practices	Board and committee structures and composition	Board continuity and succession planning	Board and committee effectiveness	Compliance with legislative and governance requirements

Governance structures and processes

The committee continuously monitored the adequacy and effectiveness of the group's governance structures and processes. In doing so, the committee:

- evaluated alignment with regulatory expectations and governance best practice;
- assessed the effectiveness of existing governance arrangements; and
- recommended enhancements to the board for approval.

The changes in the board structures are explained on page 24.

The new governance structure reflects the group's ongoing commitment to strengthening oversight, enhancing governance effectiveness and providing a clearer delineation of roles and responsibilities across governance forums, while promoting greater coordination across risk, assurance and decision-making structures.

Board composition, tenure and independence

The committee oversaw the composition of the board and its committees to ensure an appropriate balance of skills, experience and independence:

- **Tenure:** All directors were confirmed to be within the board-approved nine-year tenure limit.
- **Chairperson independence:** The annual independence assessment confirmed that the chairperson exercises objective judgement without undue influence, aligned with NamCode principles. Independent review processes reinforced this conclusion. No adverse information indicating that the chairperson's independence is impaired or compromised was identified, and the review confirmed that the applicable independence requirements continue to be met.
- **Non-executive directors:** The committee assessed the independence of non-executive directors and is satisfied that the board maintains an appropriate balance of executive, non-executive and independent non-executive directors.

Succession planning and board continuity

The committee oversaw succession planning across the board, its committees and key subsidiaries. A formal and structured process is applied to director identification and appointment, ensuring:

- an appropriate mix of skills and experience;
- diversity across multiple dimensions; and
- continuity of leadership and governance oversight.

The committee is satisfied that the board and its committees are appropriately constituted. It is also satisfied that succession planning is robust and remains an ongoing priority to support continuity, long-term sustainability and effective governance.

Board and committee effectiveness

The committee prioritised the effectiveness of the board and its committees through a formal evaluation process. This process is described below.

1 Review the prior year's evaluation results and monitor implementation of agreed improvement actions.

2 Identify director training and development needs.

3 Conduct the current year evaluation (page 31) to assess:

- board and committee charters;
- meeting effectiveness and governance processes;
- board composition and responsibilities; and
- the performance of the chairperson, executive directors and the Company Secretary.

The committee is satisfied that the evaluation process meaningfully contributes to enhanced performance and effectiveness and that no material concerns were identified.

Governance compliance and regulatory alignment

The committee oversaw governance and legislative requirements, ensuring that governance practices remain aligned with evolving regulatory expectations. It also ensured that governance structures and processes support the board in meeting its fiduciary duties and oversight obligations.

Director development and training

The committee ensured that ongoing director development remained a priority. Training initiatives were aligned to identified needs and regulatory developments, enabling directors to discharge their responsibilities effectively. For detail on this year's development areas, refer to page 31.

Conclusion

The committee is satisfied that:

- governance structures and processes remain appropriate and effective;
- the board and its committees are properly constituted and operate within clearly defined mandates;
- independence, succession and composition are actively managed; and
- governance practices support informed, ethical and effective decision-making.

C DRIVING PURPOSE THROUGH STRATEGY

THE CEO'S REFLECTIONS

Conrad Dempsey

The 2026 financial year was characterised by disciplined execution, resilient franchise growth and a continued focus on creating shared value for stakeholders. While market conditions remained challenging, the group maintained its commitment to supporting customers, businesses and communities, while safeguarding balance sheet strength and delivering sustainable returns.

Operating performance

Our performance reflects the strength and diversification of the franchise, underpinned by prudent risk management, disciplined capital deployment and growth across multiple client segments and sectors of the economy. The group achieved net income after capital cost (NIACC) of N$1 billion, a key measure of the efficient deployment of capital and the value created above our cost of capital. Importantly, this value was generated through a balanced and diversified business model that enables economic activity, investment and enterprise development across Namibia.

During the year, we continued to invest in initiatives that support the country's long-term growth objectives, including financial inclusion, SME development, agricultural value chains and emerging opportunities in sectors such as energy and oil and gas. Through these efforts, the group sought not only to achieve strong financial outcomes, but also to contribute meaningfully to economic resilience, job creation and the broader prosperity of Namibia.

The quality of earnings continues to be a key focus. Net interest income benefited from prudent lending growth and margin management, while non-interest revenue growth reflected ongoing diversification and increasing digital adoption across the customer base. Lending growth continued to support households, entrepreneurs, SMEs and productive sectors of the economy, including agriculture, tourism, mining, infrastructure and emerging energy opportunities. Through these activities, the group continued to facilitate economic participation and support business development across Namibia.

Credit performance improved, supported by proactive portfolio management and conservative provisioning practices.

Disciplined risk management remains fundamental to protecting shareholder value, maintaining financial system stability and preserving the capacity to support customers through economic cycles.

Segment execution

Across its operating businesses, the group continued to deepen customer relationships, expand access to financial services and strengthen its contribution to economic activity across Namibia.

Retail and commercial focused on customer acquisition, digital channel growth and tailored lending solutions. Continued investment in customer capability and distribution supported broader access to banking services and enhanced financial inclusion.

RMB maintained support for strategic sectors of the economy, including mining, infrastructure and emerging oil and gas value chains. The business continued to facilitate investment and support productive economic activity through financing, advisory and risk intermediation activities.

WesBank advanced its asset-based finance offering while maintaining strong credit discipline. The business continued to support personal mobility, commercial activity and asset financing requirements while preserving portfolio quality.

Ashburton Investments made targeted investments in investment capability, specialist talent, operating platforms and supporting systems. These investments strengthen the foundations required to support future growth and position the business to meet clients' evolving savings and investment needs.

Insurance pillar continued to enhance operating capabilities and invested in systems, infrastructure and customer propositions that support long-term scalability. These initiatives position the business for sustainable growth and strengthen its ability to meet the protection needs of households and businesses.

Digital and innovation

Digital transformation remained a key strategic enabler during the year. Continued growth in digital adoption improved customer experience, enhanced operational efficiency and expanded access to financial services. Digital innovation also supported greater convenience, accessibility and cost-effective service delivery for customers across the group's operating businesses.

The group remains focused on leveraging technology to improve service delivery, increase operational effectiveness and support sustainable growth.

Purpose in action

The group's purpose – helping to build a globally competitive Namibia by providing access to opportunities – is reflected in its core business activities. Lending, investment, insurance and risk intermediation activities remain the primary mechanisms through which the group contributes to economic participation and long-term development.

The expansion of lending to SMEs and entrepreneurs, support for affordable housing and consumer finance, and participation in sectors critical to economic growth demonstrate how commercial activities contribute to broader development outcomes. Through these activities, the group continues to support enterprise development, financial inclusion and economic resilience.

The group's broader contribution to society is detailed in the Do What Matters Report to Society. This report complements that disclosure by demonstrating how core banking, wealth, insurance and investment activities directly contribute to economic growth, financial inclusion and long-term national development.

Oil and gas readiness

The group continued to develop the capabilities, sector expertise and partnerships required to support Namibia's emerging oil and gas sector. This positions the group to responsibly intermediate capital, support value-chain development and participate in one of the country's most significant long-term growth opportunities.

Financial strength

The group maintained strong capital and liquidity positions throughout the year. Financial strength provides resilience through economic cycles and underpins the group's ability to continue supporting customers, businesses and key sectors of the economy.

Disciplined capital management and ongoing operational efficiency remain key priorities. These capabilities support sustainable returns while preserving sufficient flexibility to pursue future growth opportunities.

Outlook and priorities

The group's priorities remain focused on:

- accelerating digital adoption and innovation;
- expanding its customer franchise across all segments;
- supporting Namibia's key growth sectors, including oil and gas;
- maintaining disciplined risk and capital management; and
- investing in capabilities that support sustainable long-term growth.

The group remains well-positioned to deliver sustainable growth and create long-term value for shareholders. Future success will continue to depend on disciplined execution, prudent stewardship of capital, responsible risk management and the ability to support customers and economic development amid changing market conditions.

Appreciation

The board and management acknowledge the commitment of employees, the loyalty of customers and the support of shareholders, regulators and broader stakeholders. Their continued confidence and partnership remain important contributors to the group's long-term success.

Conrad Dempsey

Chief Executive Officer: FirstRand Namibia

AN INTENTIONAL STRATEGY

The group recognises that its core purpose, risks and opportunities, strategy, business model, performance and sustainable development are inseparable elements of its value creation process.

Delivering value requires intentionally using our core business activities, including capital allocation in the economy, to add value to society – profitably, relevantly and at scale. FirstRand Namibia's purpose is delivered through a clear intent on three strategic focus areas: growing customers, providing more to customers and doing so more efficiently. This is enabled through technology and digital platforms, disciplined management of financial resources and people who are committed, empowered and accountable.

Strategy snapshot

Strategic focus	Objective	Business outcome and shareholder value			Enablers	Planned impacts
Grow customers	Help our customers grow in their financial journey and dreams, through market-leading business and service delivery	Higher wallet share and higher, diversified profit pool participation	Outperforming system growth	Enabled through	**Technology and digital platforms**	• Digitisation and automation • Simplified processes and operating model • Scalable, platform-led delivery
More to customers	Giving customers access to more and enhancing financial inclusion through diversified financial services offerings	Sustainable earnings delinked from the macro-environment			**Disciplined financial resource management**	• Relevant product offerings • Expanding access to underserved markets • Increased access to diversified financial services • Optimal capital allocation
More efficiently	Making financial services easier and more accessible to everyone, everywhere, through a cost-effective and efficient operating model	Enhanced earnings quality Improved customer and employee experience			**Committed, accountable and empowered people**	• Strengthened primary banking relationships • Talent management • Performance enablement

Strategic focus across time horizons

The three strategic focus areas are enduring – they do not change from year to year. Instead, they develop and mature as we progressively land different strategic initiatives over the short, medium and long term. Each focus area evolves across planning horizons, from foundational delivery to structural resilience.

	Short term	**Medium term**	**Long term**
	Strengthening foundational capabilities, reigniting a proactive sales culture, deploying payments and digital lending innovations, deepening AI adoption, and simplifying the operating model.	Scaling platform-led propositions across FNB, RMB, and our insurance and investment businesses, diversifying the earnings base through new revenue streams and realising operating leverage from technology investments.	Mature towards structural resilience, a fully integrated financial services offering and sustainable value creation increasingly delinked from macroeconomic volatility.
Grow customers	• Reinvigorate customer engagement and proactive acquisition across priority segments. • Drive targeted growth in high-potential economic sectors and strategic partnerships. • Deepen client relationships across the group. *Measured by customer growth, primary bank share, and growth in deposits and advances.*	• Scale platform-led customer experience and deepen wallet share through enhanced propositions. • Expand cross-border capabilities and diversify the client base across segments. *Measured by wallet share, relationship depth, and growth in deposits and advances.*	• Primary financial services partner across all segments. • Leadership positioning in emerging growth areas, and specific speciality sectors and solutions. *Measured by market positioning and profit pool diversification.*
More to customers	• Expand digital payments and financial services capabilities for broader customer access. • Broaden insurance and investment distribution across channels. • Integrate product offerings across the group to enhance the customer value proposition. *Measured by product adoption, cross-sell and distribution reach.*	• Scale integrated insurance, investment and wealth advisory offerings across customer segments. • Diversify NIR through expanded advisory and structured solutions. *Measured by revenue diversification, assets under management and product penetration.*	• Fully integrated financial services offering spanning banking, insurance, investment and wealth. • Sustainable, diversified earnings base with exposure to next-generation growth areas. *Measured by earnings resilience and revenue diversification.*
More efficiently	• Accelerate AI adoption with strong data foundations and practical business applications. • Consolidate key platforms and improve processing efficiency and turnaround times. • Simplify operations and enhance process efficiency across all business units. *Measured by technology adoption, digital volumes and platform delivery.*	• Realise operating leverage from technology investments and AI-enabled process improvements. • Structurally improve the cost trajectory through scalable, platform-led delivery models. • Enhance customer and employee experience through technology-supported service delivery. *Measured by cost-efficiency trends, operating leverage and experience measures.*	• Structurally resilient operating model with industry-leading efficiency and scalability. • Enhanced earnings quality through disciplined resource allocation and reduced macroeconomic dependency. *Measured by structural efficiency and earnings quality indicators.*

Delivery against strategic focus areas

Each business unit – FNB Retail, FNB Commercial, RMB, Insurance, Ashburton Investments and Pointbreak Wealth Management – translates the group strategy into detailed operational plans that delineate the specific actions for each horizon. Short-term delivery is intentionally sequenced to build towards the medium- and longer-term strategic ambition.

We aim to outperform system growth by:

- growing and deepening customer relationships;
- expanding our value proposition across the financial ecosystem;
- structurally improving efficiency and operating leverage;
- enhancing earnings quality and resilience; and
- reducing dependence on macroeconomic cycles.

Strategic progress is tracked through a group performance scorecard that links strategic, financial, risk, sustainability and people outcomes.

Measuring progress through scorecards

The FirstRand Namibia performance scorecard sets out the key performance indicators (KPIs) through which strategy delivery is measured at group level.

Each business unit has its own KPIs that support and link to the group scorecard, ensuring alignment. These include more detailed KPIs to track specific business plan delivery against the strategy.

Refer to the scorecard on page 101 of the remuneration report.

Progress in 2026

A summary of the year's progress is captured below. For more detail, refer to the CEO's reflections on page 41, as well as the performance discussions for FNB Retail, FNB Commercial and RMB from page 78, together with the other references provided below.

Grow customers

- Strengthening and deepening client relationships across the business.
- Alternative channel footprint expanding, broadening financial access to underserved communities.
- Insurance and investment customer bases growing through strengthened retention.
- Growing customer wealth and protecting wealth for the next generation.
- Brand awareness and marketing campaigns reinforcing customer growth through digital and on-the-ground engagement.

More to customers

- Digital and payments innovations advancing, expanding the range of financial services available to customers.
- Integrated financial advice and insurance distribution broadening.
- Enhanced value delivered to clients through partnering and innovative products.
- Structured finance, advisory and merchant capabilities expanding.
- Investment and insurance product offerings widening with cross-channel integration.

More efficiently

- AI adoption accelerating across the business with governance frameworks established and practical use cases deployed.
- Platform migrations and data infrastructure initiatives progressing, enabling more scalable operations.
- Operational structure and process simplification under way to ensure relevant delivery for customers.
- Customer experience recovery programme initiated, leveraging data-driven insights to improve customer experience.

Enabled through

Technology and digital platforms

- Payments infrastructure modernisation progressing.
- AI and data platforms scaling with growing adoption.
- Digital transaction volumes increasing.

Disciplined financial resource management

- Financial resource management discipline maintained across all business segments.
- Prudent provisioning sustained and continuous balance sheet optimisation in progress.
- Regulatory compliance tracking well across the business.

Read more in the CFO report on page 72.

Committed, accountable and empowered people

- Top Employer recognition maintained nationally and regionally; employee engagement scores increasing above group benchmarks.
- World Class Manager and Young Talent and FirstJob intakes expanded.
- Talent planning forums embedded with executive succession coverage strengthening; attrition below industry levels.

Read more in the *Human capital's performance* section on page 84.

CONSIDERING MATERIAL MATTERS

Material matters are matters that play a significant role in the group's ability to deliver on its strategic objectives and ultimately create value and realise its purpose over the short, medium and long term.

The materiality determination process is a multi-functional review that evaluates risks, opportunities and challenges. Material matters are shaped by the internal and external context, stakeholder expectations and concerns, and the social, economic, governance and environmental conditions in which we operate.

1 Input
Management and exco meetings, strategic review, and board engagement provide input on the internal and external environment to determine issues and trends in the operating landscape.

2 Integrate
The input is used to identify risks and opportunities, inform business plans and align strategic objectives.

3 Review
Material matters are clarified, and exco conducts a thorough assessment of the material themes.

4 Approve
The board approves the material themes. These also guide disclosure for the integrated annual report.

The group's five material matters have remained consistent with last year. The context and strategic actions of the future-fit group material matter were updated to better align with the operating environment and strategy.

1. **Sustainable economic transition**
2. **Customer satisfaction**
3. **Regulation, compliance and security**
4. **Future-fit group**
5. **Culture and talent**

The following pages unpack each matter in detail, showing their interconnectedness with the group's strategy, stakeholders and six capitals. The change in the group's focus from 2025 to now is also indicated.

Legend

Strategic objectives and enablers to realise purpose

Grow customers | More to customers | More efficiently | Technology and digital platforms | Disciplined FRM | People

Capitals applied in the creation, preservation and erosion of value

Financial | Social | Manufactured | Human | Natural | Intellectual

Primary stakeholders

Regulators | Customers | Society | Investors | Employees | Suppliers

Level of focus

Increase | Decrease | Constant

Increase/decrease or constant refers to change in the level of focus relative to the prior year.

Sustainable economic transition

The context

- Namibia is on the cusp of structural economic change. It needs to address unemployment, improve education and develop infrastructure.
- Namibia needs inclusive economic growth that addresses local development and enhances entrepreneurial activity to ensure long-term resilience.
- There are new industrial opportunities in the energy sector, specifically in oil and gas.
- The country is dependent on agriculture. This requires a focus on climate-resilient solutions that will benefit society, the economy and the environment in the long term.

Why material

- Integral to the group maintaining its social licence to operate.
- Enhances long-term, sustainable performance delivery.

Strategic actions

- Partnering and positioning: Build and maintain relationships across existing and emerging industries and build brand strength to be relevant and distinctive.
- Knowledge acquisition and development: Understand the industry shifts, diversification of the economy and related opportunities.
- Skills and capabilities: Develop and acquire the necessary skills and capabilities to ensure continued value creation through relevant solutions and services.
- Do what matters: Use FirstRand Namibia's core business activities and deployment of capital to impact society, the environment and the economy, profitably and at scale.
- Measurement and control: Apply continuous measurement and risk management to ensure leading market practices and support the transition.

Connectivity matrix

Related strategic objectives and enablers

Capitals deployed in value creation, preservation and erosion

Primary stakeholders

Customer satisfaction

The context

- We operate in an evolving market, with competition from new traditional and non-traditional financial services players entering the market.
- We need to exceed customer expectations to maintain market share, build brand loyalty and earn sustainable revenue. This is increasingly challenging.
- Customers demand value, quality, reliability and trust. This makes their satisfaction a core differentiator and risk area.

Why material

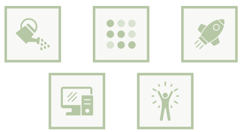
- Directly impacts FirstRand Namibia's reputation, revenue and long-term value creation.
- Salient factor for customer retention and growth, and competitive positioning.

Strategic actions

- Customer experience enhancement: Provide streamlined service channels and product delivery, digital interfaces, and face-to-face when needed.
- Customer engagement: Provide customer education, rewards and feedback through satisfaction surveys and complaint tracking.
- Products and services: Offer solutions that are relevant to customers and continually identify opportunities to enhance products and services.
- Employee development: Continually train employees in service excellence and customer care.
- Data and insights: Use analytics to better understand and anticipate customer needs and proactively solve for personalised needs.

Connectivity matrix

Related strategic objectives and enablers



Capitals deployed in value creation, preservation and erosion

Primary stakeholders

Regulation, compliance and security

The context

- We operate in a highly regulated environment. Scrutiny continues to increase around data privacy, financial integrity, ethical conduct and cyber-resilience.
- Non-compliance or security breaches can result in legal penalties, reputational damage and operational disruption. This directly affects stakeholder trust and business continuity.

Why material

- Integral to the group maintaining its legal licence to operate.
- Key to ensuring business continuity, legal compliance, and reputational and business resilience.

Strategic actions

- Governance structures: Oversight by dedicated and relevant committees, which have been streamlined (read more on page 24).
- Compliance posture: Policies, training, internal controls, compliance maturity and ownership at all levels are in place.
- Regulatory monitoring: Continuous tracking of legal and regulatory changes.
- Cyber-security: Advanced threat detection, data protection and response protocols are in place.
- Employee training and awareness: Regular training on compliance, ethics, and data privacy and security.
- Agility and responsiveness: Tested procedures for managing breaches, audits and investigations.

Connectivity matrix

Related strategic objectives and enablers	Capitals deployed in value creation, preservation and erosion	Primary stakeholders

Future-fit group

The context

- We are operating in the context of rapid technological change, shifting stakeholder expectations, evolving regulations, and climate-related shifts. The way in which money moves is also shifting.
- Organisations need to be agile, digitally enabled, sustainably managed and purpose-driven to thrive.
- We need to increase our use of technological capabilities and digital platforms while remaining human and seeking real connections.

Why material

- Directly affects long-term sustainability, strategic alignment and risk mitigation.
- Salient for future readiness, stakeholder trust and sustained performance.

Strategic actions

- Purpose-led group: Align our strategic objectives, enablers and business plans with our purpose and its execution.
- Technological transformation and enablement: Invest in automation, robotics, data analytics and platform, payment and AI capabilities, as well as customer education.
- Culture and leadership: Encourage innovation, accountability and continuous learning.
- Risk management and resilience: Enhance risk management, scenario planning, and management and planning agility.

Connectivity matrix

Related strategic objectives and enablers	Capitals deployed in value creation, preservation and erosion	Primary stakeholders

Culture and talent

The context

- The talent landscape is increasingly competitive due to new industry entrants and emerging industries.
- There is a shortage of required skills.
- Employees' expectations are shifting.

Why material

- Directly impacts our ability to deliver on our business plans, innovation and service delivery.
- Critical to implementing our strategy and sustaining our competitive advantage.
- Indirectly impacts our reputation.

Strategic actions

- Attraction and retention: Build and maintain a purpose-led culture with a supportive environment. Strengthen our employee value proposition, succession planning and talent development.
- Skills development: Provide access to continuous learning platforms, leadership training, career pathways, coaching and mentoring.
- Employee engagement: Conduct surveys to track engagement with action plans and performance enablement.
- Talent mobility and agility: Provide hybrid work models, reskilling initiatives and opportunities for exposure in different jurisdictions.
- Wellbeing: Provide mental health support and employee assistance programmes.

Connectivity matrix

Related strategic objectives and enablers	Capitals deployed in value creation, preservation and erosion	Primary stakeholders

MANAGING THE GROUP'S RISKS

Responsible risk-taking is an essential part of the business, and our core risk competencies are a key differentiator and competitive advantage.

Risk management approach

Effective risk management supports business resilience, sustainable returns and earnings growth. Disciplined allocation of financial resources and embedded risk management principles underpin the group's tactical and strategic decision-making.

Risk is defined as any factor that, if not adequately identified, assessed, monitored and managed, may prevent the group from achieving its business objectives or result in adverse outcomes. The risk management process provides checks and balances to ensure sustainability and performance, identify opportunities, achieve desired objectives, and avoid adverse outcomes.

The group aims to achieve an appropriate balance between risk and reward. This requires controlling risk at individual exposure and portfolio level and across all risk types and activities. We achieve this by applying risk-return and risk appetite frameworks. These frameworks enable group decision-making and align with FirstRand Namibia's strategic objectives.

