

Annual Report Questionnaire – Equity and Hybrid Issuers

Issuer Name Trustco Group Holdings Limited

Financial year 31 August 2021

JSE LR REF	SUMMARY [Primary Listings – Mainboard and AltX]	State reference/ Page number.
1.20	<p><u>Annual Revision of List</u> Did the issuer submit its Schedule 2 Form D1 declaration for the date of audited year-end results pursuant to paragraphs 3.19 and 3.21(a) of the Listings Requirements; noting where it applies any non-compliances during the review period?</p>	Submitted on 31 January 2022
13.49(d) and 13.56	<p><u>REIT and CISIP's compliance declarations</u></p> <p>(i) For REIT approved issuers please note that in addition to Schedule 2 Form D1 a REIT Compliance declaration must be submitted pursuant to provision 13.49(d) within (four) months of financial year end; and</p> <p>(ii) For CISIP's a compliance declaration pursuant to paragraph 13.56 must be submitted within (four) months of the issuer's financial year end.</p>	Noted – N/A
16.21(g) Appendix 1 to section 11	<p><u>Periodical returns: Electronic submission</u> Issuer's must submit to the JSE the annual compliance report prepared pursuant to section 13G(2) of the BEE Act, unless an exemption can be provided to the JSE and also publish the availability announcement were such report can be found in the issuer's website.</p>	Not applicable as Trustco is a Namibian entity.
Reporting restatements Practice Note 3/2017	<p><u>How to report a restatement</u> Instead of communicating the restatement notification to the JSE via e-mail, the notification must be produced to the JSE when submitting the annual financial statements and annual compliance certificate through WEBSTIR.</p>	Noted
3.84(a) Exemption For SPAC see 4.39(a)	<p><u>Policy on balance of power and authority</u> Is there a clear balance of power and authority policy at board of directors' level? Annual Report</p>	Yes – majority of the board are non-executive and

		majority of non-executives are independent. Ref page 18-21 and page 39 of the IAR.
3.84(b) Exemption For SPAC see 4.39(a)	CEO and chairman roles Is the role of CEO & Chairman held separately? If the Chairman is not independent and non-executive, does your company have a lead independent director? Annual Report	The positions are separate– Ref page 18-21 and page 39 of the IAR.
3.84(c) Audit Committee	Board committees Did your company disclose a brief mandate of the committee, the composition of the committee*, meeting attendance, and other relevant information? Annual Report NB: apply and explain basis.* committee must comprise at least three members	Mandate – page 43 of IAR Composition – page 43 of IAR Attendance – page 44 of IAR.
3.84(c) Remuneration Committee	Did your company disclose a brief mandate of the committee, the composition of the committee*, meeting attendance and other relevant information? Annual Report NB: apply and explain basis.* committee must comprise at least three members	Mandate – page 44 of IAR Composition – page 44 of IAR Attendance – page 44 of IAR.
3.84(c) Social and Ethics Committee	Did your company disclose a brief mandate of the committee, the composition of the committee*, meeting attendance and other relevant information? Annual Report NB: apply and explain basis.* committee must comprise at least three members	Mandate – page 45 of IAR Composition – page 45 of IAR Attendance – page 45 of IAR

3.84(d)	<p><u>Brief CVs of directors standing for election/re-election</u></p> <p>Where is the brief CV's of the directors standing for election or re-election disclosed in the Annual Report? (in relation to Main Board issuers, such election or re-election may not take place at a meeting contemplated in Section 60 of the Act)</p>	Ref in AGM Notice, page 205
3.84(e)	<p><u>Categorisation of directors capacity</u></p> <p>Have the directors been categorised as per the listings requirements? Where is this disclosed in the Annual Report?</p>	Yes –Ref page 18`-21 of the IAR.
3.84(f)	<p><u>Executive financial director</u></p> <p>Did the issuer appoint a full time executive financial director? If dispensation was granted for a part-time, please indicate otherwise.</p>	Yes – fulltime FD appointed –Ref page 41 of the IAR.
3.84(g) Audit Committee responsibilities	<p><u>Audit committee confirmations</u></p> <p>Did the audit committee:</p> <ul style="list-style-type: none"> (i) consider the expertise and experience of the financial director; (ii) ensure that appropriate financial reporting procedures exist and are working g, which should include consideration of all entities included in the consolidated group IFRS financial statements, to ensure that it has access to all the financial information of the issuer to allow the issuer to effectively prepare and report on the financial statements of the issuer; Applies to issuers with a yearend on or after 31 December 2020. (iii) report back on its responsibilities pursuant to paragraph 22.15(h); and (iv) ensure that the appointment of the auditor is presented and included as a resolution at the annual general meeting pursuant to section 61(8) of the Companies Act? Annual Report 	(i) Page 89 of IAR (ii) Page 89 of IAR (iii)Page 89 of IAR (iv) – Page 205 of the IAR, in notice of AGM –
3.84(h)	<p><u>Company Secretary</u></p> <p>Did the board of directors of the issuer consider and satisfy itself on the competence, qualifications and experience of the company secretary? Annual Report</p>	Page 41-42 of IAR
3.84(i) Also Applies to AltX Issuers per 21.5(ii)	<p><u>Broad diversity Policy</u></p> <p>Did the board of directors or the nomination committee adopt a broad diversity policy (gender, race, culture, age, field of knowledge, skills and experience), agree on voluntary targets, and report on those voluntary targets? Annual Report</p> <p>Applies to issuers with a yearend on or after 31 December 2020.</p>	Page 42 of IAR
3.84(j) Also Applies to AltX	<p><u>Resolutions on Remuneration policy and Implementation report</u></p> <p>Was the remuneration policy and implementation report tabled for a separate non-binding advisory votes by</p>	Yes – Ref on page 206 and 207 in