Effective risk management is key to executing our strategy. It is based on:

- a risk-focused culture and risk governance structure with multiple points of control applied consistently throughout the group;
- an integrated assurance forum that optimises risk, governance and control oversight through coordinated and aligned risk management and assurance processes; and
- strong risk governance by applying financial and risk management disciplines through frameworks.

Our strategy is aligned with our financial resource management (FRM) principles and frameworks. These are designed to ensure earnings resilience and growth, superior returns and balance sheet strength. They also ensure an appropriate risk-return profile and an acceptable level of earnings volatility under adverse conditions.

The frameworks incorporate performance metrics, risk appetite and FRM into long-term strategic planning and tactical decision-making and are overseen by the FRM committee. The committee's responsibilities include:

- ensuring delivery on commitments to stakeholders at a defined confidence level;
- executing sustainable funding and liquidity strategies;
- protecting credit ratings;
- ensuring the group remains appropriately capitalised with an efficient capital structure;
- driving disciplined allocation and pricing of financial resources; and
- preserving balance sheet strength to absorb shocks through the cycle.

Core frameworks

Risk management framework

- Ensures material risks are identified, measured, monitored, mitigated and reported.
- Assesses the impact of events on the group.
- Ensures risk is understood and appropriately priced for.
- Ensures origination within cycle-appropriate risk appetite and volatility parameters.

Risk-return framework

- Outlines quantitative return and growth targets and links to risk appetite thresholds to balance the trade-off between returns, growth and risk in decision-making.
- Links group strategy to the allocation of risk capacity, resource management and risk appetite through quantification of earnings volatility limits.

Risk appetite framework

- Identifies the types and level of risk the group is willing to accept to achieve its strategic objectives.
- Articulates risk appetite statements, risk limits and earnings volatility assessment approaches per material risk type.
- Ensures appropriate behaviour through qualitative risk appetite principles that support a strong risk culture.

Performance measurement framework

- Drives economic value creation. This is defined as net income after cost of capital (NIACC).
- Measures business delivery on a risk-adjusted basis.
- Cascades group targets to business activities.

Risk governance

The board is ultimately responsible for providing strategic direction, approving risk appetite, and ensuring risks are adequately identified, measured, monitored, managed and reported on. The audit and risk committee (page 34) oversees risk management and assurance-related matters. The committee represents the group's risk governance structure and has appropriate decision-making mandates.

Salient features of the board governance structure include:

- Non-executive directors are members of the various risk and governance committees. They serve, where required, as independent contributors of specialist oversight and knowledge. Exco ensures alignment of business strategies, implementation of the risk-return and risk appetite frameworks, and optimal deployment of the group's resources.
- Regular, robust and transparent risk reporting gives the board and management an accurate, complete and reliable view of the group's financial and non-financial risk profile. This enables management to make appropriate strategic and business decisions.
- Group internal audit provides a written assessment of the adequacy and effectiveness of internal controls (including financial controls) and risk management to the audit and risk committee. This enables the board to report on the effectiveness of internal controls in the annual financial statements.

Risk culture

Our risk culture ensures appropriate levels of responsibility and ownership for risk management. Our values, tone at the top and ethical leadership underpin robust mechanisms that ensure an appropriate risk culture.

The board and management oversee ethics and risk culture programmes. These combine advocacy, employee training and communication to promote responsible conduct and positive risk management. Programmes include assessing risk culture, overseeing client desirability and related reviews, managing whistle-blowing and conflicts of interest, and risk culture monitoring mechanisms.

Organisational ethics

FirstRand Namibia has robust mechanisms and governance processes to support implementing and enforcing the code of ethics. The code includes formal policies, oversight structures, performance evaluations and clearly defined standards of ethical behaviour.

Ethics reporting channels, including an independent and confidential ethics line, for reporting unethical conduct or concerns.

Whistle-blower protections ensure that individuals who report misconduct are protected from victimisation.

Ethics office oversight acts as the custodian of the code of ethics and monitors compliance across the group.

Investigation and disciplinary processes ensure that breaches of the code of ethics are addressed appropriately and consistently.

Our risk culture is underpinned by:

- a deep understanding of the group's risks in support of its strategy;
- an ethical culture linked to the FirstRand Namibia code of ethics;
- robust risk governance structures to ensure that risk policy frameworks are visible and implemented;
- leading-practice risk identification, measurement, monitoring, management and reporting; and
- a group culture that supports appropriate ethics practices and risk management.

We further strengthened our risk culture in 2026 by:

- embedding continuous monitoring of timely declaration of interest through digital platforms;
- running campaigns to encourage continuous vigilance and whistle-blowing reporting via direct or anonymous reporting mechanisms;
- elaborating on conduct risk management and reporting protocols; and
- regularly conducting risk maturity assessment across key business lines.

Integrated assurance

The integrated assurance forum assists the audit and risk committee in integrating, coordinating and aligning the group's risk management and assurance activities. The group applies a consistent methodology to govern independent oversight, review and validation of audits performed by the assurance providers. This ensures a high standard of operational processes.

During 2026, the integrated assurance forum delivered enhanced consolidated reporting across the multiple assurance lines of external audit, internal audit, risk management, compliance and financial and tax workstreams. Thematic insights, over and above the individual specialist reports were also reported to the audit and risk committee.

Coordinated assurance plans ensure comprehensive coverage of key risk themes and control areas. In addition, the integrated assurance forum enhances the identification and awareness of the group's emerging risks. There are three primary lines of risk defence across the group's operations.

First line of defence

1

Risk ownership

Risk inherent in business activities risk identification, measurement and control

Executive management

Business unit excos

Deployed business unit risk and compliance managers

Involved in all business decisions. Represented on business unit committees

Exco

FRM committee

ARC and STRC

Second line of defence

2

Risk control

Risk control, assurance, independent oversight and monitoring

Enterprise risk management

Headed by group CRO

Specialised risk managers for: IT risk, market risk, people risk, legal risk, conduct risk, liquidity risk and credit risk

Compliance risk management

Chief Compliance Officer represented on platform and executive committees

ARC

Third line of defence

3

Independent assurance

Adequacy and effectiveness of internal controls, governance and risk management

Group Internal Audit

Headed by Chief Audit Executive with direct, unrestricted access to audit committee chairperson, group CEO, business units, records, property and personnel

External advisors

External assurance providers

Integrated assurance forum

ARC

Risk return and risk appetite

The risk-return framework connects the group's performance targets, resource constraints and aggregated risk appetite statement, establishing a link between returns, growth and risk.

The group's risk appetite is ultimately constrained by its risk capacity, which is informed by its size, capital structure, financial resources and expected risk-adjusted returns. As such, risk appetite is captured by several qualitative principles and quantitative measures. The board's risk appetite statement is outlined below.

At business unit level, strategy and execution are influenced by the availability and price of financial resources, risk appetite thresholds, earnings volatility limits, and required hurdle rates and targets.

This includes:

- Managing risk appetite to ensure acceptable earnings volatility for the overall portfolio and for each risk type and business segment;
- Ensuring appropriate allocation of all financial resources, including capital, funding, liquidity, risk appetite and capacity in support of portfolio optimisation;
- Explicitly managing trade-offs between growth, returns and volatility; and
- Ensuring the group's earnings mix remains appropriately diversified across segments, business lines, products, markets and regions.

Quantitative return and risk appetite measures

		Management target and risk appetite measure
Growth and return	ROE	Through-the-cycle target range 22% – 25%
Solvency	Common equity tier 1 ratio (CET1)	>11.5%
	Capital adequacy ratio	>14%
Liquidity	Liquidity coverage ratio (LCR)	>110%
	Net stable funding ratio (NSFR)	>110%
Credit risk	Credit loss ratio	Through-the-cycle target range 0.5% – 1.0%

Qualitative risk appetite principles

The principles focus on inculcating a sound risk culture through aligned risk management beliefs and values. It requires that the group not take risks without a deep understanding of the consequences for business segments, profitability and stakeholder commitments. It entails adherence to escalation mandates for risk concerns and an open debate to reach consensus.

Ethics and compliance

- Always act with a fiduciary mindset.
- Ensure honourable and ethical market, business and employee conduct in dealings with stakeholders.
- Treat customers and other stakeholders fairly.
- Always aim to deliver excellent stakeholder outcomes.
- Drive effective compliance with accounting and regulatory requirements, legislation and corporate governance in its broadest sense. This includes anti-money laundering, anti-bribery, anti-corruption, and data privacy and protection measures.
- Drive operational excellence and efficiency within a robust control environment.
- Always consider and actively mitigate risks to the group's reputation.

Inclusivity

- Commit to creating shared prosperity and upholding sound ESG principles in all business activities to build a long-term, sustainable business.
- Balance the needs of all stakeholders.
- Ensure that climate change risks (physical and transition) are prudently considered, understood and managed in own operations and financing and investment activities.

Financial

- Manage risk on a through-the-cycle basis.
- Understand the cyclicality and behaviour of the business under stressed conditions and consider the lifetime risk profile of each transaction or customer.
- Maintain a strong balance sheet that reflects prudence in funding, liquidity, capital, credit origination and provisioning strategies.
- Avoid excessive gearing through on- or off-balance sheet leverage.
- Avoid excessive concentrations in risky asset classes, sectors, instruments, segments and customer sets.

A summary of 2026

Challenges and associated risks are continuously identified. Potential impacts are determined, reported and debated by the risk committees and management.

Market developments are monitored, and appropriate responses, strategic adjustments and proactive FRM actions are implemented where required. Credit origination and funding strategies are assessed and adjusted in light of macroeconomic conditions and market liquidity. Strategies are in place to ensure a resilient funding model.

The 2026 risk profile and response plans were impacted by:

- emerging risks following rising geopolitical tensions, including the US/Israel–Iran conflict and Strait of Hormuz blockade, and the expected knock-on effects on inflation and supply chain disruptions;
- emerging macroeconomic changes in the country following the potential of final investment decisions in the oil and gas sector;
- new regulations and legislation (particularly for banking) that could impact profitability over the medium to long term;
- volume and frequency of payment-related projects in response to regulatory changes to payment systems, design or infrastructure; and
- increasing cost and scarcity of financial resources and specialised and/or experienced talent pools.

The following trends were also monitored:

- integration of AI into business and the risk of disinformation;
- cybercrime and IT-related disruptions throughout the economy; and
- operational risk, including fraud risk and risk associated with change management.

The group continues to invest in people, systems, processes and data projects to:

- manage the risks emanating from regulatory requirements;
- address possible control weaknesses and improve system security;
- improve operational resilience; and
- improve risk data management and reporting.

Segmental risk profile

This table connects our businesses, market segments and products and services with our key risks. It also provides the cross-references where the individual material risks are discussed in detail.

	FNB	RMB	WesBank	Ashburton Investments	Pointbreak	Insurance and insurance brokerage	FirstRand Namibia Corporate Centre
Key activities	Retail and commercial banking	Corporate and investment banking	Vehicle asset finance	Asset management	Wealth management	Insurance Funeral cover Insurance brokerage	Group-wide functions
Market segments	Individuals Small business Agricultural Medium corporate Public sector	Financial institutions Large corporates State-owned enterprises Oil and gas Mining	Retail, commercial and corporate clients	Institutional and investment clients	Wealth clients	Retail and commercial clients	Institutional and internal/intragroup
Products and services	Transactional Deposit taking Mortgage and personal loans Credit and debit cards Investment products Card acquiring Credit facilities	Advisory Structured finance Markets and structuring Transactional banking Deposit taking Principle investing solutions and private equity	Vehicle finance, asset-backed finance, leasing and related vehicle/asset financing solutions	Unit trusts Segregated investment mandates	Wealth management and financial advisory	Motor insurance Home contents Building insurance Credit insurance Funeral cover	Group asset/liability management Funding and liquidity management Funding instruments Capital management Foreign exchange management Tax risk management
Risks	Retail and commercial credit risk (page 58) Operational risk (page 56)	Corporate credit risk and counterparty credit risk (page 58) Traded market risk (page 63)	Retail and commercial credit risk (page 58)	Market risk Investment risk	Market risk Investment risk	Insurance risk (page 68) Underwriting risk Solvency risk	Capital management risk (page 68) Interest rate risk in the banking book (page 63) Funding and liquidity risk (page 62) Structural foreign exchange risk
Other risks	Strategic, business, operational, reputational, IT, climate (page 64), environmental and social (page 66), compliance, regulatory and conduct risk (page 60)						

1. Operational risk

Risk definition

This is the risk of loss resulting from inadequate or failed internal processes, people and systems or from external factors. It includes any event that disrupts the normal flow of business processes, thereby causing financial loss or reputational damage. The principal operational risks the group manages are:

- business resilience risk due to external factors such as power supply constraints, system downtime incidents, civil unrest or climate-related events;
- cyber risk due to the growing sophistication of cyberattacks locally and internationally;
- internal and external fraud due to various products and payment instruments;
- legal risk from vendor agreements, borrowings and obligations;
- technology risk due to the pace of technological change and increasing digitisation;
- vendor risk due to lack of direct control over external service providers, who could violate client data privacy while providing services to the group; and
- payment risk due to international and local industry reforms that expose the payment system and participants to increased risk.

How the risk is managed

The group's operational risk management framework outlines the principles and practices fundamental to effective management of operational risk. The framework covers risk identification, exposure quantification and measurement, monitoring and reporting. Namibia's regulatory framework prescribes the Standardised Approach to ensure that sufficient capital is retained to absorb expected and unexpected losses.

The operational risk appetite policy governs the group's approach to risk appetite. Exceptions and breaches of thresholds are reported to the enterprise risk management committee, with escalations reported to the audit and risk committee.

Operational losses

The group reports operational losses from a centralised internal database, in line with the requirements of the Basel Committee on Banking Supervision (BCBS) 239 Risk Data Aggregation Reporting project.

- There were no loss events that could indicate a material failed control environment or inadequate controls or risk management processes.
- Losses for FY2026 were within the pre-defined appetite levels.

N$'000	FY2026	FY2025	FY2024
Total operational losses as a % of gross income	0.45%	0.40%	0.31%

Challenges and opportunities

Current and emerging challenges	Our response
A persistent increase in the pace and frequency of regulatory payment projects across local and regional landscapes. This places increased demand on existing capacity tasked with running and changing the variety of group systems.	• Review and refine project prioritisation and resource allocations. • Leverage FirstRand Group and offshore capabilities to meet increased capacity needs. • Explore and accelerate the use of AI technologies to speed up development processes. Refer to the *Information technology and cyber risk* section on page 57.
The war on talent within the relatively small Namibian market remains persistent.	Our demonstrable and embedded employee value propositions support our response to market strains. Refer to the *Human capital's performance* section on page 84.
A persistent increase in cyber threats and fraudulent scams.	• Leverage an integrated group cybercrime strategy and cyber incident response plans. • Enhance and expand the suite of behavioural models to help identify and prevent fraudulent activities. Refer to *Fraud risk* section on page 57.
Growing climate, social and environmental demands.	Embrace changes, partner with stakeholders and improve articulation of efforts designed to achieve shared prosperity. Refer to the Do What Matters report for more information.
Accelerating AI technologies.	Leverage new capabilities to re-engineer processes for greater efficiency and tailored to business needs.
Growing appetite for responsible and sustainable risk management practices, benchmarked against leading practices.	Digest, leverage and, where possible, early-adopt industry-leading good corporate governance principles and practices.

Fraud risk

We are always on the alert for external fraud that could harm our clients. A dedicated fraud risk team manages the risk of loss from fraudulent activities, whether external or internal, and enables proactive recovery of any funds involved. The fraud risk management framework provides key risk management principles and guidelines. It outlines critical fraud risk areas, trends and preventative actions.

Key fraud loss drivers include:

- account takeover fraud, such as application fraud and identity theft;
- scams, including impersonation, online retail and investment scams;
- card fraud;
- digital fraud, including phishing and other social engineering techniques;
- business email compromise fraud, such as compromised access to emails and change of banking details; and
- kidnapping and extortion.

There is an increase in social engineering scams designed to solicit confidential information to compromise clients' profiles. Such scams require enhanced client education. The inherent risk of internal compromise remains a key focus area with periodic control testing.

The group's fraud risk profile remains within appetite with a stable outlook. External fraud incidents continue to materially outweigh internal fraud cases, with social engineering, impersonation and account takeover the primary drivers of customer losses. Our initiatives to combat fraud risk include:

- frequent fraud risk assessments of all business units that suffer medium to high fraud incidents;
- enhanced communication and training of employees and clients on fraud trends and *modus operandi*;
- development of data analytics and behavioural model tools for proactive fraud detection and prevention; and
- enhanced capabilities to prevent vishing fraud, such as device blacklisting, limit reductions and one-time PINs.

Fraud risk management requires internal and external collaboration to ensure successful strategy delivery. In 2026, group representatives actively participated in multiple engagements to foster deeper, more collaborative partnerships among industry participants. The engagements across cyber-security council platforms, fraud industry working groups, industrywide regulators (Bank of Namibia, NAMFISA, CRAN), law enforcement and regional working groups have been deliberate and positive. The group is working with stakeholders to create an industry body that will combine data to identify fraud trends. The body will initiate projects to address industry-specific financial crime threats and targets.

FirstRand Namibia continues to strengthen its fraud prevention and detection capabilities through active participation in industry-wide initiatives and collaborative platforms, including:

- Industry Fraud Working Group: Supports national fraud prevention and anti-scam coordination efforts.
- NamFriC: Enhances fraud intelligence sharing and industry governance.
- Anti-Scam Command Centre: Facilitates coordinated scam detection and disruption across industry partners.
- Cybersecurity Council: Strengthens collaboration on fraud prevention, cybersecurity, and threat intelligence.

In 2026, we increased our focus and capacity by designing, developing and improving our behavioural model monitoring programme to better and proactively identify criminal activity targeting the group or its clients. We continue to invest in and fine-tune our detection and prevention strategies, particularly against organised criminal activity.

Information technology and cyber risk

IT risk includes any failures of systems, people or processes that impact the resilience of the group's technology. In 2026, in line with our operational risk, IT and cyber risk management frameworks, the group continued to monitor, improve and test our resilience in this aspect.

Monitoring and improving	Testing
• Monitored and processed external threat feeds to identify cyber threats and trends. • Facilitated independent controls testing using simulated cyberattacks based on current techniques. • Enhanced cyber-security incident management process and resilience. • Monitored the group's key outsourced and critical third parties' cyber risk exposure.	• Conducted *ad hoc* incident simulations to assess cyber readiness and resilience. • Tested the disaster recovery plans, including measuring and enhancing recovery time objectives. • Tested and monitored the effectiveness of controls. • Conducted simulated testing of employees' susceptibility to phishing and other cyberattacks. • Facilitated the testing of the group's risk and control posture by independent assurance providers.

2. Credit risk

Risk definition

Credit risk is the potential for financial losses arising from borrowers, counterparties or debtors being unable or unwilling to fulfil their contractual obligations to the bank under credit agreements. It includes the risk of non-repayment, default or deterioration of borrowers' and counterparties' creditworthiness, leading to a decline in loan quality.

Credit risk is a fundamental aspect of the bank's operations, representing the potential for financial loss when borrowers or counterparties fail to fulfil their contractual obligations. Given its significance, it is a key risk management focus area. Effective credit risk management is crucial for maintaining the bank's financial stability, ensuring the soundness of its operations, and supporting a stable financial system.

How the risk is managed

The bank actively mitigates the potential adverse effects of credit risk on its financial performance through disciplined controls and continuous monitoring. The bank board retains ultimate responsibility for the oversight of credit risk management within the bank, supported by a specialised credit risk committee. Management credit risk committee operate within the board-approved discretionary limits, policies and procedures.

The bank has a comprehensive and well-defined credit risk management framework that clearly articulates the roles and responsibilities of the board and management. The framework is integrated into the broader risk management framework, enabling a cohesive and holistic approach to risk oversight. It supports the bank's ability to comply with regulatory requirements and to align with leading industry practices in credit risk management.

Credit risk identification and management extend across the entire credit value chain. This includes defining risk appetite, shaping credit origination strategies, quantifying and measuring risk, continuously monitoring portfolios, and managing delinquent accounts through collection and recovery. Provisioning is consistently applied throughout the credit lifecycle to ensure timely recognition and effective credit risk management. At a portfolio level, exposures are managed in aggregate to optimise overall credit risk while maintaining alignment with strategic objectives and risk appetite.

The bank maintains capital at levels sufficient to absorb potential credit losses, considering regulatory requirements and internal risk assessments. In addition, the bank applies risk-based pricing to ensure that lending activities appropriately reflect the underlying credit risk. This approach ensures that the bank is adequately compensated for the risks assumed, while supporting sustainable financial performance.

The bank's credit risk management principles emphasise maintaining adequate capital levels, applying risk-based pricing at individual and portfolio levels, and ensuring accurate provisioning across the credit book.

Credit risk classification and impairment policy

The bank uses internally developed quantitative and statistical models that are aligned with regulatory requirements and internal strategic objectives. These models focus on key credit risk components:

- probability of default;
- exposure at default; and
- loss given default.

Correlation estimates across counterparties, industries and portfolios are incorporated to account for diversification effects. This provides a holistic view of aggregated credit risk exposure. In compliance with IFRS 9 and applicable regulations, the bank maintains appropriate valuation adjustments and provisions for expected credit losses. In addition, the bank maintains appropriate valuation adjustments and credit loss reserves in line with applicable accounting standards and regulatory requirements. Credit impairment provisions are measured and recognised in accordance with IFRS 9, ensuring timely and prudent recognition of credit losses.

The bank applies a robust credit risk classification and impairment policy to accurately reflect potential credit losses.

Specific impairments

This measures incurred and inherent credit losses associated with individually identified exposures. The bank considers a range of relevant factors, including the level of exposure to the counterparty, the customer's cash-flow-generating capacity, the ongoing viability of the underlying business, expected future cash flows, the realisable value of collateral held, and anticipated recovery-related costs.

This enables the bank to form a prudent and well-supported assessment of the expected credit losses arising from specific exposures.

Portfolio impairments

Portfolio-level impairments provide broader coverage for credit losses based on prevailing market conditions and observed default experience. These impairments incorporate forward-looking information to capture potential credit losses that may not yet be evident at an individual exposure level.

The bank strengthens the adequacy and resilience of its overall credit risk coverage by considering macroeconomic trends, portfolio performance indicators, and forward-looking projections.

Credit risk profile

In 2026, we continued to strengthen the bank's overall credit performance. The bank:

- enhanced governance structures that explicitly reinforce local control, decision-making and capacity;
- calibrated the risk appetite to align with strategic objectives and enhanced the scorecard's alignment with the risk appetite and strategy;
- enhanced value propositions and strengthened collaboration between departments for improved client service;
- further optimised collection strategies and processes to curb sporadic NPL increases; and
- focused on improving client service turnaround times to provide financial support to our customers faster.

The bank discloses key credit risk indicators at group and bank level to enhance transparency over its credit risk exposure. Collectively, these metrics provide stakeholders with a clear and comprehensive view of the bank's credit risk profile and its capacity to absorb and manage potential credit losses.

	Bank			
	FY2026	FY2025	FY2024	FY2023
Gross advances (N$ million)	44 149	40 819	39 417	36 779
Non-performing loans/advances %	3.8	5.2	6.1	4.8
Portfolio coverage ratio %	1.2	1.5	1.6	1.5
Specific coverage ratio %	49.8	48.6	44.4	45.6
Total coverage ratio %	3.0	3.9	4.3	3.6
Credit loss ratio (CLR) %	0.6	1.3	1.1	0.6

Future focus

Several external factors influence credit dynamics. Our ability to manage NPLs, enhance collection strategies and strengthen client rehabilitation will be key.

In 2027, the focus will be on strengthening overall credit risk management by:

- Being responsive to changes in external environmental factors, which include:
  - adapting to the knock-on effects from global geopolitical unrest and consequential supply chain disruption, and the likely probability of persistent inflation that may ensue; and
  - changes in local regulations (changes to existing legislation and/or preparing for new legislation).
- Conducting annual reviews on credit risk appetite statements, ensuring relevant and refined parameters are predetermined.
- Implementing and enhancing platform-driven processes to streamline and enhance credit origination.
- Exercising maintenance of credit sanctioning scorecards to improve credit risk assessment and decision-making.
- Providing continuous training for credit managers and supporting them with expert assistance.
- Exploring restructuring opportunities to improve client cash flows and mitigate defaults, curb monthly inflows into NPLs and enhance recovery efforts.

3. Compliance, regulatory and conduct risk

Risk definition

This is the risk of legal or regulatory sanctions, financial loss or reputational damage arising from failure to comply with applicable laws, regulations, supervisory expectations and internal standards. The risk encompasses:

- regulatory risk arising from non-compliance with statutory obligations and regulatory requirements;
- conduct risk relating to the delivery of fair customer outcomes, ethical behaviour and market integrity; and
- financial crime risk associated with the potential misuse of the group's products and platforms.

This risk permeates all business activities and reflects how the group conducts its business, engages stakeholders and meets its obligations as a regulated financial institution.

How the risk is managed

FirstRand Namibia manages compliance, regulatory and conduct risk through a structured governance framework designed to ensure adherence to applicable laws, regulatory requirements and supervisory expectations. A strong emphasis is placed on fostering a culture of compliance with the letter and the intent of applicable laws and regulations, supported by conduct and culture initiatives.

The group focuses on:

- ensuring that conditions required to retain its various licences are met;
- limiting the risk of financial loss, civil liability and regulatory sanction, including potential consequences for directors, key persons and employees;
- promoting fair outcomes for customers and appropriate conduct in all client and market interactions;
- minimising reputational risk arising from non-compliance; and
- reducing the risk of its platforms being used for financial crime or regulatory breaches.

This is supported by a risk-based approach to compliance management, incorporating:

- compliance risk identification and assessment at legal entity level;
- ongoing regulatory engagement, inspection management and remediation tracking;
- coordination across assurance providers through an Integrated assurance model; and
- progressive digitisation of compliance processes to enhance monitoring and reporting capability.

All employees and entities are expected to uphold high standards of honesty, integrity and fair dealing, and to act with due skill, care and diligence. The group has zero tolerance for deliberate or wilful non-compliance.

Where legal or regulatory uncertainty exists, the group undertakes structured assessments of the applicable requirements and associated risks, and obtains external legal or regulatory advice where appropriate.

Focus areas in 2026

The group undertook several actions to monitor the effectiveness of compliance and conduct risk management this year.

- Executed the integrated assurance plan, strengthened oversight and reduced duplication across assurance providers.
- Enhanced regulatory engagement and tracking.
- Completed and refined risk assessments.

These activities have:

- improved visibility of compliance and conduct risk across the group;
- enhanced coordination of remediation activities; and
- supported more structured engagement with regulators.

Strategic focus area	2026 actions	Related outcomes
Strengthening partnerships and assurance effectiveness	• Enhanced the compliance operating model to strengthen capacity and support increased value-add to the business. • Contributed to the Integrated assurance plan and strengthened collaboration between assurance providers.	• Improved alignment of compliance support across business segments. • Enhanced coordination and reduced duplication across assurance activities.
Enhancing regulatory engagement	• Continued with regulatory inspections, progress reporting and remediation activities. • Maintained and enhanced the repository of regulatory correspondence and artefacts.	• Increased visibility and tracking of regulatory interactions and findings. • Supported more structured and responsive engagement with regulators.
Responding to increased supervisory intensity	• Managed a higher volume of regulatory inspections and surveillance activities. • Maintained focus on remediation and ongoing supervisory engagement (including in the context of Namibia's greylisting by the Financial Action Task Force (FATF)).	• Reinforced the need for disciplined remediation and sustained regulatory engagement capability.
Embedding a risk-based approach	• Completed conduct culture and anti-bribery and corruption risk assessments through a group survey. • Developed compliance risk registers and legal entity risk profiles. • Continued the financial crime risk assessment.	• Improved understanding of compliance, conduct and culture-related risks across the group. • Supported more structured risk identification and prioritisation.
Digital enablement of compliance processes	• Progressed digitised compliance risk management plans. • Advanced migration of financial crime operations and regulatory reporting onto digital platforms.	• Enabled improved tracking and management of compliance obligations. • Positioned the function for increased automation and efficiency in future.

Future focus

The group will continue to strengthen its compliance, regulatory and conduct risk management framework through:

- Embedding an enhanced risk assessment methodology to support more consistent and forward-looking risk identification.
- Developing compliance risk registers and profiles at a legal entity level.
- Advancing digital enablement, including:
  - automation of compliance risk management plans; and
  - expanded use of digital platforms for regulatory reporting and financial crime operations.
- Deepening regulatory engagement capability, in response to increasing supervisory intensity.
- Enhancing conduct risk integration, to further align conduct, compliance and risk management practices.
- Sustaining remediation discipline, ensuring timely closure of regulatory findings and continuous improvement of control effectiveness.

4. Liquidity risk

Risk definition

This is the risk that the bank, though solvent, will be unable to meet its contractual and contingent obligations as they arise, or will only be able to do so on materially unfavourable terms. Liquidity risk is inherent in the bank's operations. It may also arise from unforeseen disruptions that affect the liquidity of asset markets, or from unexpected withdrawals by short-term funding providers.

How the risk is managed

The bank strategically optimises its funding mix within structural and regulatory parameters, pursuing a funding strategy that supports operational efficiency and long-term sustainability. The group's funding strategy is anchored in maintaining access to diverse and sustainable funding pools, with a deliberate focus on building a profile that naturally mitigates liquidity risk.

Ongoing compliance with prudential liquidity metrics remains a central pillar of the group's funding approach.

The bank's liquidity risk is managed by the asset and liability management risk function, which:

- assesses, measures and monitors the bank's liquidity risk;
- establishes and monitors liquidity risk limits and indicators, including liquidity risk appetite, in line with regulatory requirements and approval from the assets, liabilities and capital committee;
- reviews liquidity risk management processes;
- facilitates liquidity stress testing for the bank and implements the recommended improvements;
- seeks to maintain several contingency funding sources to draw upon in times of economic stress; and
- periodic liquidity simulation exercises to test its ability to withstand severe liquidity stress events, validate contingency funding plans and enhance liquidity risk management capabilities.

Liquidity risk is managed through a series of measures, stress tests and reports that are mainly based on contractual maturities with behavioural adjustments as appropriate. Liquidity positions are monitored and forecast daily. This includes the following key liquidity risk indicators:

- **LCR:** Measures high-quality liquid assets against net stressed cash outflows over the next 30 days. The actual position is monitored against management and board limits and escalated in accordance with the governance framework and appetite statement.
- **NSFR:** Requires banks to hold enough stable funding to cover the duration of their long-term assets.
- **Term and source diversification measures:** Measures the diversification of funding by term and source against predetermined limits.
- **Available sources of stress funding:** Compares the stressed balance sheet to the available sources of stress funding. This indicates whether the bank has sufficient sources of stress funding, as per the contingency funding plan, to fund the bank in case of an idiosyncratic stress event.

LCR and NSFR became regulatory limits in Namibia on 31 March 2024 with the implementation of the Determination on Liquidity Risk Management for Domestic Systemically Important Banks (BID 6A). BID 6A is being phased in as follows, with an end of state 31 March 2027:

Ratio	March 2025	March 2026	March 2027
LCR	85%	95%	100%
NSFR	85%	95%	100%

As at year end, we already met the March 2027 targets.

	June 2026	June 2025
Total high-quality liquid assets (HQLA) (N$'000)	13 330 928	12 336 954
Net cash outflow (N$'000)	10 600 357	8 416 081
LCR*(%)	125.8	146.6
Available stable funding (N$'000)	44 956 634	40 218 962
Required stable funding (N$'000)	36 460 499	35 852 771
NSFR (%)**	123.3	112.2

* *LCR based on daily observations.*
** *NSFR based on quarterly average observations.*

Outlook and future focus

Our focus will be to maintain the bank's market position of sourcing funding from a strong client deposit base while augmenting it with long-term, sustainable, wholesale funding instruments.

5. Market risk in the banking book

Risk definition

This risk mainly emanates from interest rate risk, i.e. the effect that interest rate changes may have on the group's financial position and earnings. Such movements affect the economic value of assets, liabilities and off-balance sheet items, as well as net interest income through changes in interest-sensitive revenues and expenses. It also includes currency risk, which is expressed as the net open foreign exchange position.

Sources of interest rate risk are:

- repricing risk that arises when assets and liabilities reprice or reset at different dates;
- yield curve risk from unanticipated shifts in the yield curve;
- basis risk that arises when different yield curves are used to price assets and liabilities; and
- optionality that arises when actual client behaviour differs from the contractual profile in terms of prepayments and withdrawals.

How the risk is managed

The risk is monitored through two measures with board-approved appetite limits and reported quarterly to the assets, liabilities and capital committee:

1. **Measures the 12-month impact on net interest income using various interest rate scenarios.** These scenarios are instantaneous parallel shifts in the yield curve of 100, 200 and 300 basis points.
2. **Value at risk sensitivity (economic value of equity using the present value basis point metric):** Estimates the present value of the banking book assets and liabilities and measures how sensitive the group's NAV is to changes in the yield curve.

Interest income sensitivities include additional behavioural assumptions on the timing and how individual products would reprice in response to changing interest rates. However, reported sensitivities exclude additional management actions in response to an immediate and large movement in interest rates. Therefore, they do not predict future performance.

The group continues to actively monitor asset liability management risk. Asset liability management activities align with our frameworks, risk appetite and banking sector regulations. The assumptions made on the measurement metrics were reviewed to ensure data quality.

Risks emanating from asset and liability mismatches are dynamically managed using structured hedging products and interest rate swaps.

Outlook

Market risk in the banking book remains sensitive to interest rate movements, funding costs and currency-linked market developments. The Namibia dollar's peg to the South African rand links domestic interest rate conditions to regional monetary policy and currency trends. The group manages these risks through asset and liability management processes, including monitoring of repricing gaps, funding mix, deposit pricing and net interest income sensitivity.

6. Traded market risk

Risk definition

This is the risk of adverse revaluation of any financial instrument because of changes in market prices or rates.

How the risk is managed

A stress loss methodology is used to manage, measure and report market risk. The stress loss limits are allocated and approved by the board. They provide an estimate of losses on the portfolios that could be expected during distressed market conditions. A dedicated risk management team leverages a suite of risk tools to measure and monitor traded risk exposure against the pre-defined appetite levels.

Daily and monthly reports on market risk movements, risk factors and limit utilisation are complemented with market risk reports to segment excos, ERM, and the assets, liabilities and capital committee, and quarterly reports to the FirstRand Namibia audit and risk committee.

Traded market risk positions were within the board-approved appetite and risk tolerance levels. They are sufficiently supported by regulatory and economic capital holdings.

Focus areas

Key accomplishments for managing market risk in the trading book in 2026 include the successful transition from a stress loss methodology approach to an expected tail loss methodology approach.

7. Climate risk management

Risk definition

Climate risk is the financial impact arising from the physical effects of climate change and the transition to a low-carbon economy. This risk impacts the group, our customers and broader financial stability.

Climate risk manifests as physical and transition risk:

- Physical risk is already evident in Namibia. Droughts strain the agricultural sector, and extreme weather disrupts operations, damages infrastructure and reduces asset values. These pressures affect the group via rising defaults, weakened collateral and declining credit quality.
- Transition climate risk unfolds over a longer horizon. As the world reprices carbon, reshapes regulation and redirects capital toward sustainable alternatives, certain business models will face profound disruption. Some assets may become stranded. Sectors central to our lending portfolio will need to adapt, and so must our approach to financing them. If these financial risks are not managed, they can erode asset quality, heighten systemic vulnerability and undermine long-term financial stability.

How the risk is managed

Ultimate accountability for climate risk governance rests with the board. This reflects the group's position that climate risk is a strategic issue. The board discharges this responsibility through a structured delegation framework, assigning specific climate and environmental risk mandates to board committees and management structures.

Oversight of the group's ESG strategy, particularly regarding impacts on environmental and social stakeholders, has been delegated to the STRC (refer to page 37).

The STRC provides overarching oversight to ensure that climate-related risks are managed in alignment with the group's risk appetite, capital strategy and overall risk management framework. The responsibility for implementation rests with management through the enterprise risk management committee.

In 2026, an internal audit on the group's climate risk programme was performed. It was designed to contribute to maturing the integration of climate-related risks, with particular emphasis on how climate considerations are embedded within governance structures and strategic decision-making processes.

The group remains committed to broadening the scope of climate risk assurance over time to encompass risk management, metrics and targets as our programme matures.

2026 focus areas

Bank of Namibia Guidelines on Climate-Related Financial Risks and Disclosure Requirements (BIG-5/2025)	BIG-5/2025 was a key regulatory focus. It set out enhanced supervisory expectations for systematically identifying, measuring, managing and disclosing physical and transition climate-related risk exposures across the Grouping sector. The bank participated in a six-month pilot programme that involved submitting a detailed quantitative climate risk-return. This programme aimed to operationalise consistency, comparability and methodological robustness in climate risk data collection and prudential reporting. The pilot required developing fit-for-purpose data architectures, quantitative modelling methodologies and supporting internal control frameworks. This enhanced the bank's capacity to measure, aggregate and monitor climate-related risk exposures at a granular level. The bank submitted a supplementary annual qualitative return that provides structured disclosures on governance arrangements, risk management frameworks, strategic climate positioning and the embedding of climate-related stress testing.
Climate balance sheet	The bank developed a climate balance sheet that provides a structured and transparent view of climate-related exposures across its lending portfolio. The framework classifies client exposures using recognised taxonomies, enabling the bank to quantify sustainable financing activities and identify exposures subject to elevated physical and transition risks. This strengthens the bank's ability to make informed, forward-looking decisions and establishes a foundation for more advanced climate risk analytics, including scenario analysis and stress testing.
Carbon emissions tracking own and financed emissions	The group strengthened its emissions measurement capabilities across operational and financed activities. Scope 1 and Scope 2 emissions are comprehensively tracked, with a reliable three-year historical baseline to support target-setting, performance monitoring and accountability. Scope 3 emissions have been progressively incorporated, providing a more complete view of the group's operational footprint. The group is actively tracking financed emissions and has a credible view of the emissions embedded within its lending portfolio. It is aligned to the Partnership for Carbon Accounting Financials methodology, ensuring consistency with global best practice. It enhances transparency, supports alignment with evolving disclosure requirements, and enables more informed risk and portfolio management decisions. Together, these efforts underpin the development of credible decarbonisation pathways. With improved data coverage and quality, the group is well-positioned to set science-informed targets, engage clients on their transition journeys, and progressively align its portfolio to a lower-carbon trajectory.

Sustainable finance	Sustainable finance remains a key focus and mechanism for translating climate ambition into measurable economic impact. The group expanded its sustainable finance activities to support the transition to a more climate-resilient and inclusive economy. It enhanced its suite of green products, thereby improving clients' access to funding for environmentally and socially sustainable outcomes. A key milestone was issuing the FNB Namibia inaugural N$500 million Sustainability Note under its NSX-listed Domestic Medium-Term Note Programme in March 2025. This demonstrated alignment between funding strategy and sustainability objectives, and progressed the development of a sustainable finance taxonomy. This supports the identification, classification and monitoring of green and social assets, which: • strengthens internal consistency; • improves comparability across transactions and portfolios; and • enhances the transparency and credibility of external reporting on use of proceeds, allocation and impact. A sustainability bond allocation and impact report was published in March 2026. This highlighted the allocation of proceeds, of which N$313.6 million (62.7%) was allocated as at 31 December 2025. KPMG independently reviewed the allocation of sustainability bond proceeds.
Staff sustainability challenge competition	The competition invited employees to submit innovative and practical solutions across three focus areas: water management, energy consumption and waste management. It was designed to surface implementable solutions and foster a culture of environmental awareness and shared accountability.

Outlook and future focus

The group has clear priorities as it goes forward. This includes:

- Deepening the integration of climate-related considerations across the lending portfolio and broader risk management practices. This includes strengthening the assessment of physical and transition risks at a sector and client level, with particular emphasis on exposures that are more susceptible to regulatory change, market shifts and climate impacts.
- Enhancing our understanding of risk concentrations in carbon-intensive and hard-to-abate sectors. This will be supported by more structured client engagement to assess transition readiness, including the credibility of client transition plans, potential financial impacts, and the implications for credit risk over time.
- Advancing the use of forward-looking risk tools, including climate stress testing and scenario analysis, to better understand how different climate pathways may affect portfolio performance and resilience. This will support a more proactive approach to identifying vulnerabilities and informing risk appetite, capital allocation and strategic decision-making.
- Progressively introducing climate-related performance considerations in areas where exposures are more concentrated, including developing sector-specific transition pathways and targets. This will support more consistent risk management practices and clearer alignment between financing activities and long-term sustainability objectives.
- Scaling climate and transition finance activities, focusing on enabling real-economy decarbonisation and supporting growth in key sectors such as renewable energy, energy efficiency, green buildings, and sustainable transport.
- Emphasising financing solutions that support climate adaptation and resilience. This includes supporting clients in strengthening their ability to withstand and respond to climate-related impacts, ensuring that financing approaches address mitigation and adaptation needs.

8. Environmental and social risk

Risk definition

This is the risk of adverse impacts that the group's activities, projects and investments may have on the environment, individuals and communities. These include pollution, resource depletion, groundwater contamination and ecosystem degradation. In the case of social risk, they include adverse impacts on labour practices, human rights, community wellbeing, health and safety, and cultural heritage.

These impacts can lead to:

- legal or regulatory contraventions;
- material financial losses;
- operational costs;
- physical damage;
- credit risk; and/or
- loss of reputation.

How the risk is managed

Ultimate accountability for environmental and social risk oversight rests with the board, reflecting its responsibility to ensure sustainable value creation over the short, medium and long term. Oversight is exercised through delegated board and management committees, supported by structured reporting and regular review of risk trends, emerging issues and management responses.

The primary committees and subcommittees responsible for oversight are:

- The STRC oversees environmental and social matters.
- The audit and risk committee oversees alignment with the overall risk appetite and risk governance framework.
- The enterprise risk management committee is responsible for noting of key changes, efficiency and compliance.

Environmental and social risk is a strategic risk closely linked to credit, legal, regulatory, and reputational risk. Therefore, environmental and social considerations are embedded within the group's strategy, performance, risk appetite and broader enterprise risk management framework.

As a systemic financial institution, the group recognises that its lending, investment and sectoral exposures influence financial outcomes and the environmental, sustainability and social wellbeing in the markets it serves.

The effectiveness of environmental and social risk management is monitored through:

- regular environmental and social risk assessment (ESRA) reconciliations;
- periodic reviews; and
- ongoing engagement with clients.

Where gaps are identified between client practices and required standards, corrective actions are agreed and tracked, with support from transaction teams and environmental and social risk specialists.

Monitoring continues after funds are disbursed to ensure that environmental and social covenants, warranties and conditions included in loan documentation are implemented, maintained and remain current. Clients must report on compliance, supported by the review of regulatory approvals such as environmental clearance certificates, water abstraction permits and harvesting licences, as well as the submission of environmental and social action plans where relevant. Where non-compliance is identified, the group works constructively with clients to agree and implement remedial actions, to the extent feasible.

A grievance mechanism is in place for external stakeholders to raise environmental or social concerns relating to financed activities. No grievances was reported in 2026.

Integrated decision-making

ESRA is a structured transactional due diligence process for identifying, assessing and managing environmental and social risks linked to the group's lending and investment activities. ESRA helps ensure that transactions do not contribute to environmental degradation, social harm or human rights violations and protects the group from risk that could impair a client's ability to meet their obligations.

Through ESRA, transactions are assessed against clear environmental and social standards, incorporating biodiversity and human rights screening. It:

- assesses a client's capacity to manage impacts associated with funded activities;
- applies exclusion and restricted activity criteria;
- requires compliance with applicable Namibian environmental, labour, health, safety and human rights legislation; and
- considers whether the activity falls within the group's risk appetite for sensitive industries.

Transactions are grouped in three risk categories:

Category A (high risk)	Category B (medium risk)	Category C (low risk)
Activities with the potential for irreversible, significant adverse social or environmental impacts.	Activities with the potential for limited adverse environmental and social impacts that are few in number, generally site-specific, largely reversible and can be readily addressed through mitigation measures.	Activities with minimal or no social or environmental risks and related impacts.

685 transactions screened in 2026

Category A	Category B	Category C
21	407	257

194 new

491 renewals and expansions

2026 focus areas

The group strengthened the consistency and depth of environmental and social risk integration across the credit process. Key areas of progress included:

- enhanced awareness and capability within frontline and credit teams through refresher training;
- more structured client engagement to address identified environmental and social risks; and
- ongoing refinement of exclusion and sensitive sector criteria to align with evolving regulatory and societal expectations.

Outlook and future focus

The group will continue to:

- strengthen ongoing covenant monitoring and support clients in their transition efforts;
- enhance environmental and social data, monitoring and reporting capabilities;
- build frontline teams' capacity through targeted training and engagement; and
- deepen client engagement beyond compliance to support practical transition and adaptation outcomes.

The group aims to ensure that environmental and social risk management continues to support sound performance, effective control and institutional legitimacy. This will entail deeper integration of environmental and social considerations into strategy, decision-making and capital allocation.

9. Insurance risk

Risk definition

Insurance risk arises from the inherent uncertainties of liabilities payable under an insurance contract. These uncertainties can result in the occurrence, amount or timing of the liabilities differing from expectations. Insurance risk can arise throughout the product cycle and is related to product design, pricing, underwriting and claims management.

How the risk is managed

The board of FNB Short Term Insurance has overall responsibility for managing insurance risk. They:

- provide oversight of the product suite;
- approve new insurance products;
- oversee FRM; and
- interrogate inputs, models and the results of pricing and valuations.

The board of FNB Short Term Insurance is supported by management committees and assurance functions (risk, compliance, internal audit and actuarial) that provide independent review and oversight. Management of insurance risk is governed by a suite of policies and processes. These include tools and systems to assess and manage insurance risk.

To ensure that insurance risk is understood and priced correctly, we:

- use claims information to set up the correct technical price for each product;
- identify potential risks, including monitoring the business mix and risk of new business;
- thoroughly review the policy terms and conditions;
- where necessary, apply underwriting processes at both the sales and claims stage; and
- design appropriate reinsurance structures to keep risk exposure within appetite.