Issuers per 21.5(ii)	shareholders of the issuer at the AGM? The remuneration policy must record the measures that the board of directors of the issuer commits to take in the event that either the remuneration policy or the implementation report, or both, are voted against by 25% or more of the votes exercised. Annual Report	AGM notice and page 66-79 of the IAR.
3.84(k) Also Applies to AltX Issuers per 21.5(ii)	<u>CEO & Financial Director Confirmation</u> Did the CEO and FD sign off on the responsibility statement pursuant to paragraph 3.84(k) of the JSE LR? <i>Applies to issuers with a yearend on or after 31 December 2020.</i>	Yes - Ref to page 90 of IAR
8.62(a)	<u>Minimum contents of annual financial statements</u> Have the annual financial statements been drawn up in accordance with the national law applicable to the company?	Yes – Ref to page 4 & 85 of IAR
8.62(b)	Have the annual financial statements been prepared in accordance with IFRS and SAICAFRG (dual listings and listings by overseas companies refer to Section 18)?	Yes – Ref to page 4 & 5 & 88 of IAR
8.62(c)	Have the annual financial statements been audited in accordance with International Standards on Auditing (overseas companies in accordance with national auditing standards acceptable to the JSE or International Standards on Auditing)?	Yes – Ref to page 4-5 & 88 of IAR
8.62(d)	If the listed company has subsidiaries are the annual financial statements presented on consolidated basis?	Yes - Ref to page 96
8.62(e)	Do the annual financial statements fairly present the financial position, changes in equity, results of operations and cash flows of the group?	Yes – Ref to page 4-5 & 90 of IAR
8.63(a) AltX 21.5(i)-(ii)	<u>Corporate governance (incl..AltX)</u> Was the following disclosed with respect to Corporate Governance: (i) application of the King Code, (ii) the implementation of the King Code;(ii) a narrative of the non-binding advisory votes pursuant to 3.84(k) dealing with who the issuer engaged with , the manner and form of engagement and the nature and steps to address those objections? Annual Report	Yes - Ref to page 42 & 67 of IAR

	<p>AltX: 21.5:</p> <p>The following provisions regarding corporate governance apply:</p> <p>(i) Application of the King Code disclosure and application regime to the principles set out in Part 5.3, Governing Structures and Delegation of the King Code;</p> <p>(ii) Paragraphs 3.84(g), (h), (i), (j) and (k); and;</p>	
8.63(b)	<p><u>EPS/HEPS Reconciliation</u></p> <p>Was an itemised reconciliation between HEPS and EPS been disclosed in the Annual Financial Statements? (<i>secondary listings see 18.20(c)</i>)</p>	Yes
8.63(c)(i)(ii)	<p><u>Directors interests disclosure</u></p> <p>Did the issuer disclose the aggregate of directors' interests (direct and indirect) including comparative figures for the previous year? See also [3.83(a)] and;</p> <p>Was a statement disclosed whether there was <i>changes or not</i> between the end of the financial year and date of approval of Annual financial statements?</p>	Yes – Ref to page 201 of IAR
8.63(d)	<p>Disclosure of information as set out in Paragraphs 3.4(b) (vi), 3.43, 3.59, 3.79 and 4.23(b):</p> <p>Annual Financial Statements?</p>	<p>3.4(b)(vi) not applicable</p> <p>3.43 – yes page 189</p> <p>3.59 – 37</p> <p>3.79 – N/A</p> <p>4.23(b) – N/A</p>
	<p><u>Trading statement Measure</u></p> <ul style="list-style-type: none"> 3.4(b) (VI) Was the Trading Statement Relevant Measure Adoption Confirmed? (i.e. HEPS, NAVPS, Distribution) 	N/A
	<p><u>Shareholder spread</u></p> <p>3.43 Did the issuer disclose as defined by par.4.25-4.27:</p> <p>(i) the no. of public security holders</p> <p>(ii) the % securities holdings class held by public and non-public securities holders; and (iii) Non-public securities holders'</p>	Yes - Ref to pages 198-199 of the IAR