The initial assessment and management of insurance risk focuses on four main areas: product design and pricing, selection of risk, management of the in-force book, and establishing sufficient technical provisions. The ongoing assessment and management of insurance risk includes:

- Monitoring and reporting key ratios such as incidence rates and claims ratios.
- The valuation process, involving the setting up of insurance liabilities. This provides insight into the evolution of the risks in the portfolio. Adequate reserves are set for current and future claims as well as expenses.
- Stress and scenario analysis are performed to provide insight into the risk profile and future capital position.

10. Capital management risk

Risk definition

This is the risk that the group fails to maintain sufficient capital to meet regulatory capital requirements, support its strategic objectives and absorb losses under stressed conditions.

How the risk is managed

The board-approved capital management framework sets out the objectives, policies and principles relating to capital management, and the assets, liabilities and capital committee ensures compliance with the framework. Group Treasury is responsible for ensuring the group is adequately capitalised to generate returns while managing risk within the approved risk appetite. The primary objective of the group's capital management strategy is to maintain sufficient capital to build and invest in its businesses through normal economic cycles and under stressed economic conditions.

The group addresses its capital objectives on a forward-looking basis, considering the ICAAP review and annual budget. The budget is prepared using a three-year forecast under stress scenarios.

The group's capital management approach is to increase balance sheet resilience, diversify advances exposures, improve market liquidity and ensure an optimal funding mix. The objectives when managing capital in all its forms are to:

- establish internal minimum capital requirement levels that consider the regulatory capital requirements set by the Bank of Namibia;
- maintain sound capital ratios and quality of capital during calm and turbulent periods of the economy and financial markets;
- safeguard the group's ability to continue as a going concern so it can continue to provide returns to shareholders and benefits to other stakeholders;
- maintain a strong and leading capital base position in the market to support the growth of the group's businesses, protect depositors and creditors, and promote and uphold public confidence; and
- maintain a strong credit rating.

Effective capital management ensures the group's resilience, protects depositors and sustains stakeholder confidence.

The group maintains a capital buffer above the regulatory minimum requirement. Capital stress testing is done annually for the bank as part of the ICAAP to assess the adequacy of the capital buffer. The stress test measures the impact on the balance sheet of macroeconomic and idiosyncratic stress scenarios and the consequent impact on earnings and capital adequacy levels. The group addresses its capital objectives on a forward-looking basis, considering regulatory and economic capital requirements in both normal and stressed conditions.

Internal capital adequacy assessment process

The bank is a material element of the group's capital management programme, which is governed by the ICAAP. This process requires banks to identify and assess risks, maintain sufficient capital to face these risks, and apply appropriate risk management techniques to maintain adequate capitalisation. Risk assessment for the ICAAP includes credit, market, operational and interest rate risk. The group's ICAAP is submitted annually to the Bank of Namibia, with independent assurance provided through reviews performed by the Internal Audit function. The audit and risk committee is responsible for the group's ICAAP. The ICAAP informs the level of capital buffers the group is required to maintain. Capital planning is done as part of regular forecasting and scenario testing and aligns with dividend decisions and growth projections. In the event of a breach of capital buffers, the group's Recovery Plan would be implemented.

The group remained well capitalised with a common equity tier 1 (CET 1) ratio of 19.7%. The CAR for both the bank and the group exceeds the board's set targets.

	Regulatory limits	FNB Namibia	FirstRand Namibia group	Board target
Core equity (minimum)	6.0%	15.9%	19.7%	–
Capital conservation buffer (minimum)	2.5%	2.5%	0.0%	–
CET 1 (minimum)	8.5%	18.4%	19.7%	>11.5%
Additional tier 1 (maximum)	1.5%	0.0%	0.0%	–
Tier 1 (minimum)	10.0%	18.4%	19.7%	–
Tier 2 (maximum)	2.5%	2.2%	2.0%	–
Total CAR (minimum)	12.5%	20.6%	21.7%	>14.0%

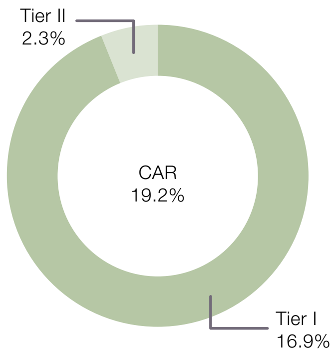
Regulatory developments

The Bank of Namibia provided an update on the development of the Determination on the Countercyclical Capital Buffer (CCyB) BID-40 to industry. CCyB is a macroprudential policy tool used by central banks to enhance the banking sector's resilience during periods of excessive credit growth, which is often associated with accumulation of systemic risk. The CCyB is designed to counter procyclicality, promote financial stability and safeguard against financial crises. The CCyB rate will be set at zero per cent and reviewed periodically by the central bank. This review will be based on prevailing macro-financial conditions and relevant indicators of systemic risk. The industry will be informed if the CCyB rate is amended, including the applicable date and implementation requirements.

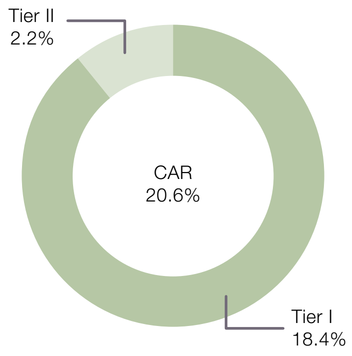
The Bank of Namibia is progressing the implementation of a revised BID-18 determination, which will introduce enhanced Pillar III disclosure requirements for banking institutions. The group is monitoring these developments and undertaking the necessary enhancements to its reporting, governance and disclosure processes to ensure readiness for the new requirements.

Banking

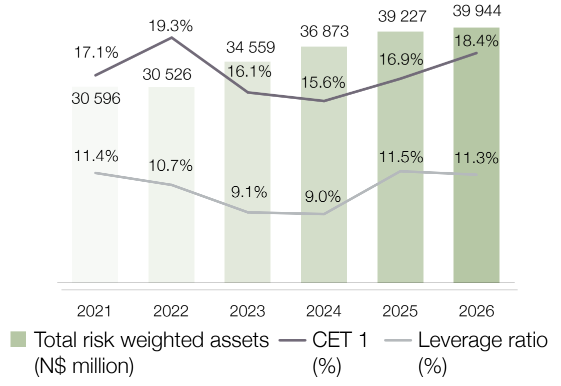
June 2025



June 2026



Key performance measures



	Banking operations Year end 30 June		Regulated consolidated group Year end 30 June	
N$'000	**2026**	2025	**2026**	2025
Risk weighted assets				
Credit risk	31 792 813	31 856 606	31 877 405	31 949 583
Operational risk	8 037 010	7 292 241	8 247 537	7 501 680
Market risk	114 217	78 182	114 217	78 182
Total risk weighted assets	39 944 040	39 227 029	40 239 159	39 529 445
Regulatory capital				
Share capital and share premium	1 142 792	1 142 792	282 148	282 148
Retained profits	6 252 578	5 548 802	7 724 662	6 993 699
Other disclosure reserves	(1 488)	2 915		
Capital impairments*	(56 139)	(55 215)	(92 026)	(81 697)
Total tier 1	7 337 743	6 639 294	7 914 784	7 194 150
Eligible subordinated debt	500 000	500 000	500 000	500 000
General risk reserve, including portfolio impairment	397 410	398 208	397 410	398 317
Capital impairments*			(76 503)	(57 299)
Total tier 2	897 410	898 208	820 907	841 018
Total tier 1 and tier 2 capital	8 235 153	7 537 502	8 735 691	8 035 168
Consolidated group				
Capital adequacy ratios				
Tier 1	18.4%	16.9%	19.7%	18.2%
Tier 2	2.2%	2.3%	2.0%	2.1%
Total	20.6%	19.2%	21.7%	20.3%
Tier 1 leverage ratio	11.3%	11.5%	12.3%	12.5%

* *Includes intangible assets, investment in deconsolidated entities and investment in significant minority and majority insurance entities.*

D DELIVERING ON PROMISES

FINANCIAL PERFORMANCE

Lizette Smit

The group delivered a strong financial performance in a changing operating environment, supported by a resilient customer franchise, disciplined balance sheet growth, prudent risk management and continued investment in operational capacity, driving growth and superior client delivery.

The Namibian economy operated against a backdrop of global uncertainty, shifting monetary conditions and sector-specific opportunities.

Domestic activity was influenced by:

- subdued household credit growth;
- pressure in certain export sectors;
- movements in fuel and freight costs; and
- the need to maintain price and financial stability within the currency peg framework.

At the same time, investment activity linked to energy, mining and related infrastructure, together with Namibia's removal from the FATF grey list, provided constructive signals for medium-term investor confidence and cross-border financial flows.

The Bank of Namibia initially eased monetary policy in October 2025 through a 25bps rate cut and a narrowing of the prime–repo spread by another 25bps. This lowered borrowing costs and supported economic activity. In May 2026, the Bank tightened monetary policy with a 25bps rate increase to contain inflationary pressures and maintain the integrity of the currency peg. This reflects the trade-off between supporting growth and preserving macroeconomic stability.

Within this environment, the group focused on sustaining high-quality earnings, managing financial resources responsibly and balancing growth with risk. This deliberate focus and action enabled the group to deliver the results referred to on the next page.

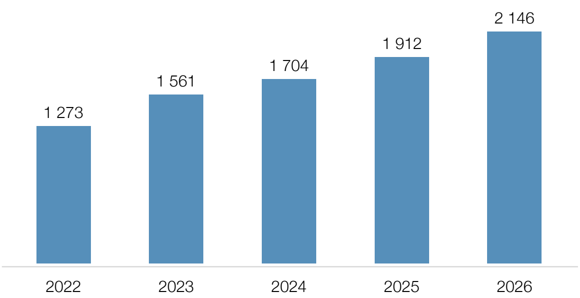
Overall performance

The group delivered a strong financial performance for the year. Net profit after tax increased by 12.2% to N$2 146 million (2025: N$1 912 million), demonstrating the franchise's resilience and the group's ability to generate sustainable returns through the cycle.

Performance was supported by an improved credit performance, growth in advances and franchise deposits. Growth in customer numbers and higher transaction volumes further contributed to the year's results.

The group generated a net income after cost of capital (NIACC) of N$1 billion, which is testimony to the economic value created for shareholders. It delivered a strong ROE of 28.5%, which is above the group's ROE target range of 22% to 25%.

Profit for the year (N$ million)



ROE	NIACC	NAV per share
28.5%	**N$1 billion**	**2 963 cents**
(2025: 28.6%)	*(2025: N$912 million)*	*(2025: 2 671 cents)*

Shareholder value creation

Shareholder value distribution

The group maintained a sound capital position and disciplined management of risk-weighted assets. The tier 1 capital ratio remained strong at 19.7% (2025: 18.2%). This exceeds the board's CET1 target of >11.5% and minimum regulatory requirements of 8.5%.

During the year, the board revised the group's long-term dividend cover range to 1.3x to 1.8x. The board believes the revised range optimises capital efficiency while maintaining shareholder returns. For the 2026 financial year, the board approved a dividend cover of 1.2x, reflecting the group's capital optimisation strategy and strong capital position. This approach balances the efficient return of capital to shareholders with the need to maintain adequate capacity to support future growth and strategic investment opportunities. This resulted in an annual ordinary dividend of 668.34 cents per share, which represents an increase of 40.3% and a dividend yield of 12.5%.

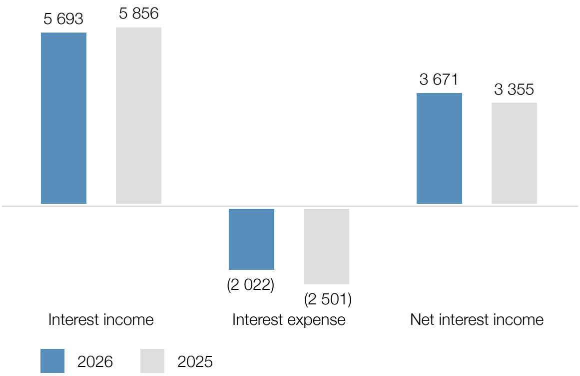
Earnings drivers

The group's earnings were underpinned by recurring franchise income, disciplined balance sheet growth and improved credit outcomes. While interest rate movements and customer pricing actions moderated revenue growth, profitability benefited from a lower impairment charge, resilient transactional activity and continued focus on operational efficiency.

N$'000	**2026**	2025	change %
Net interest income	3 670 814	3 355 159	9.4%
Non-interest revenue	2 777 872	2 702 035	2.8%
Impairment of advances	(248 840)	(527 432)	(52.8%)
Insurance service result	(15 723)	(16 096)	2.3%
Income from operations	6 184 123	5 513 666	12.2%
Operating expenses	(3 121 247)	(2 799 324)	11.5%
Income from associates	8 410	18 409	(54.3%)
Income before tax	3 071 286	2 732 751	12.4%
Indirect tax	(61 413)	(61 942)	(0.9%)
Profit before tax	3 009 873	2 670 809	12.7%
Income tax expense	(863 758)	(758 843)	13.8%
Profit for the year	2 146 115	1 911 966	12.2%

Net interest income

Net interest income (N$'000)



Interest income came under pressure, declining by 2.8% to N$5 693 million (2025: N$5 856 million). Repo rate changes during the financial year and the 25bps prime–repo spread narrowing negatively impacted growth. This was partially offset by growth in advances of 9.2% for the year. While the lower interest rate environment was supportive of borrowers, it does not translate into a proportional reduction in interest paid to depositors due to the endowment effect. While future repo rate movements remain dependent on broader economic conditions, the higher repo rate at the start of the next financial year may provide support to interest income. Investment securities income grew by 11.0%, underpinned by increased holdings of higher-yielding treasury bills.

The notable reduction in interest expense of 19.2% was achieved through a reduction in more expensive institutional funding which was possible as a result of strong franchise deposit growth during the year.

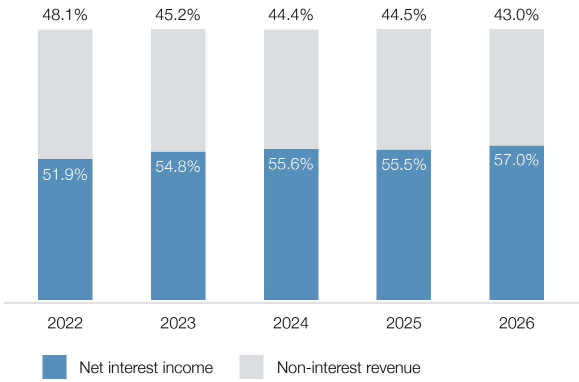
Net interest margin stood at 6.4% compared to 5.9% in the prior year, supporting the net interest income growth of 9.4% to N$3 671 million (N$3 355 million).

FirstRand Namibia manages its endowment profile through its asset liability management (ALM) strategy. This strategy is the cornerstone of the group's financial resource management (FRM) process and optimises returns to shareholders on a through-the-cycle basis.

Non-interest revenue

The group aims for an optimal balance between net interest income and non-interest revenue, ensuring a diversified earnings profile. This year, net interest income accounted for 57.0% of revenue, while non-interest revenue was 43.0%.

Revenue contribution



Non-interest revenue (including insurance service result) increased by 2.8% for the year. This increase was supported by growth in fee and card commission income and higher transaction volumes across digital and traditional channels. Continued investment in customer acquisition and product innovation supported further growth in the customer base. Offerings such as the SME Digital Hub, which completed its first full year of operation, complemented this expansion.

In line with its financial inclusion strategy, the group enhanced accessibility and affordability by introducing a revised pricing framework from 1 July 2025. In accordance with this framework, fees on local card swipes within Namibia were eliminated, and charges were reduced on selected everyday banking transactions, including Cash@Till, CashPlus, internal transfers and debit orders. These strategies have paid off as we saw volumes increasing on all these platforms.

In addition, NIR growth was affected by once-off, non-recurring items recognised in the 2025 comparative base. Adjusting for these items, NIR grew by 6.0% year on year.

The group demonstrated its commitment to advancing financial inclusion and broadening access to financial services by participating in the 2025 Alliance for Financial Inclusion (AFI) Global Policy Forum, where FNB Namibia was the headline sponsor and co-host alongside the Bank of Namibia. The forum provided an opportunity to showcase the group's innovation in expanding financial access and reinforced its commitment to serving underserved communities.

Impairment losses

Impairment losses decreased by 52.8% to N$249 million, driven by higher recoveries and a significant reduction in business-as-usual specific impairments in the current year. This reflects the positive impact of targeted credit risk management actions and disciplined portfolio management. A lower credit loss ratio (CLR) of 0.6% (2025: 1.3%), which is at the lower end of our through-the-cycle CLR range of 0.5% to 1.0%, supported this result.

The non-performing loans (NPL) ratio improved to 3.8% (2025: 5.2%), remaining well below the June 2026 industry average of 4.2%. This improvement was achieved through:

- deliberate and focused management actions to proactively manage credit risk across the portfolio;
- enhanced collection efforts, including post-write-off recoveries; and
- disciplined credit appetite with origination remaining focused on quality business, prudent risk selection and sustainable growth.

Provisions reflect management's best estimates based on available data, forward-looking scenarios and prevailing macroeconomic risks. They are measured prudently given the existing economic risks and consider any regulatory changes that might impact the provisioning and write-offs required. Maintaining an adequate level of provisions remains a key focus area for the group's risk management strategy.

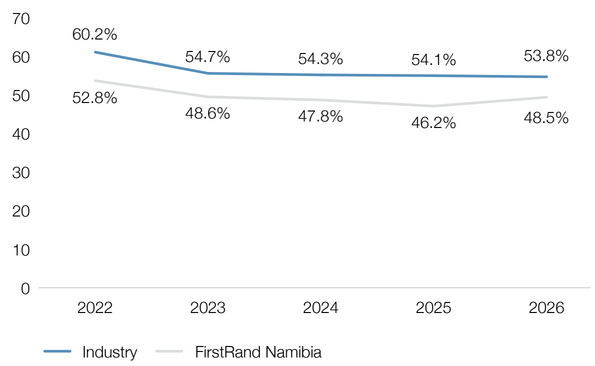
Operating expenses

Operating expenses increased by 11.5% to N$3 121 million. The cost-to-income ratio (CTI) increased to 48.5% (2025: 46.2%), remaining within the group's target range. Cost discipline remains a key focus area as inflationary pressures persist, and efforts to optimise the cost base continue. Given that the group has the lowest CTI in the market[1], a careful balance between cost growth and cost management is applied as a strategy. This is done to ensure that investment is directed towards growth, resilience and long-term efficiency.

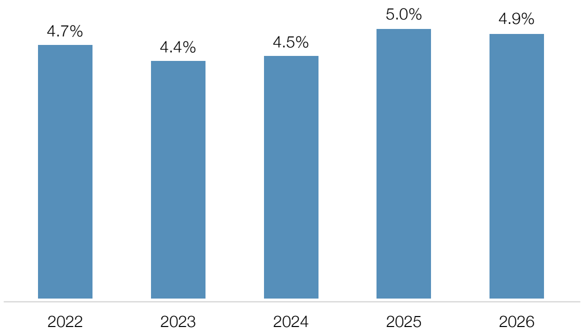
Staff costs increased by 10.8% to N$1 777 million, accounting for 56.9% of total operating expenses. This was driven by general salary increases and growth in permanent headcount, primarily in client-facing roles and digital capabilities, with additional increases in enablement teams to support the group's strategic growth objectives.

Total IT spend amounted to N$1 008 million, representing 32% of group expenses. This increase was driven mainly by continued investment in IT capacity, including additional resources to support technology operations, new development initiatives and payment capabilities, and increased software licensing to accommodate higher system capacity and user volumes. The group also contributed N$19.1 million to the FirstRand Namibia Foundation, in line with its commitment to contribute 1% of the prior year's headline earnings.

CTI



Operating expenses as % of total assets



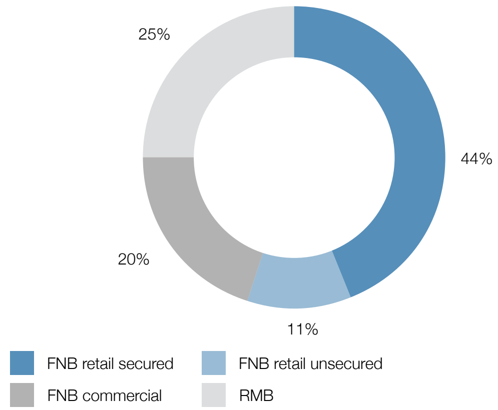
[1] *Based on June 2026 industry data.*

Summary of consolidated statement of financial position

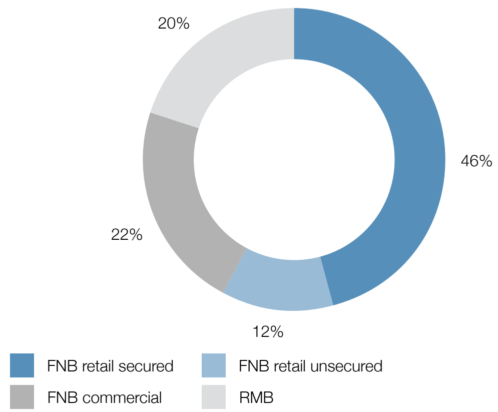
The group's balance sheet reflects a disciplined capital allocation strategy. This strategy is supported by stable and cost-effective funding sources while managing interest rate, market and credit risk. Total assets increased by 12.2% year-on-year, with ROA improving to 3.6% (2025: 3.3%). The growth in total assets was primarily driven by an increase in interest-yielding assets, namely advances, which grew by 9.2% and investment securities, which increased by 39.8%.

N$'000	**2026**	2025	change %
Cash and cash equivalents	2 384 418	3 080 121	(22.6%)
Due from banks and other financial instruments	3 033 374	2 194 326	38.2%
Investment securities	13 252 738	9 479 281	39.8%
Advances	42 814 021	39 222 377	9.2%
Other assets	1 629 957	2 298 382	(29.1%)
Total assets	63 114 508	56 274 487	12.2%
Total equity	7 928 500	7 147 294	10.9%
Deposits	52 130 611	45 604 098	14.3%
Due to banks and other financial institutions	281 844	254 954	10.5%
Other liabilities	2 773 553	3 268 133	(15.1%)
Total liabilities	55 186 008	49 127 185	12.3%

Gross advances composition 2026



Gross advances composition 2025



Advances

Net advances increased by 9.2% for the year, driven primarily by strong growth in RMB of 35.0%. This growth was driven by an increase in term loans, supported by deals concluded during the year. The advances increase year-on-year outperformed PSCE growth of 4.5%, demonstrating the Group's ability to grow beyond the prevailing macroeconomic environment. FNB advances growth was moderate at 2.4% due to capital repayments and continued muted growth in home loans, which was evident across the market. Private sector credit extension (PSCE) remained relatively subdued at 4.5%, comprising corporate credit growth of 4.5% and household credit growth of 4.5%. Wesbank continued to demonstrate resilience with a growth of 12.0% for the year, aligned with growth in the market.

Deposits and funding

Deposit growth of 14.3% was driven by strong growth in all franchise deposit products, which supported a lower reliance on more expensive institutional funding.

Growth in franchise deposits was broad-based across the portfolio, with retail recording growth in current and savings accounts, commercial in current and call accounts, and RMB in fixed, notice and current accounts.

The ongoing growth in franchise deposits reflects a focus on:

- maintaining competitive pricing;
- appropriate client offerings; and
- active customer growth.

Funding resilience remained a key strength, supported by broad-based growth in franchise deposits and a reduced reliance on higher-cost institutional funding. The group continued to maintain prudent liquidity buffers and actively manage funding concentration, tenor and pricing in line with its FRM framework.

Capital and regulation

The group maintained a strong capital position throughout the year. Its capital adequacy ratio (CAR) of 21.7% (2025: 20.3%) comfortably exceeds regulatory minimum requirements. The capital base remained well diversified, supporting balance sheet growth, resilience and the group's ability to create and distribute shareholder value.

2027 outlook

The group enters 2027 from a position of strength, supported by:

- a diversified funding base;
- strong capital levels;
- a resilient customer franchise; and
- a prudent approach to risk.

Growth prospects are expected to benefit from opportunities linked to Namibia's evolving oil, gas and mining sectors, including increased client and business activity. The removal of Namibia from the FATF grey list is expected to boost investor confidence, enhance cross-border financial flows and strengthen the country's credibility in international financial markets.

The operating environment is expected to remain uncertain, with geopolitical tensions, energy and freight costs, inflationary pressures and interest rate movements continuing to influence consumer spending, business margins and broader economic activity.

The group is well-positioned to respond to emerging risks, supported by the momentum generated in 2026, strong financial resources and disciplined strategy execution.

Continued investment in digital capabilities, process efficiency and our people's wellbeing and development will remain central to enhancing service delivery, supporting scalable growth and strengthening long-term resilience.

Our strategic focus on sustainable growth and long-term value creation for shareholders and broader stakeholders remains anchored in disciplined execution, responsible growth and effective capital deployment, while our purpose of building a globally competitive Namibia remains at the core of everything we do.

Lizette Smit

Chief Financial Officer

FNB RETAIL'S PERFORMANCE

FNB Retail delivers a consistent and high-quality customer experience through differentiated value propositions and remains a catalyst for shared prosperity and sustainable value creation.

Advances of	Customer base increase of	NPS of	Rewards of
N$24.3 billion	**4.0%**	**48%**	**N$41.2 million** returned to customers
(2025: N$23.6 billion)	*(2025: 6.2%)*	*(2025: 34%)*	*(2025: N$36.6 million)*

Financial and operational summary

Advances grew by 3.0%, up from 1.6% in 2025, supported by overall customer base expansion and a refined credit appetite aligned to our strategic priorities. Deposits increased by 8%, compared to 13% last year, underpinned by continued customer growth and sustained momentum across the portfolio. The total customer base expanded by 4%, mainly driven by new-to-bank acquisitions and effective leveraging of ecosystem banking opportunities.

Operational execution underpinned this growth, with greater digital and self-service adoption, faster credit origination and continued investment in service delivery converting customer acquisition into deeper, more active main-banked relationships. Digital usage improved to 91% from 90%, digital financial transactions grew 15% year on year, and a stronger vertical sales index points to broader product uptake — evidence that our propositions are resonating with client needs.

Our NPS improved to 48%, well above the international benchmark of 33% for retail banks. This reflects the continued successful delivery of compelling value propositions that resonate with customers' needs.

2026 focus areas

In 2026, we introduced the expat value proposition and enhanced the senior citizen offering. Additionally, the rollout of the FNB weSave account and related solutions is expected to make a meaningful contribution to advancing financial inclusion.

Further pockets of excellence were evident in Private Wealth Banking, where NPS improved to 57% (2025: 49%). This underscores our commitment to service excellence, as reflected in multiple accolades, including the Euromoney Award for Namibia's Best International Private Bank for the fourth consecutive year.

The adoption of more cost-effective alternative channels has accelerated, with CashPlus deposit and withdrawal volumes increasing by 54% and 46%, respectively. The FNB Banking App penetration increased by 7%, reflecting growth in digital adoption across the customer base. This improvement was driven by:

- ongoing enhancements to our platform's functionality;
- expanded digitally enabled value propositions; and
- greater customer engagement with remote and self-service channels.

The introduction of local free swipes from 1 July 2025 was well received by customers. This shift supports our strategic objective of reducing cash reliance and resulted in income growth for non-cash service fees and card-based commissions.

People and culture

People outcomes reflect meaningful cultural progress and increasing organisational engagement, with an overall engagement score of 81%.

Notably, leadership development and access to learning opportunities have been and continue to be strengthened, including the successful completion of the Retail Academy's first cohort. The Retail Academy focuses on empowering teams through focused learnings across customer engagement and services, sales excellence, and leadership.

As a result of prioritising people and capacity development, succession planning and pipeline utilisation remain well managed. In 2026, 83% of roles were filled internally (2025: 99%).

Risks and opportunities

The business remains well-positioned for sustainable growth by actively pursuing opportunities while prudently navigating an evolving risk landscape. We established a retail operations department and fraud help desk to enhance operational efficiency and strengthen the segment's risk posture.

Credit appetite was reviewed in alignment with macroeconomic conditions to unlock opportunities within a structurally low-growth environment, characterised by high levels of unemployment and indebtedness.

Looking ahead

FNB Retail will continue to strengthen key value propositions and deepen primary customer relationships, delivering sustainable outcomes across the retail franchise while reinforcing long-term value creation for customers, shareholders and the broader economy.

Mbo Luvindao

CEO: FNB Namibia Retail Banking

FNB COMMERCIAL'S PERFORMANCE

FNB Commercial strengthened its client value proposition by expanding its digitally enabled solutions such as the SME Digital Hub. These solutions deepen support for business clients and SMEs, improve access to banking services and reinforce our role in enabling enterprise growth across Namibia.

Advances of	Customer base increase of	CashPlus agents increased by	NPS of
N$8.9 billion	**9.4%**	**31.0%**	**30%**
(2025: N$9.0 billion)	*(2025: 3.1%)*	*(2025: 15.0%)*	*(2025: 12%)*

Financial and operational summary

Financial performance was supported by strong deposit growth of 10.3% and expansion of the customer base by 9.4%. This translated into higher transaction volumes, which contributed to growth in NIR. Advances were flat compared to the prior year, impacted by facility repayments and a tight credit market.

The rundown in the term loan book remains high, primarily reflecting elevated capital repayments within the commercial property finance and agricultural portfolios. These facilities have now progressed into the latter stages of their contractual terms, and balances continue to reduce. The current year saw strong growth in the asset finance division and in working capital. The asset book remains sound and consistent with the group's disciplined credit appetite and prudent portfolio management approach. This reinforces our focus on asset quality and balance sheet resilience.

Non-performing loans (NPLs) continued to decline this year, driven by lower inflows into distress categories and improved recovery performance across the portfolio. This reflects the strengthened credit risk management and workout strategies.

We position our solutions where clients need them most. We expanded the CashPlus agent footprint by 31.0%, Cash@Till by 59% and merchant services by 15%.

FNB Commercial received multiple awards this year (refer to page 12), reflecting the team's commitment to delivering outstanding client experience.

2026 focus areas

SMEs remain central to Namibia's economic development and long-term growth. FNB Commercial began migrating clients to a dedicated SME Digital Hub in 2025. For 2026, this was scaled with more dedicated capacity and strong client growth. This Hub is a comprehensive platform that empowers SMEs with tools and services to manage and grow their portfolios without having to visit a branch.

The platform enhances service delivery, improves accessibility and enables more tailored support for SME clients. It gives SME business owners easier access to credit and business insights to scale their operations and expand their goals, with geographic location no longer a limiting factor.

Advances growth remained constrained by elevated facility repayments and a tight credit market. To address this, the segment is expanding scored and re-advance credit offerings while enhancing value propositions in key sectors to improve credit uptake and support sustainable portfolio growth. Data-led insights will remain central to this approach, enabling improved client penetration, reduced attrition, and optimisation of end-to-end processes across lending, payments, and collections. These initiatives focus on delivering materially improved turnaround times and operational efficiency, while supporting clients in strengthening their overall creditworthiness.

The segment is scaling franchise-based solutions and accelerating the deployment of alternative distribution channels and merchant-acquiring capabilities. The group's continued investment in digital-first lending and payment solutions, supported by award-winning platforms, reinforces its commitment to inclusive growth.

Leveraging technology to simplify access to financial services remains key in delivering sustainable value for clients while driving efficiency and resilience across the portfolio.

In agriculture, we partner with farmers and:

- financed multiple capital expenditure projects for commercial farming operations;
- helped finance agricultural infrastructure;
- built resilience against environmental challenges; and
- contributed over N$2 million towards agricultural CSI initiatives.

The segment has committed significant resources to support and understand the emerging oil and gas sector and related industries through conference attendance and support, and engagement with global clients and governments. The process highlighted the need for enhanced cross-border products and solutions, which remain a critical focus.

The tourism industry is a strong growth engine for the segment, with an enhanced focus on this sector. International visitors to Namibia remain high, presenting further growth opportunities. Through various initiatives and client solutions, FNB Commercial remains a market leader in solutioning for this sector.

We deepen client relationships through strategic community partnerships. Our sponsorship of the Namibia cricket team reflects our commitment to developing national talent beyond the banking sector.

Risks and opportunities

The rapidly evolving payments landscape presents significant growth opportunities through enhanced digital capabilities and client experiences, but also increases competitive pressure as client expectations for seamless, real-time payment solutions continue to rise. To enhance efficiencies across our platform, we are:

- integrating platform assistance;
- simplifying the account opening process; and
- ensuring a seamless, efficient user experience.

These initiatives support scalability, turnaround time improvements and deeper client engagement across key segments.

Weak economic growth affects clients in various sectors, with manufacturing and services most materially affected by the slowdown. Therefore, a prudent credit appetite, strong due diligence and ongoing portfolio monitoring are critical to balancing growth potential with balance sheet resilience.

Looking ahead

Namibia's economy is at an important juncture, with slower growth affecting the private and public sector. Against this backdrop, the segment continues to provide clients with relevant banking and risk management solutions aligned to current economic conditions.

The payments landscape is evolving rapidly, with new platforms, digital capabilities and alternative payment solutions emerging across global markets. This creates meaningful opportunities to improve convenience, speed and client value, while intensifying competition as clients expect more seamless, responsive and fit-for-purpose payment experiences. In response, several new solutions are in the pipeline for delivery. These solutions are focused on strengthening our payment capabilities, meeting evolving client expectations and supporting future growth across the segment.

AI is reshaping the economic landscape and creating meaningful opportunities to improve efficiency, competitiveness and decision-making. The segment continues to invest in these capabilities to enhance client service delivery, streamline internal processes and support more informed, data-led engagement. Over time, this will help us respond to client needs faster, improve consistency across service channels and strengthen overall client outcomes.

Philip Chapman

CEO: FNB Commercial Banking

RMB'S PERFORMANCE

RMB Namibia had a year of strong delivery and made a real difference to our stakeholders.

Advances of	Deposits of	Client satisfaction score*	NPS score
N$11.0 billion *(2025: N$8.1 billion)*	**N$12.2 billion** *(2025: N$8.7 billion)*	**8.5**	**60%**

* *Measured from 0 being low to 10 being high satisfaction*

Financial and operational summary

The RMB client base grew from 309 to 315 clients in 2026, demonstrating steady portfolio expansion. Of this base, 57% now view RMB as their primary banking partner and trusted adviser, underscoring the strength of client relationships. The segment also received positive feedback from our clients' banking experience, with a NPS of 60%. The lending business delivered franchise-leading growth in advances of 35.0%. RMB delivered strong deposit growth during the 2026 financial year, with total deposits increasing by 40.9% to N$12.2 billion. This increase reflects the continued client confidence in the franchise and the effectiveness of RMB's deposit mobilisation and client engagement efforts. The growth further strengthened the bank's funding base and supported its ability to deliver sustainable value to clients and stakeholders.

Sovereign's Eurobond redemption strategy

RMB structured and executed a N$1.5 billion locally anchored debt package in support of the Sovereign's Eurobond redemption strategy. The transaction demonstrates prudent fiscal management, supports the deepening of Namibia's local debt capital markets and reflects RMB's commitment to advancing the country's financial sovereignty and long-term economic growth.

2026 focus areas

RMB Namibia has been actively involved with promoting local content development and deepening meaningful Namibian participation in the rapidly expanding upstream oil and gas sector.

RMB Namibia, together with FNB Namibia, partnered with the Petroleum Training and Education Fund, under the Government of the Republic of Namibia, and the Namibia Investment Promotion and Development Board to host a series of upstream oil and gas suppliers' workshops. These engagements were designed to build supplier capability, foster collaboration, and unlock opportunities for local businesses across the upstream value chain.

RMB Namibia strives to create real value for its clients and partners by extending credit that promotes sustainable growth and development. Together with FNB Commercial, we developed an Exchange Control (ExCon) Scenarios Booklet launched at the Namibia International Energy Conference 2026. The booklet reinforces our commitment to enabling regulatory clarity and supporting cross-border business activity in Namibia. Developed in collaboration with the Bank of Namibia and key stakeholders, it provides practical guidance for businesses navigating exchange control requirements. It addresses common scenarios, including salary payments to foreign individuals and payments to and from foreign companies, and includes a dedicated section on exchange control operational guidance for incoming investors in the Namibian market.

Risks and opportunities

RMB Namibia's risk profile remains stable and managed within the approved risk appetite and threshold. This is achieved through continuous embedding of fit-for-purpose risk management principles and collaboration across multiple governance structures.

RMB continues to build out people and systems capabilities to maintain market relevance across client groupings and solution platforms. We deliver long-term value by providing clients with innovative financing tools and tailor-made advice. This empowers them to navigate complex financial landscapes and capitalise on long-term opportunities.

Significant strides have been made in positioning the group as a knowledgeable and proactive banking partner in Namibia's emerging oil and gas sector. We attended and contributed to numerous local and international conferences to facilitate industry insights and upskilled staff at various levels within the group by providing oil and gas sector-specific training.

Looking ahead

The RMB Namibia team will support the Namibian economy through:

- exceeding the industry benchmark for private sector credit extension growth;
- playing a critical role in driving investment in the country in a diverse array of economic sectors; and
- maintaining a well-diversified and high-quality balance sheet.

We will focus on diversifying across sectors and solutions, platform stability and process optimisation initiatives to enhance client experience and ease of doing business. RMB Namibia will harness the group's power and leverage the broader FirstRand ecosystem to solve for our clients holistically in Namibia and across jurisdictions.

Daniel Motinga

CEO RMB Namibia

For information on how these three segments supported the group's Do What Matters approach in 2026, refer to the Do What Matters report.

HUMAN CAPITAL'S PERFORMANCE

The group's ability to execute its strategy and create sustainable value is fundamentally dependent on a strong culture and the depth, capability and commitment of its people.

Culture and talent are recognised as material matters because they directly influence strategic execution, risk management, innovation and long-term business resilience. A values-driven culture underpins ethical decision-making and accountability, while targeted investment in talent ensures the group has the skills, leadership capacity and agility required to respond to a changing operating environment. Therefore, our human capital performance reflects how effectively we align our culture, leadership and talent practices with the strategic choices required to deliver inclusive and sustainable growth.

Human capital strategy

Our people strategy focuses on embedding the group's desired culture, strengthening leadership capability and building a sustainable talent pipeline. We are committed to attracting, developing and retaining diverse talent in line with our values and strategic priorities. This enables consistent performance, supports innovation and strengthens the group's long-term competitiveness and resilience.

The Top Employers Institute recognised FirstRand Namibia as a Top Employer in Namibia and Africa for a second consecutive year, with an overall score of 94%. We also achieved an engagement score of 84% in the 2026 GES survey, up from 82% in the previous year.

Strategic focus areas	Required actions	Intended outcome
Talent attraction, development and retention	• Implementing industry-leading recruitment practices to attract top talent • Enhancing learning and development initiatives to support continuous professional growth • Strengthening retention through tailored career pathways and leadership development opportunities	• Strong organisational culture and performance • Strong leadership pipeline and solid succession readiness • Reduced employee turnover and recruitment costs • Improved employee engagement and morale • Enhanced employee brand • Greater innovation and adaptability
Fostering a high-performance culture	• Promoting a culture anchored in accountability, collaboration and empowerment • Investing in programmes to build resilient, forward-thinking leaders • Driving innovation, agility and teamwork as enablers of the group's success	• Increased productivity and efficiency • Higher employee engagement as evidenced by Group Engagement Survey (GES) results • Greater accountability and ownership • High talent attraction and retention • Competitive advantage

Key strategic initiatives	Focus areas	Achieved through
To deliver on our people strategy, we are investing in the following priority areas:	**Best-in-class talent**	Enhancing recruitment capabilities, leadership pipelines and diversity initiatives
	Digital enablement	Leveraging automation and digital platforms to streamline HR operations and improve employee engagement
	Effective organisation design	Structuring teams for optimal collaboration and responsiveness
	Exceptional employee experience	Providing an exceptional employee experience by prioritising engagement, wellbeing and career development
	High-performance culture	Embedding a high-performance culture with a results-oriented mindset

Foundational pillars of success

- Our **employee value proposition** is to provide a caring, connected, inspiring and liberating workplace where our people thrive. The following priorities ensure our employee experience aligns with our brand promise and purpose:
  - Best-in-class talent
  - Exceptional people experiences
  - Widescale digitalisation and data insights
  - Operational excellence
- **Data-driven decision-making:** Utilising analytics and AI for smarter workforce planning
- **Operational excellence:** Maintaining structured execution and high accountability
- **HR capability building:** Continuously enhancing the capacity and effectiveness of HR functions
- **Values-based behaviour:** Aligning leadership and employee behaviour with our values as set out on IFC

Key focus areas and priorities

During the year under review, the group focused on strengthening its ethics management framework in line with its 2026 stabilisation objectives. Priority was given to promoting awareness of the code of ethics across the organisation and reinforcing a culture of integrity through targeted communication initiatives. Efforts were also directed at enhancing awareness and use of the ethics line, with particular emphasis on building trust and providing consistent assurances of confidentiality. Foundational progress was made in embedding the ethical use of data framework, including strengthening governance processes and executive management oversight of key decisions. The group initiated enhanced engagement with suppliers, focusing on the supplier code of conduct and due diligence requirements, and delivered expanded ethics and fraud awareness training programmes. These initiatives were supported by ongoing leadership communication to reinforce expected standards of conduct.

Equity and inclusion

Diversity, equity and inclusion are central to the group's ethos. We have 2 486 (2024: 2 361) employees of whom 62% (2024: 60%) are women and 88% (2024: 89%) are from historically disadvantaged backgrounds. We are guided by a robust transformation plan and a dedicated transformation committee.

40% (2025: 50%) of exco members are women, and 53% (2025: 50%) are from historically disadvantaged groups.

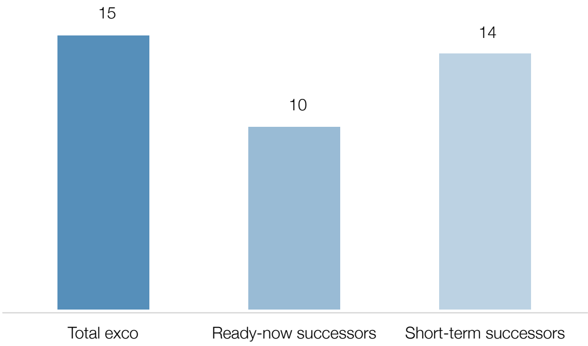
FirstRand Namibia was awarded A-Grade certification by the Employment Equity Commission, with an overall compliance of 85.3% (2025: 92%). This underscores our commitment to workplace transformation. Equal opportunity is integral across the business, from hiring and promotions to compensation and recognition.

Talent management and succession

There are 60 high-potential individuals in our executive succession pool. Each one is supported by structured development plans and career experience maps. We use psychometric and potential assessments to guide growth and address development needs.

In 2026, we made three external executive hires (2025 and 2024: zero). We remain committed to reinforcing the group's "grow our own timber" philosophy.

There are 15 executive positions

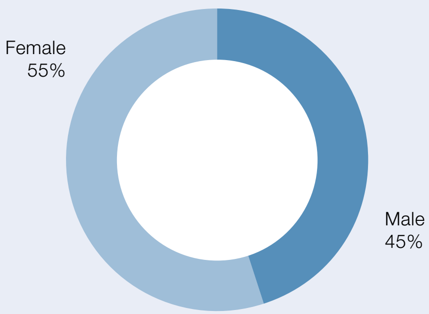


Talent attrition*

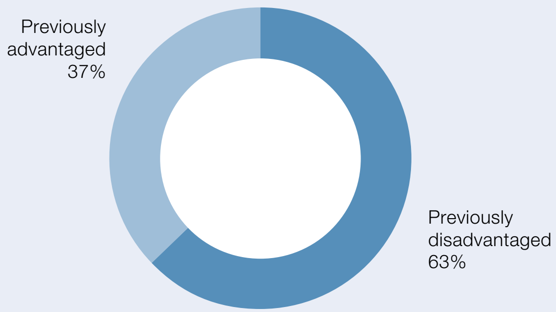
High performers:	Critical roles:
3%	1%

* *Talent attrition: resignations from the talent pool*

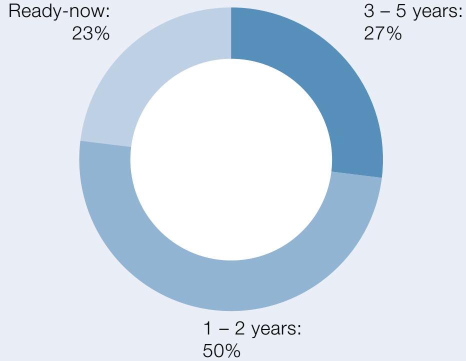
Successor gender representation



Successor racial representation



Executive succession pool 60



Talent development

Strategic talent programmes

These ensure that emerging professionals and future leaders are equipped for tomorrow's challenges.

- FirstJob: Equips unemployed youth with practical skills and experience. We have onboarded 27 interns during 2026.
- Graduate development: Onboarded 14 graduate trainees in 2026 for a two-year structured programme (2025: 8).
- Experiential learning: Supported 2 students with work-integrated learning opportunities during 2026.
- Accelerated talent development: Provides leadership coaching, technical skills and executive exposure.
- Leadership DNA project: Aligns our leadership development with business needs and future roles.
- Talent mobility: Through our Chobe talent mobility framework, which facilitates talent movement between Namibia, Zambia, Lesotho and Botswana, there were four outbound and four inbound mobility assignments in 2026. In addition, other mobility engagements within the wider ecosystem have occurred, exposing employees to working opportunities that enhance their knowledge, experience and contribution to the group.

Learning and development

We invested N$18.1 million (2025: N$14.5 million) in training interventions to upskill our workforce.