	<i>analysis in terms of par.4.25-4.27. Applies to issuers with a year end on or after 31 December 2020</i>	
	<p>Board changes</p> <ul style="list-style-type: none"> • <i>3.59 board changes which occurred during the reporting period</i> 	Yes - Ref to page 41
	<p>Auditor changes</p> <ul style="list-style-type: none"> • <i>3.79 Reasons why the External Auditor's services was terminated or why it resigned</i> 	N/A
	<p>Unlisted Securities</p> <ul style="list-style-type: none"> • <i>4.23(b)disclosure of unlisted securities, detailing the no. and status thereof</i> 	N/A
8.63(e)	<p>Major shareholders: Has any shareholder interested in 5% or more in any class, whether directly or indirectly beneficially, been disclosed in the Annual Financial Statements?</p>	Yes - Ref to page 200 of IAR
8.63(f); Schedule 14.3 (e) & 14.8	<p>Share Incentive Schemes: If your company has any share schemes in operation, was any adjustment made in accordance with paragraph 14.3 disclosed together with the summary in its annual financial statements of (i) the number of securities used for the purposes of the scheme (ii) any changes in such number during the period and (iii) the balance of securities at the end of the financial year?</p>	N/A
8.63(g)	<p>Profit forecasts: Has your company issued any profit forecasts? If so, where the results have differed by 10% or more from those profit forecasts has an explanation been given in the Annual Financial Statements?</p>	N/A
8.63(j)	<p>Issues for cash: If your company has issued any shares for cash under the general or specific authorities, has the relevant disclosure been made in the Annual Financial Statements?</p>	N/A
8.63(k)	<p>Directors Emoluments: Have the director's emoluments been disclosed in the Annual Financial Statements in the matter as set out in the paragraph 7.B.7 of the Listings Requirements?</p>	Yes - Ref to page 78- 79 and 172 of the IAR
8.63(l)	<p>Mineral Resources and Mineral Reserves:</p>	N/A

	Was Mineral resources and mineral reserves information (<i>mineral companies</i>) disclosed as per paragraph 12.13 in the Annual Report ?	
8.63(m), 13.37 13.18 & 13.19 Property Companies Information	<p><u>Property Companies Information:</u></p> <p>Information on the property portfolio as a whole:</p> <p>(a) a geographical profile, by rentable area and by revenue;</p> <p>(b) A sectoral profile (showing existing use), by rentable area and by revenue. This sector profile should at a minimum distinguish between the following sectors: industrial, office, retail, residential, hotels and specialised sectors such as healthcare facilities, timber properties and auto dealerships;</p> <p>(c) a tenant profile, based on existing leases, graded as: “A”: large national tenants, large listed tenants, government and major franchisees; “B”: national tenants, listed tenants, franchisees, medium to large professional firms; and “C”: other; and should include a definition of: what the issuer regards as large and major for category A; medium to large in category B; and should quantify the number of tenants included in category C;</p> <p>(d) a vacancy profile, by sector by rentable area;</p> <p>(e) a lease expiry profile, based on existing leases, by revenue and by rentable area per sector;</p> <p>(f) the weighted average rental per square metre by rentable area per sector;</p> <p>(g) a weighted average rental escalation profile, based on existing leases, by rentable area and by sector; and</p> <p>(h) The average annualised property yield.</p>	N/A
Property Companies Information	<p>13.19 Additional information for each specific property in the portfolio:</p> <p>(a) its location;</p> <p>(b) the rentable area of the property, by sector;</p> <p>(c) The weighted average rental per square metre for the rentable area. In the case of single-tenant buildings, the issuer may present this figure as the weighted average rental per square metre for the total rentable area, for all of the single tenant buildings;</p>	N/A
8.63(n)	<p><u>Investment trust entity:</u></p> <p>For an investment trust entity was the information set out in paragraph 15.6 disclosed in the Annual Financial Statements?</p> <ul style="list-style-type: none"> • <i>Paragraph 15.5 information must be disclosed.</i> 	N/A