- 87 non-managerial employees from previously disadvantaged backgrounds received tertiary education support via the Staff Assistance Trust.
- 21 internal/external bursaries were awarded for tertiary education.
- 99 managers are participating in the World Class Managers Programme, a flagship leadership development initiative aimed at building world-class people leadership capabilities and driving leadership excellence across the group.

We are committed to strengthening our culture, empowering our people and ensuring FirstRand Namibia remains an employer of choice.

Employee wellbeing

As a Top Employer, we prioritise the holistic wellbeing of our employees. We recognise its critical role alongside our broader contribution to the country's socio-economic needs.

Achievements for the year include:

- On-site blood donation clinics achieved the Blood Transfusion Service of Namibia's Gold Award for the fifth consecutive year.
- Expanded the on-site clinic by adding dedicated rooms for physiotherapy, chiropractic services and counselling. This expansion strengthened access to a broader range of employee wellbeing support services.
- Conducted wellness screenings across branches and executive medicals.
- Provided financial support for 32 employees and 14 dependents to cover medical expenses to the value of N$498 000 (2025: 33 employees, 13 dependents, N$471 000).

In addition to the above, LifeAssist Employee Wellness Programme has provided 24/7 support services to employees and their families for 13 consecutive years. Services are offered via phone, digital platforms and in-person channels.

These initiatives reflect our ongoing commitment to a healthier, more supported and more resilient workforce.

Going forward

Our investment in human capital is positioning FirstRand Namibia for long-term sustainable growth.

Our key priorities are to:

- attract and retain best-in-class talent;
- deliver exceptional employee experiences;
- drive widescale digitalisation and leverage data insights;
- achieve operational excellence; and
- embed a high-performance culture.

Through our integrated people strategy, we are creating a future-fit workforce capable of navigating disruption and driving innovation.

E

REWARDING VALUE CREATION

REMUNERATION REPORT

The principle of aligning reward with shareholder value is central to the group's remuneration approach. It is embedded in a performance management framework that drives performance at individual, team, business unit and group level.

Remuneration philosophy

The group's remuneration philosophy is founded on the following principles:

- **Attracting and retaining talent** in the market is critical for the group to execute its strategy and deliver on its promises to stakeholders.
- **Aligning with shareholders** means that management should not be rewarded beyond the value delivered to shareholders. To support this principle, the group uses NIACC as its key performance measure. This ensures that variable pay is only awarded once all obligations are met, including "paying" shareholders for their equity.
- **Pay for performance delivered** through variable pay, linked to financial and non-financial performance criteria that are aligned to the group's strategic objectives. To promote sustainable outperformance, the targeted remuneration mix offered to key talent is weighted towards variable pay (short- and long-term incentives).
- **Sustainable business** means that management also has a responsibility to regulators, customers, deposit holders, employees and broader society. In determining remuneration, the STRC aims to ensure that the group delivers long-term growth for the benefit of all stakeholders.
- **Fair and responsible remuneration** means that the group promotes equal pay for work of equal value. This includes two aspects: market-related pay and internal parity. STRC considers total remuneration across fixed salaries, short-term incentives (STIs) and long-term incentives (LTIs). The group aims to ensure there is equitable pay among employees who do similar work, regardless of race or gender.

Fair and responsible remuneration

Fairness definition	Responsible definition	Practices
• The principle of equal pay for work of equal value is applied across all job roles. • Remuneration practices are impartial and not affected by self-interest or prejudice on arbitrary grounds, including race and gender.	• Remuneration outcomes are aligned with group strategy and sustainable value creation. • Incentives are based on corporate performance conditions and individual performance criteria. • Incentive schemes do not promote excessive risk-taking. The committee assesses material risk events and behaviours to ensure that actions falling outside the group's risk appetite are not rewarded and that incentive pools are appropriately adjusted for risk. • Variable remuneration is subject to malus and clawback (refer to page 96).	• Adhering to legislative requirements relevant to remuneration and benefits. • Using independent service providers to benchmark market data relating to guaranteed remuneration. • Setting salary ranges per grade and role (based on role evaluations and benchmarking) for recruitment and the annual review of salaries. • Placing new employees within the salary range based on their skills, qualifications and experience in the role. • Conducting annual remuneration reviews for each employee, considering their performance in their roles and market benchmarks as a minimum requirement. • Annually reviewing and adjusting for internal income differentials when required. • Continually monitoring for pay gaps based on race and gender. • Monitoring the minimum salary bands to ensure employees receive a salary that is market-competitive and offers a decent standard of living.

The group applies an outcomes-based approach to remuneration. We believe this is best-suited to the diverse nature of our operations.

Benchmarking

The group conducts annual external benchmarking to ensure fair and competitive remuneration for all employee levels. *Ad hoc* surveys are conducted if significant shifts in market practices occur. Market data points are used to determine a pay range for each role that is anchored to the market median. Employee positioning in the pay range is based on:

- employee experience and competence;
- scarcity of skill; and
- employee performance in the role.

STRC benchmarks the remuneration of executive directors and prescribed officers against peers in the banking and financial services sector. FirstRand Namibia defines its prescribed officers as the group's executive directors and the CEOs of the group's retail, commercial, corporate and institutional, insure and invest segments. These officers are members of the group's exco.

STRC uses benchmark information from external service providers and internal analysis for annual salary reviews. This ensures the total remuneration of executive directors and prescribed officers is market-aligned and competitive.

Remuneration policy and structures

Summary view of remuneration

FirstRand Namibia's remuneration structure consists of:

- **Fixed pay:** A guaranteed package (GP) that is market-competitive and reflects the individual employee's role, skills and experience.
- **Variable pay:**
  - STIs based on group, segment and individual performance.
  - LTIs calibrated to three-year, forward-looking group performance conditions. The greater the individual's influence on the overall risk and returns of the group, the higher the proportion of LTIs awarded.
  - LTIs and deferred STI payments also act as retention mechanisms.

The diagram below illustrates the different components of fixed and variable pay.

Each of these components is based on pools that are set using the methods described in the table below.

		Remuneration Category				Settlement and Vesting Timing			
		AE*	MM*	SM*	E*	Paid during the year	Deferred for 6 months to 1 year	Deferred for 2 years	Deferred for/vesting after 3 years
Guaranteed package	Cash package (based on cost to company)	✓				Cash package			
	Benefits • Retirement • Medical aid	✓				Benefits			
Short-term incentives	Cash award	✓	✓			Cash-award			
	Deferred cash award	✓	✓				Deferred cash award		
	Deferred bonus award/Bonus share ownership plan (BSOP)		✓	✓	✓			Deferred bonus award/ BSOP	
	Medium term deferral (wealth and investment management)		✓	✓	✓			Medium-term deferral (unit linked)	Medium-term deferral (unit linked)
	Deferred incentive plan (DIP)/ Deferred share ownership plan (DSOP)***		✓	✓	✓				DIP/DSOP
Long-term incentives	FirstRand share price linked conditional incentive plan (CIP): Share price linked plan based on achieving group performance targets			✓	✓				FirstRand** share price linked CIP

* *AE: all employees; MM: middle management; SM: senior management; E: executives.*

** *FirstRand refers to FirstRand Limited, the ultimate holding company listed on the Johannesburg Stock Exchange. The share price of FirstRand Limited is used to determine the value of cash-settled share awards under the BSOP, DSOP and CIP incentive plans.*

*** *Refer to the short-term incentives section below for deferral thresholds.*

- *Inaugural DSOP awards commenced in September 2024, replacing the DIP. The DIP has a final vesting in September 2026, after which it will be discontinued.*
- *The first awards in the BSOP and DSOP were made in the 2024 annual reward review cycle.*
- *The DSOP and BSOP are indexed to the FirstRand share price and will pay dividend equivalents to participants as and when dividends are declared for FirstRand shareholders. At vesting, both awards will be cashed out and paid through the payroll.*

Components of remuneration

GP and benefits

Increases are informed by inflation, benchmarking and union negotiations.

Short-term incentives

Annual bonus award

The STI pool is based on:

- Unionised staff: Based on FirstRand Namibia earnings performance. 95% is based on individual performance, and 5% is discretionary.
- Managerial: Determined against financial and non-financial performance, with financial performance linked to earnings growth and NIACC. The outcome is adjusted for risk. Individual allocation is based on individual performance.

DSOP is a restricted share instrument designed to increase employee ownership, offering dividend participation and share price growth, with allocations guided by business-specific frameworks.

BSOP*/DSOP

Long-term incentives

The pool growth is linked to Namibia's inflation. The allocation of the pool to the operating businesses is determined by considering the franchise value created and the sustainability of the operating businesses' contributions to shareholder value.

CIP

* *Applies to STI above N$2 million. Refer to Short-term incentives on pages 93 to 94 for detail.*

Guaranteed package

GP is based on the group's cost-to-company remuneration approach. It is market-related and comprises a cash component and benefits. It reflects the responsibilities of the role (pay for the role) and the expertise and skills of the individual employee (pay for the person).

The group has recognised the Namibia Bank Workers Union (NBWU) as the exclusive bargaining agent for non-managerial employees. The group negotiates salary increases with the NBWU annually as provided for in the recognition agreement. Salary negotiations and resulting settlements are informed by prevailing macroeconomic factors and individual employees' performance.

Retirement contribution

All employees are contractually obliged to contribute to the FirstRand Namibia Retirement Fund under the Benchmark Umbrella Fund. A board of trustees manages the fund, seeking to maximise investment returns and minimise costs. A management committee is in place with employer and employee representatives.

Medical aid contribution

All employees are contractually obliged to belong to a medical aid or become a member of the Namibia Health Plan. An independent board of trustees has been constituted with employer and employee representatives. The board of trustees manages the medical aid to ensure that relevant benefits are provided to employees at a reasonable cost.

Short-term incentives

The performance management cycle begins with an annual planning process informed by the group's strategic direction. The board sets the strategic focus areas and performance targets for the financial year, ensuring alignment with the group's overarching risk appetite and long-term objectives.

STIs reward group and individual performance achieved, considering the strategic priorities and objectives.

STI pool determination and adjustments

- STRC determines the STI pool using key financial metrics, including earnings growth and ROE, aligned to deliver positive NIACC.
- Growth in management remuneration is capped to not exceed growth in accumulated NAV and dividends over the economic cycle (currently six years).
- Normalised earnings exclude impairments of intangible assets, with a corresponding reduction to the STI pool.

Risk and conduct adjustments

- STRC may reduce STI pools for material risk and conduct considerations, including:
  - control environment effectiveness, audit outcomes, compliance with risk policies and platform maturity;
  - employee, client, business and market conduct; and
  - regulatory compliance.

Deferral thresholds:

- Up to N$1 million: Paid in full in August.
- Above N$1 million up to N$2 million: Paid in three tranches – in August, December and the following June. The second and third tranches include interest.
- Above N$2 million: A portion is paid in three tranches – in August, December and the following June. The second and third tranches include interest. The remaining portion (50% for executive directors and 30% for exco members) is deferred in restricted shares (BSOP) that vest after two years. Restricted shares qualify for dividends as declared.

		Immediate	6 months	12 months	24 months
First N$1 million		Cash paid immediately			
Next N$1 million		Cash – tranche 1	Cash – tranche 2	Cash – tranche 3	
	CEO 50%/exco 70%	Cash – tranche 1	Cash – tranche 2	Cash – tranche 3	
Over N$2 million	CEO 50%/exco 30%	Restricted cash-settled share award vesting in 24 months			

Asset management (Ashburton):

- STI awards below N$500 000 are paid in full in August.
- For STI amounts exceeding N$500 000, the portion above this threshold is partially deferred into unit trusts linked to designated investment portfolios as part of the medium-term incentive scheme. This deferred amount is allocated between a fund managed by the individual and another selected fund. Vesting of this medium-term deferral occurs in two tranches in the second and third years. Any remaining STI portion after deferral is paid in cash.
- Ashburton operates as an asset management business. Accordingly, short-term incentives are invested in elected funds, aligning employee rewards with investment performance and client outcomes.
- Combined with the initial N$500 000, if the total cash amount is less than N$1 million, full payment is made in August, while amounts above N$1 million are paid in three tranches in August, December and the following June.

Final pool allocation

The bottom-up pool determination is constrained by the group STI pool calculation and adjusted accordingly. The bottom-up approach considers business unit growth rate in profit before tax, NIACC, and volatility over the economic cycle. In determining the group STI pool, STRC ensures that shareholders do better than management.

Deferred incentive plan/Deferred share ownership plan

The DSOP replaced the DIP from September 2024. The pool for DSOP awards is developed bottom-up and moderated by considering inflation and strategic headcount growth. The 2023 in-flight DIP awards vest in September 2026.

Whereas the DIP is share price linked, the DSOP is awarded as a restricted share instrument. Alignment to shareholders is maintained, as the award comprises FirstRand shares. Specific allocation guidelines are provided to businesses to inform awards.

The DSOP aims to increase employee ownership by enabling them to experience annuity value unlock through dividends and enjoy share price growth.

The diagram below sets out the key features of the DSOP:

Key element	Policy and design features
Eligibility	Aims to promote high performance and retention of key talent with scarce skills.
Pool determination	The pool is allocated bottom-up and moderated by considering inflation. Allocation of the pool to the operating businesses is determined by considering increases in packages. Awards are made annually, but no one is guaranteed an annual allocation. Allocation to individuals is driven by eligibility criteria that include talent classification, scarcity of skills and performance.
DSOP award vesting period and conditions	Awards vest three years after the award date. Vesting depends on the participant remaining in the employ of the group and meeting individual performance requirements.
Dividends	Participants qualify for notional dividends as and when dividends are declared during the vesting period.
Settlement at vesting	Awards are settled in cash, based on the underlying value of the FirstRand share price.
Provisions for malus and clawback	Malus and clawback will apply in accordance with the policy on remuneration risk and governance. Refer to malus and clawback on page 96.

Long-term incentives

The group's LTI scheme seeks to ensure that employees are aligned to shareholder requirements for sustainable earnings growth, sustainable and superior returns, and creation of long-term franchise value. LTIs also support the long-term retention of critical management-level employees. The group utilises the FirstRand Limited CIP in Namibia to achieve these objectives.

Allocation of LTIs to individuals is driven by eligibility criteria, with guidance on quantum linked to individual GP. The performance conditions for the LTI plans are embedded in the group's performance culture. They include targets for ROE and earnings growth. The group does not assign weightings to the ROE and earnings growth conditions, as this creates two separate instruments for driving behaviour, where one condition could be favoured at the cost of the other. The group requires both conditions to be met.

ROE takes priority and must be achieved before growth is assessed. The earnings growth target is measured over a three-year rolling period on a cumulative basis. The ROE target is measured as average ROE over the three-year vesting period, and positive NIACC is required in line with the group's performance philosophy. ROE is based on NAV, not on tangible NAV, and as such includes goodwill.

LTIs are linked to the FirstRand share price. Therefore, participants in the LTI CIP are exposed to fluctuations in the group's share price and consequent increases or decreases in the value of their awards over the vesting period. This supports alignment between participants and shareholders.

Operation of the LTI awards

The table below sets out the key features of the LTIs.

Key element	Policy and design features
Eligibility	Granted to executives and senior managers in decision-making positions that affect overall group performance and delivery of value to shareholders.
Award allocation	Creation and allocation of the pool to the operating businesses is determined by considering: • the franchise value created; and • the sustainability of the operating businesses' contributions to shareholder value. The allocation to individuals is driven by eligibility criteria that include seniority, talent classification, ability to influence strategy and individual performance. Awards are generally made annually. No one is guaranteed an annual allocation.
Vesting value	All LTI awards are subject to forward-looking performance conditions linked to group outcomes and are settled in cash, based on the underlying value of FirstRand Limited shares. Therefore, participants are fully exposed to fluctuations in the group's share price over the vesting period.
LTI award vesting period	The performance conditions are measured over three years. Awards vest three years from the award date to the extent that the conditions have been met.
Performance conditions	100% of LTI awards are subject to performance conditions. Performance conditions should support motivation and retention. Therefore, STRC considers several factors, including: • the outcomes of the three-year budget process, including scenario analyses of the budgets that incorporate risk and stressed views; • the macroeconomic outlook together with the probabilities assigned to the different scenarios; • the required investment in platforms and new business development for future growth strategies, with this investment expensed and not capitalised; • the opportunity to grow in excess of the economy, given the group's relative market share; and • the requirement to protect the return profile, as opposed to incentivising earnings growth at the expense of returns.
Vesting ranges	Vesting of LTI awards is based on a graded structure, where minimum performance conditions are set for each vesting level, namely threshold vesting (50% vesting level), on-target vesting (100% vesting level) and a range of stretch targets. If the performance conditions for threshold vesting are not met, the vesting outcome will be zero, and the award will lapse. ROE and earnings growth conditions are set for each vesting level, with the earnings growth outcome determining the graded vesting percentage.
Maximum LTI vesting level	Graded vesting includes stretch and super-stretch targets for vesting above 100%. Awards can vest up to a maximum level of 150%. This will correlate with exceptional value for shareholders based on the performance conditions set for these vesting levels.

Key element	Policy and design features
In-flight awards	Current in-flight awards were made in September 2023, September 2024 and September 2025. Awards for 2026 will be made in September 2026.
Changes to performance conditions of in-flight awards	STRC does not: • amend the performance conditions of in-flight awards once issued; • reprice share incentive awards for changes in the share price; or • re-test performance conditions or delay their measurement.
Downward adjustment	Where performance conditions have been met, STRC can reduce the vesting outcome with a downward adjustment of up to 20% for materially negative outcomes within management control. This allows STRC to guard against financial targets being achieved by compromising on risk, compliance or conduct.
Dividends	Dividends or notional dividends are not accrued over the vesting period.
Settlement at vesting	The participant receives the vesting value based on the share price at the end of the vesting period. Settlement is in cash.
Change in employment before award vests	Refer to termination categories on page 97.
Provisions for malus and clawback	Malus and clawback will apply in accordance with the policy.

Other governance matters

Malus and clawback

Malus and clawback provisions for STIs and LTIs align employee behaviour to the delivery of sustainable risk-adjusted performance by ensuring that any serious risk event can lead to consequences for award participants. The deferral of STIs and the use of forward-looking LTI performance and vesting periods extend the malus and clawback periods.

Malus and clawback are applied to all variable pay. They can be invoked upon the occurrence of a trigger event and applied as follows:

- Malus applies to awards that have not yet vested or settled, allowing for them to be cancelled on the occurrence of a trigger event.
- Clawback applies once an award has vested upon the occurrence of a trigger event. STRC has discretion to claw back any variable remuneration upon the occurrence of any of the trigger events detailed below. Clawback applies for three years after vesting.

A trigger event may include, among others:

- discovery of a material misstatement of performance that resulted in a variable reward made, with the board being satisfied that the employee contributed to and is responsible for the misstatement;
- discovery that the assessment upon which the award was made was based on erroneous, inaccurate or misleading information;
- any action or conduct which, in the reasonable opinion of the board, amounts to dishonesty, fraud or misconduct;
- discovery of a material failure in risk management to which the employee contributed and is responsible for; and/or
- discovery that performance related to financial or non-financial targets was misrepresented and that such misstatement led to over-payment of incentives.

Executive contracts and policies

There are no contractual entitlements to payments on termination and no special termination arrangements or golden-parachute agreements in place. Contractual notice and accrued leave are paid out where legally required. Unvested deferred STI awards or unvested LTI awards are dealt with in accordance with the applicable scheme rules.

All executive directors and prescribed officers in Namibia have a one-month notice period, which can be extended by mutual consent.

Buy-out awards

The group grants buy-out awards in selected recruitment scenarios to compensate employees for incentive awards they will forfeit upon leaving their previous employer. This is typically done:

- when the business is heavily reliant on high-demand, scarce skills;
- to replace prospective employees' current benefits; and/or
- to remain attractive and competitive in the market.

Buy-out awards can be made in cash, deferred awards or LTIs, and will be similar in value, nature and time period attached to the incentive that is being bought out, subject to clawback if the employee leaves. LTI awards are subject to their respective applicable performance conditions.

The buy-out is also subject to FirstRand Namibia's leaver forfeiture provisions (refer to termination categories) and malus and clawback in line with policy.

Sign-on bonuses

Sign-on bonuses are rarely paid to attract employees to join the group and require specific executive and human capital approval.

Sign-on bonuses are subject to FirstRand Namibia's leaver forfeiture provisions and malus and clawback in line with policy.

Termination categories for outstanding STI and LTI awards

The following conditions apply to outstanding STI and LTI awards upon termination of employment:

	STI	LTI
Resignation and fault terminations		
Resignation or dismissal	Employees who resign or are dismissed before the vesting or payment date of cash or restricted share awards will forfeit these awards.	Employees who resign or are dismissed before the vesting date of outstanding LTIs will forfeit these awards.
No-fault terminations		
Retirement	The cash and restricted share awards of employees who retire in terms of the group's retirement policy continue for the duration of the vesting period and remain subject to the applicable rules.	The LTI awards of employees who retire in terms of the group's retirement policy continue for the duration of the performance period and remain subject to the applicable rules and performance conditions.
Injury, disability or ill health	The cash and restricted share awards of employees who are terminated due to injury, disability or ill health in terms of the group's policy continue for the duration of the vesting period and remain subject to the applicable rules.	The LTI awards of employees who are terminated due to injury, disability or ill health in terms of the group's policy continue for the duration of the performance period and remain subject to the applicable rules and performance conditions.
Death or retrenchment	Vesting for employees' cash and restricted share awards is accelerated and pro-rated where appropriate in line with scheme rules.	The awards are pro-rated for the remaining vesting period and adjusted for the performance conditions, which are tested against the roll-forward conditions to date to determine vesting. Thereafter, vesting of the pro-rated awards is accelerated.

Corporate performance targets

STRC sets corporate performance targets for each award based on expected macroeconomic conditions, group earnings and returns forecasts over the performance period. The criteria vary from year to year, depending on the expectations for each of the above variables. For vesting to occur, the criteria must be met or exceeded. If the performance conditions are not met, the award fails.

The awards have a graded vesting structure. The level of vesting is correlated to the earnings growth achieved relative to macroeconomic variables or set normalised earnings per share (EPS) growth targets and minimum ROE requirements. The vesting outcome is based on the delivery of the performance conditions. STRC may adjust the final outcome of the graded vesting level downwards for predetermined issues.

The criteria for expired and currently open schemes are set out in the following pages.

Expired schemes

2022 (Vested September 2025) – All CIP awards are subject to performance conditions. For all the awards, graded vesting applies. The awards are subject to the achievement of performance conditions set at award date, and these determine the value that will ultimately vest. The performance conditions include a minimum condition to achieve any vesting, a target, a stretch and a super-stretch target with linear grading correlated to normalised EPS growth between targets.

STRC has the right to adjust the vesting level downwards by as much as 20% if material negative outcomes for the business occur that are within management control. Examples would include:

- issues that materially damage the group's businesses, including its reputation;
- material enterprise-wide risk and control issues, as recommended to STRC by the audit and risk committee;
- concerns regarding adherence to the liquidity and capital management strategies in place; and
- lack of compliance with the group's climate roadmap over the three-year period.

The table below sets out the performance conditions to be fulfilled by the group and the corresponding vesting level for purposes of calculating the vesting value of the conditional award. If the conditions set for 50% vesting are not met, the award lapses and none of the other conditions described below are assessed. Both performance conditions must be met for vesting to occur.

	Performance conditions (both conditions must be met)		
	Vesting level*	Minimum ROE requirement**	Normalised EPS growth requirement (three-year compound annual growth rate (CAGR))# FirstRand Limited must achieve growth in normalised EPS relative to the consumer price index (CPI) plus real gross domestic product (GDP) growth on a cumulative basis over the three-year performance period from the base year end, being 30 June 2022, as set out for each vesting level below:
Threshold (minimum vesting, below which the award lapses)	50%	≥19%	Cumulative normalised EPS growth rate over three years of real GDP growth plus CPI plus 1.5%
On-target performance	100%	≥20.5%	Cumulative normalised EPS growth rate over three years of real GDP growth plus CPI plus 2.5%
Stretch†	120%	≥22%	Cumulative normalised EPS growth rate over three years of real GDP growth plus CPI plus 5%
Super-stretch†	150%	≥22%	Cumulative normalised EPS growth rate over three years of real GDP growth plus CPI plus 9%

* *Linear grading between these vesting levels based on the earnings growth achieved. The lower of the vesting outcome based on ROE and the vesting outcome based on earnings growth will apply.*
** *The ROE target is measured as the average over the three-year performance period. The ROE calculation is based on NAV taking into consideration adjustments (if required) resulting from, for example, material dividend policy changes, regulatory changes, IFRS Accounting Standards changes or volatile reserves.*
# *If the three-year CAGR of real GDP is negative, CPI will be referenced.*
† *For vesting at 120% or above, ROE of ≥22% is required. The vesting level between 120% and 150% will be determined through linear grading linked to the earnings growth CAGR, with the maximum vesting at 150% at a level of real GDP growth plus CPI plus 9% over the three-year period.*

Currently open schemes

2023 (Vesting date in September 2026) – All CIP awards are subject to performance conditions. For all the awards, graded vesting applies. The awards are subject to the achievement of performance conditions set at award date, and these determine the value that will ultimately vest. These performance conditions include a minimum condition to achieve any vesting, a target, a stretch and a super-stretch target with linear grading correlated to normalised EPS growth between targets.

STRC has the right to adjust the vesting level downwards by as much as 20% if material negative outcomes for the business occur that are within management control. Examples would include:

- issues that materially damage the group's businesses, including its reputation;
- material enterprise-wide risk and control issues, as recommended to STRC by the audit and risk committee;
- concerns regarding adherence to the liquidity and capital management strategies in place; and
- lack of compliance with the group's climate roadmap over the three-year period.

The table below sets out the performance conditions to be fulfilled by the group and the corresponding vesting level for purposes of calculating the vesting value of the conditional award. If the conditions set for 50% vesting are not met, the award lapses and none of the other conditions described below are assessed. Both performance conditions must be met for vesting to occur.

	Performance conditions (both conditions must be met)		
	Vesting level*	Minimum ROE requirement**	Normalised EPS growth requirement (three-year CAGR)# FirstRand Limited must achieve growth in normalised EPS relative to the CPI plus real GDP growth on a cumulative basis over the three-year performance period from the base year end, being 30 June 2022, as set out for each vesting level below:
Threshold (minimum vesting, below which the award lapses)	50%	≥20%	Cumulative normalised EPS growth rate over three years of real GDP growth plus CPI plus 4%
On-target performance	100%	≥21%	Cumulative normalised EPS growth rate over three years of real GDP growth plus CPI plus 4%
Stretch†	120%	≥22%	Cumulative normalised EPS growth rate over three years of real GDP growth plus CPI plus 6.5%
Super-stretch†	150%	≥22%	Cumulative normalised EPS growth rate over three years of real GDP growth plus CPI plus 10.5%

* *Linear grading between these vesting levels based on the earnings growth achieved. The lower of the vesting outcome based on ROE and the vesting outcome based on earnings growth will apply.*
** *The ROE target is measured as the average over the three-year performance period. The ROE calculation is based on NAV taking into consideration adjustments (if required) resulting from, for example, material dividend policy changes, regulatory changes, IFRS Accounting Standards changes or volatile reserves.*
# *If the three-year CAGR of real GDP is negative, CPI will be referenced.*
† *For vesting at 120% or above, ROE of ≥22% is required. The vesting level between 120% and 150% will be determined through linear grading linked to the earnings growth CAGR, with the maximum vesting at 150% at a level of real GDP growth plus CPI plus 9% over the three-year period.*

2024 (Vesting date in September 2027) – All CIP awards are subject to performance conditions. For all the awards, graded vesting applies. The awards are subject to the achievement of performance conditions set at award date, and these determine the value that will ultimately vest. These performance conditions include a minimum condition to achieve any vesting, a target, a stretch and a super-stretch target with linear grading correlated to normalised EPS growth between targets.

STRC has the right to adjust the vesting level downwards by as much as 20% if material negative outcomes for the business occur that are within management control. Examples would include:

- issues that materially damaged the group's businesses, including its reputation;
- material enterprise-wide risk and control issues, as recommended to it by the audit and risk committee;
- concerns regarding adherence to the liquidity and capital management strategies in place; and
- lack of compliance with the group's climate roadmap over the three-year period.

The table below sets out the performance conditions to be fulfilled by the group and the corresponding vesting level for purposes of calculating the vesting value of the conditional award. If the conditions set for 50% vesting are not met, the award lapses and none of the other conditions described below are assessed. Both performance conditions must be met for vesting to occur.

	Performance conditions (both conditions must be met)		
	Vesting level*	Minimum ROE requirement**	Normalised EPS growth requirement (three-year CAGR)# FirstRand Limited must achieve growth in normalised EPS relative to the CPI, plus real GDP growth on a cumulative basis, over the three-year performance period from the base year end, being 30 June 2023, as set out for each vesting level indicated below:
Threshold (minimum vesting, below which the award lapses)	50%	≥19.5%	Cumulative normalised EPS growth rate over three years of real GDP growth plus CPI plus 1.5%
On-target performance	100%	≥20.5%	Cumulative normalised EPS growth rate over three years of real GDP growth plus CPI plus 2.5% to real GDP growth plus CPI plus 4%
Stretch†	120%	≥21.5%	Cumulative normalised EPS growth rate over three years of real GDP growth plus CPI plus 6%
Super-stretch†	150%	≥21.5%	Cumulative normalised EPS growth rate over three years of real GDP growth plus CPI plus 9%

* *Linear grading between these vesting levels based on the earnings growth achieved. After measuring the ROE outcome and growth outcome separately, the lower of the two will become the vesting level. Both conditions must be met for vesting at any level to occur. Thereafter, STRC will assess if any downward adjustment is necessary for the factors listed.*

** *The ROE is measured as the average over the three-year performance period. The ROE calculation is based on NAV, taking into consideration adjustments (if required) resulting from, for example, material dividend policy changes, regulatory changes, IFRS Accounting Standards changes or volatile reserves (including foreign currency translation reserves).*

\# *If the three-year CAGR of real GDP is negative, CPI will be referenced.*

† *For vesting at 120% or above, ROE of ≥21.5% is required. The vesting level between 120% and 150% will be determined through linear grading linked to the earnings growth CAGR, with the maximum vesting at 150% at a level of real GDP growth plus CPI plus 9% over the three-year period.*

2025 (Vesting date in September 2028) – All CIP awards are subject to performance conditions and must be settled in FirstRand shares (with the exception of employees outside of South Africa who are settled in cash). For all the awards graded vesting applies. The awards are subject to the achievement of performance conditions set at award date and these determine the value that will ultimately vest. These performance conditions include a minimum condition to achieve any vesting, a target, a stretch and a maximum (super stretch) target with linear grading correlated to normalised earnings per share growth between targets.

Remco has the right to adjust the vesting level downwards by as much as 20% if materially negative outcomes for the business occur that are within management control. Examples would include:

- issues that materially damaged the group's businesses, including its reputation;
- material enterprise-wide risk and control issues, as recommended to it by the RCC;
- concerns regarding adherence to the liquidity and capital management strategies in place; and
- lack of compliance with the group's climate roadmap over the three-year period.

The table below stipulates the performance conditions to be fulfilled by the group and the corresponding vesting level for purposes of calculating the vesting value of the conditional award, measured over the period 1 July 2025 to 30 June 2028. If the conditions set for 50% vesting are not met, the award lapses and none of the other conditions described below are assessed. Both performance conditions must be met for vesting to occur.

	Performance conditions (both conditions must be met)*		
	Vesting level*	Minimum ROE requirement**	Normalised EPS growth requirement (3-year CAGR)# FirstRand Limited must achieve growth in normalised EPS relative to CPI, plus real GDP growth on a cumulative basis, over the three-year performance period from the base year end, being 30 June 2025, as set out for each vesting level indicated below:
Threshold (minimum vesting, below which the award lapses)	50%	≥19.5%	Cumulative normalised EPS growth rate over three years of real GDP growth plus CPI plus 1.5%
On-target performance	100%	≥20.5%	Cumulative normalised EPS growth rate over three years of real GDP growth plus CPI plus 3% to real GDP growth plus CPI plus 5%
	100.1% to 119.9%	≥21%	Cumulative normalised EPS growth rate over three years of real GDP growth plus CPI plus >5% to real GDP growth plus CPI plus <6%
Stretch†	120%	≥21.5%	Cumulative normalised EPS growth rate over three years of real GDP growth plus CPI plus 6%
	150%	>22%	Cumulative normalised EPS growth rate over three years of real GDP growth plus CPI plus 7.5%
Super-stretch†	200%	>22%	Cumulative normalised EPS growth rate over three years of real GDP growth plus CPI plus 10%

* *Linear grading between these vesting levels based on the earnings growth achieved. After measuring the ROE outcome and growth outcome separately, the lower of either will become the vesting level. Both conditions must be met for vesting at any level to occur. Thereafter, STRC will assess if any downward adjustment is necessary for the factors listed.*

** *The ROE is measured as the average over the three-year performance period. The ROE calculation is based on NAV taking into consideration adjustments (if required) resulting from, for example, material dividend policy changes, regulatory changes, IFRS Accounting Standards changes or changes in volatile reserves (including the foreign currency translation reserves).*

\# *In the event that the three-year CAGR of real GDP is negative, the target will be calculated using CPI only.*

† *For vesting of 120% to 150%, average ROE of ≥21.5% is required and for vesting of 150% and above, average ROE of >22% is required. The vesting level between 120% and 150% or between 150% and 200% will be determined through linear grading linked to the earnings growth CAGR, with the maximum vesting at 200% at a level of real GDP growth plus CPI plus 10% over the three-year period.*

The significant weighted average assumptions used to estimate the fair value of the conditional share awards granted are detailed below.

	Conditional and deferred incentive plans (FirstRand shares)	
	2026	2025
Award life (years)	2 – 3	2 – 3
Risk-free rate (%)	7.05 – 7.84	7.35 – 7.68
Share awards outstanding		
Number of awards in force at the beginning of the year (millions)	1.203	1.695
Number of awards granted during the year (millions)	0.207	0.144
Number of awards purchased with respect to the share ownership award plans (millions)	0.263	–
Number of awards transferred (within the group) during the year (millions)	0.056	–
Number of awards exercised/released during the year (millions)	(0.579)	(0.520)
– Market value range at date of exercise/release (cents)*	8 106 – 8 106	8 415 – 8 415
– Weighted average (cents)	8 106	8 415
Number of awards forfeited during the year (millions)	(0.090)	(0.116)
Number of awards in force at the end of the year (millions)	1.060	1.203

	Conditional and deferred incentive plan (FirstRand shares)			
	2026		2025	
Awards outstanding**	**Weighted average Remaining life (years)**	**Outstanding awards (millions)**	Weighted average Remaining life (years)	Outstanding awards (millions)
Vesting during 2025	–	–	0.32	0.531
Vesting during 2026	0.32	0.561	1.32	0.564
Vesting during 2027	1.32	0.338	2.32	0.108
Vesting during 2028	2.32	0.161	–	–
Total conditional awards	–	1.060	–	1.203
Number of participants	–	109	–	98

* *Market values indicated above include those instances where a probability of vesting is applied to accelerated share award vesting prices due to a no-fault termination, as per the rules of the scheme.*

** *Years referenced in the rows relate to calendar years and not financial years.*

The award value outstanding in the table below reflects the share award value for which shares have not yet been purchased. At the point the shares are purchased, the value of the award is transferred to awards outstanding, with the number of shares purchased with respect to the share award plan reflected in the share awards outstanding table above.

	Share award plan	
N$ million	**2026**	2025
Award value outstanding		
Value of awards in force at the beginning of the year	35.619	
Value of awards granted during the year	42.015	37.844
Value of awards transferred (within the group) during the year	0.038	–
Value of awards forfeited during the year	(7.028)	(2.225)
Value of awards that were transferred to awards outstanding	(21.238)	–
Value of awards in force at the end of the year	49.406	35.619

Executive directors

Executive directors are employed on fairly standard employment contracts similar to those of other employees. Remuneration paid is based on the group's remuneration policy as set out on page 90.

After due consideration, and with the board's agreement, STRC resolved that disclosure of the executive directors' remuneration sufficiently illustrates the alignment between executive reward and shareholder return.

STRC ensures an optimal balance between operational stability, superior value creation and appropriate alignment of employee performance with the medium- to long-term interests of the group's stakeholders.

Executive directors have no guaranteed termination payments. After the group STI pool has been determined, STRC considers STIs for executive directors and prescribed officers using a scorecard. The STI scorecard categories and hurdles are considered only if STI pools are available for the year, i.e. the financial metrics have been met.

Strategic

Category	Measure	Weighting
Grow and improve banking business	Grow active and main banked customers	**35%**
	Increase cross-sell	
	Increase number of primary bank relationships	
	Grow deposits	
	Targeted origination strategies in line with risk appetite	
	Cost management – good cost control	
Sustainable earnings	Grow market-leading business – energy transition	
Diversify the offering and approach	Grow Ashburton AUM	
	Grow Insurance Gross Premium Income	
Enhanced quality of earnings through a more efficient and cost-effective operating model	FirstRand platform journey and work item process	
	Digitising operations and customer engagement	
	Data as enterprise asset	
	Process engineering, robotics	
Shared prosperity	Delivery on integrated approach to doing business	
Climate	Climate plan and metrics	
Disciplined management of financial resources	Adherence to financial risk management guidelines	
	FNB Commercial Credit Risk Posture	

Financial

Category	Measure	Weighting
Group earnings and returns	NIACC	**25%**
	Profit before tax	
	Net interest income	
	Non-interest revenue	

Risk and control

Category	Measure	Weighting
Control environment	Audit: % of unacceptable repeat and significant improvement required repeat audit finding of open issues	**20%**
	Compliance: % of unacceptable findings of overall findings issued	
	Operational risk: % of unacceptable findings of overall findings	
	IT risk: % of unacceptable findings of overall findings	
Maturity	Compliance: market conduct (first line ownership)	
	Compliance: business conduct: declaration of interest and whistle-blowing	
	Compliance: regulatory	
	Credit maturity	
	Operational risk maturity	
	IT risk (bank and non-bank)	
Appetite	Operational risk appetite	
	Credit risk (CLR and NPL ratio)	
	Market risk	
	Liquidity risk: LCR > 100% and NSFR > 75%	

People

Category	Measure	Weighting
Talent management and succession planning	Ensuring the health of organisational culture and good corporate governance	**20%**
	Pipeline utilisation	
	Bench strength and succession planning	
	Development activities: closing skills gaps	
	Talent retention: risk and impact of loss of key skills	
	Talent mobility	

	Conrad Dempsey FirstRand Namibia CEO			Lizette Smit FirstRand Namibia CFO		
N$'000	**2026**	2025	% growth	**2026**	2025	% growth
Cost to company	4 427	4 167	6.2	2 746	2 304	19.2
STI[1]	3 138	3 422	(8.3)	1 515	1 362	11.2
• Cash within 6 months	1 445	1 640	(11.9)	348	245	42.0
• Cash within 1 year	1 693	1 782	(5.0)	1 167	1 117	4.5
LTI award[2]	5 158	5 847	(11.8)	457	410	11.5
Total reward including LTIs	12 723	13 436	(5.3)	4 717	4 076	15.7
Total guaranteed and variable pay (excluding LTIs)	7 565	7 589	(0.3)	4 261	3 666	16.2

1 *Variable remuneration paid in cash in respect of the year ended June is paid (with an interest factor) in three tranches during the following year ending on 30 June, i.e. in August, December and June.*
2 *LTI awards are made annually under the CIP, and vesting is dependent on certain corporate performance targets being met on a cumulative basis over three years.*

	Grant Date	Value at Grant Date (N$'000)	Vesting Date	Units					Value of Sale (N$'000)	FV as at June 2026 (N$'000)
				Opening balance June 2025	Granted during the year	Converted	Taken this year (vested/sold)	**Closing balance as at June 2026**		
C Dempsey										
CIP										
FirstRand SA Ltd shares	26 September 2022	3 396	26 September 2025	48 325	6 379	–	(54 704)	–	(4 434)	–
FirstRand SA Ltd shares	26 September 2023	3 500	26 September 2026	53 962	–	–	–	53 962	–	5 248
FirstRand SA Ltd shares	23 September 2024	3 675	23 September 2027	43 672	–	–	–	43 672	–	4 248
FirstRand SA Ltd shares	22 September 2025	3 822	22 September 2028		47 153	–	–	47 153	–	4 586
Balance CIP		14 393		145 959	53 532	–	(54 704)	144 787	(4 434)	14 082
Bonus Deferral (CIP)										
FirstRand SA Ltd shares	26 September 2023	510	26 September 2025	7 863	–	–	(7 863)	–	(637)	–
Balance Bonus Deferral CIP		510		7 863	–	–	(7 863)	–	(637)	–
Bonus Share Ownership Plan Cash Settled										
FirstRand SA Ltd shares	23 September 2024	577	23 September 2026	–	–	7 825	–	7 825	–	761
FirstRand SA Ltd shares	22 September 2025	1 079	23 September 2027	–	–	12 094	–	12 094	–	1 176
Balance Bonus Deferral CIP		1 656		–	–	19 919	–	19 919	–	1 937
Total Conditional Incentive Plans (FR shares)		16 559		153 822	53 532	19 919	(62 567)	164 706	(5 071)	16 019
Bonus Share Ownership Plan Cash Settled										
Namibian Dollar Value	23 September 2024	577	23 September 2026	576 600		(576 600)		–	–	–
Namibian Dollar Value	22 September 2025	1 079	23 September 2027		1 078 660	(1 078 660)		–	–	–
Total Bonus Share Award Plan		1 656		576 600	1 078 660	(1 655 260)	–	–	–	–
L Smit										
CIP										
FirstRand SA Ltd shares	26 September 2023	500	26 September 2026	7 709	–	–	–	7 709	–	750
FirstRand SA Ltd shares	23 September 2024	625	23 September 2027	7 427	–	–	–	7 427	–	722
FirstRand SA Ltd shares	22 September 2025	1 500	22 September 2028		18 505	–	–	18 505	–	1 800
Balance CIP		2 625		15 136	18 505	–	–	33 641	–	3 272
Deferred Share Ownership Plan Cash Settled										
FirstRand SA Ltd shares	23 September 2024	625	23 September 2027	–	–	3 842	–	3 842	–	374
Balance Deferred Share Ownership Plan		625		0	–	3 842	–	3 842	–	374
Deferred Incentive Plan (DIP)										
FirstRand SA Ltd shares	26 September 2022	350	26 September 2025	5 638	–	–	(5 638)	–	(457)	–
FirstRand SA Ltd shares	26 September 2023	500	26 September 2026	7 708	–	–		7 708		750
Balance Deferred Incentive Plan (DIP)		850		13 346	–	–	(5 638)	7 708	(457)	750
Total Conditional Incentive Plans (FR shares)		4 100		28 482	18 505	3 842	(5 638)	45 191	(457)	4 396
Deferred Share Ownership Plan Cash Settled										
Namibian Dollar Value	23 September 2024	625	23 September 2027	625 000	–	(312 500)	–	312 500	–	313
Total Bonus Share Award Plan		625		625 000	–	(312 500)	–	312 500	–	313

Non-executive directors

Non-executive directors receive fees for services as directors and for services provided as members of board committees. These fees are paid on a retainer as well as an attendance basis. The fees vary depending on the role of the committee, are based on market comparisons, and are reviewed annually to align with the group's fair and responsible remuneration philosophy. The fees are reviewed by STRC and approved by shareholders at the AGM.

Non-executive directors do not receive share options or other incentive awards.

Actual remuneration paid to non-executive directors is detailed in note 7 to the annual financial statements.

F SUPPLEMENTARY INFORMATION

FIVE-YEAR FINANCIAL OVERVIEW

Summary consolidated statement of comprehensive income

for the year ended 30 June

N$'000	2026	2025	2024	2023	2022
Net interest income before impairment of advances	3 670 814	3 355 159	3 082 367	2 696 197	2 202 575
Impairment and fair value of credit on advances	(248 840)	(527 432)	(425 570)	(213 572)	(95 365)
Net interest income after impairment of advances	3 421 974	2 827 727	2 656 797	2 482 625	2 107 210
Non-interest revenue	2 777 872	2 702 035	2 441 790	2 207 775	1 980 980
Net insurance income	(15 723)	(16 096)	20 670	13 892	58 959
Income from operations	6 184 123	5 513 666	5 119 257	4 704 292	4 147 149
Operating expenses	(3 121 247)	(2 799 324)	(2 652 443)	(2 388 488)	(2 238 323)
Net income from operations	3 062 876	2 714 342	2 466 814	2 315 804	1 908 826
Share of profit from associates	8 410	18 409	–	–	–
Income before tax	3 071 286	2 732 751	2 466 814	2 315 804	1 908 826
Indirect tax	(61 413)	(61 942)	(55 049)	(53 944)	(41 359)
Profit before tax	3 009 873	2 670 809	2 411 765	2 261 860	1 867 467
Direct tax	(863 758)	(758 843)	(708 247)	(700 687)	(594 621)
Profit for the year	2 146 115	1 911 966	1 703 518	1 561 173	1 272 846
Other comprehensive income for the year					
Items that may/may not be subsequently reclassified to profit and loss	(13 978)	(1 688)	(6 310)	6 024	(1 445)
Total comprehensive income for the year	2 132 137	1 910 278	1 697 208	1 567 197	1 271 401
Profit attributable to:					
Equity holders of the parent	2 146 115	1 911 966	1 703 518	1 557 712	1 265 292
Non-controlling interests	–	–	–	3 461	7 554
	2 146 115	1 911 966	1 703 518	1 561 173	1 272 846
Total comprehensive income for the year attributable to:					
Equity holders of the parent	2 132 137	1 910 278	1 697 208	1 563 736	1 263 847
Non-controlling interests	–	–	–	3 461	7 554
	2 132 137	1 910 278	1 697 208	1 567 197	1 271 401
Reconciliation of earnings attributable to ordinary shareholders and headline earnings					
Earnings attributable to ordinary shareholders	2 146 115	1 911 966	1 703 518	1 557 712	1 265 292
Headline earnings adjustments:	(2 647)	(3 711)	12 311	44	3 817
Headline earnings	2 143 468	1 908 255	1 715 829	1 557 756	1 269 109

Summary consolidated statement of financial position

as at 30 June

N$'000	2026	2025	2024	2023	2022
Assets					
Cash and cash equivalents	2 384 418	3 080 121	3 163 516	1 809 926	2 395 398
Due from banks and other financial institutions	3 033 374	2 194 326	9 591 662	9 468 311	9 231 486
Derivatives financial instruments	50 227	943 324	349 809	375 784	93 611
Advances	42 814 021	39 222 377	37 745 001	35 449 605	31 962 554
Investment securities	13 252 738	9 479 281	8 661 149	9 949 026	7 416 757
Other assets	1 579 730	1 355 058	1 276 510	1 278 688	1 342 392
Total assets	63 114 508	56 274 487	60 787 647	58 331 340	52 442 198
Equity and liabilities					
Liabilities					
Deposits	52 130 611	45 604 098	44 672 808	42 752 375	37 114 206
Due to banks and other financial institutions	281 844	254 953	7 548 800	7 503 075	7 229 779
Derivative financial instruments	59 558	984 517	430 715	404 096	227 448
Other liabilities	2 713 995	2 283 624	1 903 439	1 687 654	1 598 536
Total liabilities	55 186 008	49 127 193	54 555 762	52 347 200	46 169 970
Equity					
Equity attributable to equity holders of the parent	7 928 500	7 147 294	6 231 885	5 984 140	6 230 659
Non-controlling interests	–	–	–	–	41 568
Total equity	7 928 500	7 147 294	6 231 885	5 984 140	6 272 227
Total equity and liabilities	63 114 508	56 274 487	60 787 647	58 331 340	52 442 197

Ratios and selected financial information

N$'000	2026	2025	2024	2023	2022
Ratios:					
Return on assets (earnings on average assets) (%) – normalised	3.6	3.3	2.9	2.8	2.7
Return on equity (headline earnings on average equity) (%)	28.5	28.6	27.8	25.5	21.5
Cost to income ratio (%)	48.5	46.2	47.8	48.6	52.8
Share statistics:					
Closing share price – ordinary (cents)	5 516	4 712	4 650	5 039	3 050
Price/Earnings ratio	6.9	6.6	7.3	8.7	6.3
Earnings yield (%)	14.5	15.2	13.7	11.7	15.8
Price to Book	1.9	1.8	2.0	2.2	1.3
Basic earnings per share (cents)	803.5	715.8	636.6	587.9	483.0
Headline earnings per share (cents)	802.5	714.5	641.2	587.9	484.5
Net asset value per share (cents)	2 963	2 671	2 329	2 240	2 355
Market capitalisation	14 760	12 609	12 443	13 484	8 162
Dividend information:					
Dividends per share – ordinary dividend declared (cents)*	668.34	476.34	353.68	577.84	472.84
* based on current year profits					
Dividends per share – ordinary dividend paid (cents)**	505.79	371.78	541.66	529.54	271.00
** based on dividends paid within financial year					
Dividend per share – special dividend (cents)	–	–	–	185.86	–
Dividend yield – ordinary dividend (%)	12.1	10.1	7.6	15.2	15.5
Dividend cover (times) based on total dividends	1.2	1.5	1.8	1.0	1.0
Capital adequacy					
Banking group (%)	20.6	19.2	16.6	17.1	20.3
Consolidated group (%)	21.7	20.3	17.6	17.9	21.2
Number of staff	2 486	2 361	2 305	2 319	2 054

SIMPLIFIED GROUP STRUCTURE

General public 25.9%

FirstRand EMA Holdings (Pty) Ltd 58.4%

Government Institutions Pension Fund (GIPF) 15.7%

FirstRand NAMIBIA

Banking

- First National Bank of Namibia Ltd 100%
- Swabou Investments (Pty) Ltd 100%

Capital markets and investments

- Ashburton Property Unit Trust Management Company Ltd 100%
- Ashburton Unit Trust Management Co Ltd 100%
- Ashburton Investment Managers (Pty) Ltd 100%
- RMB Investments (Pty) Ltd 100%
- Pointbreak Wealth Management (Pty) Ltd 100%

Other activities

- FNB Fiduciary (Namibia) (Pty) Ltd 100%
- FNB Nominees (Namibia) (Pty) Ltd 100%
- FNB Insurance Brokers (Namibia) (Pty) Ltd 100%
- Talas Properties (Windhoek) (Pty) Ltd 100%
- Pointbreak Trust and Estates (Pty) Ltd 100%

Insurance

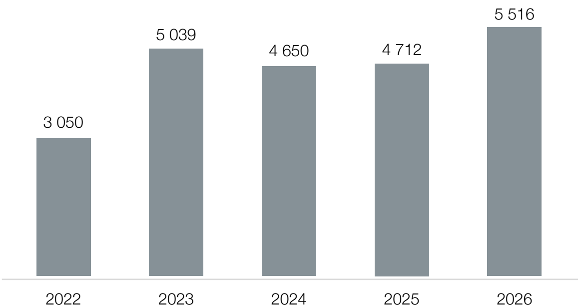
- FNB Short Term Insurance Company Ltd 100%

SHAREHOLDER INFORMATION

Stock exchange performance

	2026	2025
Share price (cents)		
– high for the year	5 516	4 712
– low for the year	4 720	4 600
– closing price per share	5 516	4 712
Number of shares traded ('000)	2 171	2 633
Value of shares traded (N$'000)	115 700	122 785
Number of shares traded as % of issued shares	0.81	0.98
Average price (cents)	5 329	4 663

Closing share price (cents) – Ordinary shares



Shareholder diary

Financial year end	30 June 2026
SENS announcement	10 September 2026
Last day to trade	25 September 2026
Ex-entitlement	28 September 2026
Record date	2 October 2026
Payment date	15 October 2026
AGM	16 October 2026
Dividend number	66

ANALYSIS OF ORDINARY SHAREHOLDERS

Range of shareholders	Number of shareholders	%	Number of shares	%
1 – 999	1 198	45.20	414 057	0.1
1 000 – 1 999	388	14.60	501 763	0.2
2 000 – 2 999	193	7.30	471 077	0.2
3 000 – 3 999	94	3.60	316 963	0.1
4 000 – 4 999	64	2.40	280 000	0.1
5 000 – 9 999	236	8.90	1 567 856	0.6
over 10 000	478	18.00	264 041 534	98.7
	2 651	100.0	267 593 250	100.0
Shareholder type				
Corporate bodies	27	1.0	162 864 401	60.9
Nominee companies	110	4.2	85 959 116	32.1
Private individuals	2 466	93.0	15 515 977	5.8
Trusts	48	1.8	3 253 756	1.2
	2 651	100.0	267 593 250	100.0
Geographic ownership				
Namibian including unknown	2 488	93.9	109 712 818	41.0
Other Africa	148	5.6	157 832 051	59.0
International	15	0.5	48 381	0.0
	2 651	100.0	267 593 250	100.0

Major shareholders	Number of shares	%
FirstRand EMA Holdings (Pty) Ltd	156 271 536	58.4%
Government Institutions Pension Fund	42 104 874	15.7%
Old Mutual Life Assurance Company (Namibia) Ltd	7 530 965	2.8%
Allan Gray Namibia Balanced Fund	3 356 359	1.3%
Benchmark Retirement Fund	3 248 356	1.2%
Investec Namibia Trustee Account (Naman)	3 171 670	1.2%
Chappa’ai Investments Forty Two (Pty) Ltd	3 018 199	1.1%
Sovereign Capital (Proprietary) Limited	2 800 551	1.1%
The Bank of New York Mellon Sa/Nv	2 442 614	0.9%
The Bank of New York Mellon	2 372 496	0.9%

FirstRand EMA Holdings (Pty) Ltd and Government Institutions Pension Fund are the only shareholders who beneficially hold more than 5% of the issued ordinary shares in the company.

GLOSSARY OF TERMS

Capital adequacy ratio (CAR)	Total qualifying capital and reserves divided by risk-weighted assets.
Common Equity Tier 1 (CET1) capital	Share capital and premium, qualifying reserves and third-party capital, less specified regulatory deductions.
Cost of equity (CoE)	Refers to the return a company must offer to its equity investors (shareholders) to compensate for the risk they undertake by investing in the company.
Cost-to-income ratio	Operating expenses excluding indirect taxes expressed as a percentage of total income including share of profits from associates.
Credit loss ratio (CLR)	Total impairment charge per the income statement expressed as a percentage of average core lending advances (average between the opening and closing balance for the year).
Dividend cover	Basic earnings per share divided by dividend per share.
Expected credit loss	Is a financial metric used to estimate the potential loss a lender might incur if a borrower defaults on a loan.
Headline earnings per share (HEPS)	A financial metric that represents a company's earnings attributable to ordinary shareholders, adjusted to exclude certain irregular or non-recurring items.
Liquidity coverage ratio (LCR)	Is a regulatory standard requiring banks to hold a sufficient amount of high-quality liquid assets to cover their net cash outflows over a 30-day period.
Net asset value (NAV)	Represents the total value of an entity's assets minus its liabilities.
Net income after cost of capital (NIACC)	Profit for the year less the cost of equity multiplied by the average ordinary shareholders' equity and reserves.
Net stable funding ratio (NSFR)	Is a regulatory standard requiring banks to hold enough stable funding to cover the duration of their long-term assets.
Non-performing loan (NPL)	Is a loan where the borrower has not made the scheduled payments for a specified period, typically 90 days or more.
Portfolio coverage ratio %	Measures how well the banks loan loss reserves can cover potential losses in its performing loan portfolio. It indicates the banks ability to absorb future loan defaults.
Return on assets (ROA)	Profit for the year divided by average assets.
Return on equity (ROE)	Total comprehensive income for the year divided by average ordinary shareholders' equity.
Risk-weighted assets	Prescribed risk weightings relative to the credit risk of counterparties, operational risk, market risk, equity investment risk and other risk multiplied by on- and off-balance sheet assets, where applicable and in line with the banking regulations.
Specific coverage ratio %	Measures how much of the non-performing loans are covered by provisions set aside specifically for those problem loans. It shows the bank's ability to absorb losses from identified bad loans.
Tier 1 ratio	Tier 1 capital divided by risk-weighted assets.
Tier 2 capital	Qualifying subordinated debt instruments, capital instruments issued out of fully consolidated subsidiaries to third parties, qualifying provisions less specified regulatory deductions.
Total coverage %	Total impairment provisions expressed as a percentage of core lending advances.

CORPORATE INFORMATION

Registered Office

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@Parkside, 130 Independence Avenue, c/o Fidel Castro
P O Box 195, Windhoek, Namibia
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Chief Executive Officer

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Chief Financial Officer

Lizette Smit
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Tel: +264 (61) 299 2111

Transfer Secretaries

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Registration No: 93/0713
Email: ts@nsx.com.na
Tel: +264 (61) 227 647

Sponsor

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Group Company Secretary

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Tel: +264 (61) 299 2111

NOTICE OF ANNUAL GENERAL MEETING

FirstRand NAMIBIA

FirstRand Namibia Limited
(Incorporated in the Republic of Namibia)
(Registration number: 88/024)
ISIN: NA0003475176
Share Code (NSX): FNB
(FirstRand Namibia Limited or the company)

Notice of annual general meeting

Notice is hereby given to all holders of ordinary shares in the company that the thirty nineth (39th) annual general meeting of the shareholders of FirstRand Namibia Limited will be held via electronic media and in the Etosha Boardroom, FirstRand Namibia Limited, 5th Floor, @Parkside, 130 Independence Avenue, c/o Fidel Castro, Windhoek on Friday, 16 October 2026 at 14:30. Shareholders are advised that should they wish to attend the annual general meeting via electronic media, an email request be sent to shareholder@firstrandnamibia.com.na. Shareholders will be provided with a registration document, and subsequently a link to the event.

1. Ordinary resolution number 1: Annual financial statements

THAT the annual financial statements for the year ended 30 June 2026, as approved by the board of directors on 20 August 2026, including the directors' report, be approved. The annual financial statements were made available via the Securities Exchange News Service (SENS), have been distributed electronically, and are available on the company's website: https://www.firstrandnamibia.com.na/investors/financial-results/

2. Ordinary resolution number 2: Confirmation of dividends

TO confirm the ordinary dividends of the financial year 668.34 (2025: 476.34) cents per share.

3. Ordinary resolution number 3: Re-election of directors by way of separate resolutions

Samantha Lee Balsdon and Markus Johannes Lubbe retire as directors of the company in terms of the company's Articles of Association. The directors who, being eligible, offer themselves for re-election. The abridged *curricula vitae* of the two (2) directors standing for re-election are set out on pages 26 to 28 of the annual report.

Ordinary resolution number 3.1

TO re-elect Samantha Lee Balsdon as an non-executive director of the company.

Ordinary resolution number 3.2

TO re-elect Markus Johannes Lubbe as an independent non-executive director of the company.

4. Ordinary resolution number 4: Vacancy filled by director

Vacancies on the board are filled by the appointment of directors during the year, upon the recommendation of the directors' governance committee and the board. Conville Raymond Britz was appointed by the board, effective 1 April 2026, to fill a vacancy in accordance with the Act and the company's Articles of Association and is now recommended by the board for election by shareholders by way of separate resolution.

Ordinary resolution number 4.1

TO elect Conville Raymond Britz as a non-executive director of the company.

The abridged *curricula vitae* of the director standing for election for ordinary resolution number 4.1 is set out on page 28 of the annual report.

5. Ordinary resolution number 5: Appointment of audit and risk committee members

That the following directors be appointed as members of the audit and risk committee.

Ordinary resolution number 5.1

TO confirm the appointment of Markus Johannes Lubbe as a member of the audit and risk committee for the financial year.

Ordinary resolution number 5.2

TO confirm the appointment of Emile van Zyl as a member of the audit and risk committee for the financial year.

Ordinary resolution number 5.3

TO confirm the appointment of Conville Raymond Britz as a member of the audit and risk committee for the financial year.

6. Ordinary resolution number 6: Re-appointment of auditors

THAT Ernst & Young Namibia be reappointed as the auditors of the company and authorise the directors to determine the remuneration of the auditors so appointed.

7. Ordinary resolution number 7: Non-executive director remuneration

As detailed in the *Governance* section, the board of directors, in the exercise of its powers in terms of the company's Articles of Association and applicable legislation, has, during November 2025, established the following board committees:

i. Audit and risk committee

ii. Directors' governance committee

iii. Sustainability, talent and remuneration committee

In accordance with the Articles of Association, shareholders are hereby requested to ratify and confirm the remuneration payable to members of the board committees for the period from 1 January 2026 to 30 June 2026, being part of the financial year ending 2026.

Ordinary resolution number 7.1

TO ratify and approve the remuneration of the committee members, as reflected below, for the 2026 financial year:

	No. of meetings held during the applicable period	Calculated remuneration per meeting
Board committees		
Audit and risk committee		
Member	2	31 052
Chair	2	71 359
Directors' governance committee		
Member	1	19 222
Chair	1	33 640
Sustainability, talent and remuneration committee		
Member	2	21 736
Chair	2	32 595

Ordinary resolution number 7.2

TO approve the remuneration of the non-executive directors or members, as reflected below, for the 2027 financial year:

	No. of meetings per annum	Calculated remuneration per meeting
FirstRand Namibia Limited board		
Member	4	35 336
Deputy chair	4	47 115
Chair	4	64 129
Board committees		
Audit and risk committee		
Member	4	32 512
Chair	4	74 713
Sustainability, talent and remuneration committee		
Member	4	22 758
Chair	4	34 127
FirstRand Namibia directors' governance committee		
Member	3	20 125
Chair	3	35 221
***Ad hoc* work**		
Standard hourly rate for *ad hoc* work, including attending director interviews, board training and board strategy sessions	*Ad hoc*	3 350

8. Ordinary resolution number 8: Reward philosophy and principles policy

TO approve the reward philosophy and principles policy as set out in the remuneration report.

9. Ordinary resolution number 9: Authority to sign documents

TO approve that each director and/or the Company Secretary be and is hereby authorised to do all such things and sign all such documents as may be necessary for, or incidental to, the implementation of the resolutions passed at the annual general meeting of the company and set out in this notice.

Voting:

All holders of FirstRand Namibia Limited shares will be entitled to –

(i) attend and vote in person at the annual general meeting. On a show of hands, every holder of FirstRand Namibia Limited shares who is present in person, or in the case of a company, the representative appointed in terms of section 196 of the Companies Act, shall have one vote; or

(ii) vote via the Form of Proxy.

On a poll, the holders of ordinary shares present in person or by proxy will each be entitled to one vote for every ordinary share held. **There will be no online voting via electronic media.**

Proof of identification required

Kindly note that meeting participants (including proxies) are required to provide reasonably satisfactory identification before being entitled to attend or participate in a shareholders' meeting. Forms of identification include valid identity documents and passports.

Proxies

Each member entitled to attend and vote at the annual general meeting is entitled to appoint one or more proxies (none of whom need to be a member of the company) to attend, speak and, on a poll, to vote in his/her stead. The form of proxy for the annual general meeting, which sets out the relevant instructions for its completion, accompanies this notice. To be effective, duly completed forms of proxy must be received at the office of the company's transfer secretaries by no later than 15:00 on Wednesday, 14 October 2026.

By order of the board

FirstRand Namibia Limited

Nelago Makemba
Company Secretary
10 September 2026

Registered office
FirstRand Namibia Limited
@Parkside
130 Independence Avenue, c/o Fidel Castro
P O Box 195, Windhoek, Namibia

Transfer Secretaries
NSX Financial Market Services (Pty) Ltd
4 Robert Mugabe Avenue, Windhoek
P O Box 2401, Windhoek, Namibia

FORM OF PROXY

FirstRand
NAMIBIA

FirstRand Namibia Limited
(Incorporated in the Republic of Namibia)
(Registration number: 88/024)
NSX Share Code: FNB
ISIN: NA 0003475176
(the Company)

For completion by the registered ordinary shareholders who hold ordinary shares of FirstRand Namibia Limited in preparation for the 2026 annual general meeting of the company taking place on Friday, 16 October 2026 at 14:30 (the annual general meeting).

I/We ....
name in full)

Holder Number .... being the holder(s)

of .... ordinary shares in FirstRand Namibia Limited do hereby appoint:

1 ....
or failing him/her

2 ....
or failing him/her

3. the chair of the annual general meeting, as my/our proxy to act for me/us at the annual general meeting (as the case may be) which will be held for the purpose of considering and, if deemed fit, passing, with or without modification, the resolutions to be proposed thereat and at each adjournment thereof and to vote on such resolution in respect of the shares in the issued capital of FirstRand Namibia Limited registered in my/our name/s in accordance with the following instructions (see note):

Resolutions		Insert an X		
		For*	Against*	Abstain*
Ordinary resolution 1	Approval of annual financial statements for 30 June 2026			
Ordinary resolution 2	Confirmation of dividends			
Ordinary resolution 3	Re-election of directors by way of separate resolutions:			
	3.1 Samantha Lee Balsdon (non-executive director)			
	3.2 Markus Johannes Lubbe (independent non-executive director)			
Ordinary resolution 4	Vacancy filled by director during the year by way of separate resolutions:			
	4.1 Conville Raymond Britz (non-executive director)			
Ordinary resolution 5	Appointment of audit and risk committee members			
	5.1 Markus Johannes Lubbe			
	5.2 Emile van Zyl			
	5.3 Conville Raymond Britz			
Ordinary resolution 6	Re-appointment of external auditors and authority to determine their remuneration			
Ordinary resolution 7	Non-executive director remuneration			
	7.1 Approval and ratification of the remuneration of the non-executive committee members for the 2026 financial year			
	7.2 Approval of the non-executive director remuneration for the 2027 financial year			
Ordinary resolution 8	Approval of the reward philosophy and principles policy			
Ordinary resolution 9	Authority to sign documents			

* *Please indicate your voting instruction by way of inserting the number of shares or by a cross in the voting box provided. A cross is deemed to represent all shares held by the holder.*

Signed at .... this .... day of 2026

Signature ....

Assisted by me *(where applicable) (State capacity and full name)* ....

Each shareholder is entitled to appoint one or more proxy(ies) (none of whom need be a shareholder of the company) to attend, speak and, on a poll, vote in place of that shareholder at the annual general meeting.

Notes:

A shareholder may insert the name of a proxy or the names of two alternative proxies of the shareholder's choice in the space/s provided, with or without deleting "the chair of the annual general meeting", but any such deletion must be initialled by the shareholder. The person whose name stands first on the form of proxy and who is present at the annual general meeting will be entitled to act as proxy to the exclusion of those whose names follow.

A shareholder is entitled to one vote on a show of hands and on a poll one vote in respect of each share held. A resolution put to the vote shall be decided by a show of hands unless, before or on the declaration of the results of the show of hands, a poll shall be demanded by any person entitled to vote at the annual general meeting.

1. Please insert an "X" in the relevant spaces according to how you wish your votes to be cast. However, if you wish to cast your votes in respect of a lesser number of shares than you own in the company, insert the number of ordinary shares held in respect of which you wish to vote. Failure to comply with the above will be deemed to authorise the proxy to vote or to abstain from voting at the annual general meeting as he/she deems fit in respect of the member's votes exercisable thereat. A shareholder or the proxy is not obliged to use all the votes exercisable by the shareholder or by the proxy, but the total of the votes cast and in respect whereof abstention is recorded may not exceed the total of the votes exercisable by the member or by the proxy.
2. Forms of proxy must be received at the company's transfer secretaries, NSX Financial Market Services (Pty) Ltd, 4 Robert Mugabe Avenue (entrance on Dr. Theo-Ben Gurirab Street), Windhoek (PO Box 2401) Windhoek, Namibia by no later than 15:00 on Wednesday, 14 October 2026. Alternatively, forms of proxy may be sent to the company's transfer secretaries by way of email (fms-ts@nsx.com.na), provided that such emails are received by the transfer secretaries by no later than 15:00 on Wednesday, 14 October 2026.
3. The completion and lodging of this form of proxy will not preclude the relevant member from attending the annual general meeting and speaking and voting in person thereat to the exclusion of any proxy appointed in terms hereof.
4. Documentary evidence establishing the authority of a person signing this form of proxy in a representative capacity must be attached to this form of proxy unless previously recorded by the company's transfer secretaries or waived by the chair of the annual general meeting.
5. Any alteration or correction made to this form of proxy must be initialled by the signatory/ies.
6. A minor must be assisted by his/her parent or guardian unless the relevant documents establishing his/her legal capacity are produced or have been registered by the transfer secretaries of the company.
7. The chair of the annual general meeting may reject or accept a form of proxy which is completed and/or received, other than in accordance with these notes, if the chair is satisfied as to the manner in which the member wishes to vote.
8. Where there are joint holders of ordinary shares:
   i. any one holder may sign the form of proxy; and
   ii. the vote of the senior (for that purpose, seniority will be determined by the order in which the names of the member appear in FirstRand Namibia Limited's register of members) who tenders a vote (whether in person or by proxy) will be accepted to the exclusion of the vote/s of the other joint shareholder/s.

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www.firstrandnamibia.com.na