8.63(0)	Repurchased equity securities: Where in the Annual Financial Statements has the company addressed disclosure in respect of repurchases?	Ref to Page 167 of the IAR
8.63(p)	Restrictive funding arrangements: If your company has restrictive funding arrangements where have you disclosed the details in the Annual Financial Statements ?	N/A
8.63(q)	The disclosure (<i>in the annual financial statements</i>) referred to in paragraph 3.84, 13.39 and 13.46(a) to (h): 13.39 Any valuation report prepared for the purposes of IFRS or paragraph 13.38 must be prepared: (a) by a registered valuer; (b) on the entire portfolio on a rolling basis every 3 years and the directors must confirm in the annual report that there have been no material changes to the information used and assumptions applied by the registered valuer; or (c) Annually, if the information used and assumptions applied by the registered valuer has changed materially.	Requirements in terms of 3.84 disclosed above 13.39 and 13.46(a) to (h) not applicable
8.63(r)	Compliance with applicable laws: A narrative on compliance with paragraph 7.F.6. dealing with compliance with the laws of establishment and the MOI of the applicant issuer;	Page 5 & 90 of IAR
8.63(s)	Material Risks The disclosure of material risks, which may be incorporated via a weblink to the website of the issuer;	N/A
8.64	Auditors report on non-compliances: Where there is non-compliance with 8.63(b) to (k) or (m) or (p), has the auditor modified the audit opinion?	N/A
12.13	Compliance Declaration Did the issuer submit its declaration confirming that the minimum contents of the annual report have been complied with pursuant to paragraph 12.13 of the JSE Listings Requirements? (<i>NB. Please note that this is a separate written submission which must be submitted by the Issuer confirming compliance</i>)	N/A

Secondary and dual listings

LR REF	SUMMARY [Secondary listings – Mainboard and AltX]	State reference/ Page number.															
18.20(a)	(Secondary listings) Do the annual financial statements state whether the primary and secondary listings are situated?	N/A															
18.20(c)	(Secondary listings) Must disclose HEPS and diluted HEPS and itemized reconciliation	N/A															
18.20(d)	(Secondary listings) Its year end results must be prepared and published in compliance with the acceptable accounting frameworks of its primary exchange	N/A															
18.21 & 18.22	<p>Wherein the applicant issuers its listed on an exchange not approved* by the JSE, it must submit its annual compliance certificate, details of volumes and value of securities traded (over the previous 24 months) on all exchanges in which it is listed pursuant to Form D1, and paragraphs 3.19 and 3.21(a) of the Listings Requirements?</p> <p>For illustrative purposes only 18.22 information:</p> <table border="1" data-bbox="309 788 1850 1161"> <tbody> <tr> <td data-bbox="309 788 651 911">Total volumes JSE</td> <td data-bbox="651 788 965 911">JSE volume as a percentage of (Total for JSE and Other exchanges)</td> <td data-bbox="965 788 1229 911">Total value JSE</td> <td data-bbox="1229 788 1556 911">JSE value as a percentage of (Total for JSE and Other exchanges)</td> <td data-bbox="1556 788 1850 911"></td> </tr> <tr> <td data-bbox="309 911 651 1070">Total volume (other exchanges)</td> <td data-bbox="651 911 965 1070">Other exchanges volume as a percentage of (Total for JSE and Other exchanges)</td> <td data-bbox="965 911 1229 1070">Total value* (other exchanges)</td> <td data-bbox="1229 911 1556 1070">Other exchanges value as a percentage of (Total for JSE and Other exchanges)</td> <td data-bbox="1556 911 1850 1070">*value must be expressed in common currency (apply the applicable conversion currency rate)</td> </tr> <tr> <td data-bbox="309 1070 651 1161">Total volumes for JSE and Other exchanges</td> <td data-bbox="651 1070 965 1161">Total percentage volume for JSE and Other exchanges</td> <td data-bbox="965 1070 1229 1161">Total value for JSE and Other exchanges</td> <td data-bbox="1229 1070 1556 1161">Total percentage value for JSE and Other exchanges</td> <td data-bbox="1556 1070 1850 1161"></td> </tr> </tbody> </table>	Total volumes JSE	JSE volume as a percentage of (Total for JSE and Other exchanges)	Total value JSE	JSE value as a percentage of (Total for JSE and Other exchanges)		Total volume (other exchanges)	Other exchanges volume as a percentage of (Total for JSE and Other exchanges)	Total value* (other exchanges)	Other exchanges value as a percentage of (Total for JSE and Other exchanges)	*value must be expressed in common currency (apply the applicable conversion currency rate)	Total volumes for JSE and Other exchanges	Total percentage volume for JSE and Other exchanges	Total value for JSE and Other exchanges	Total percentage value for JSE and Other exchanges		N/A
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Total volumes for JSE and Other exchanges	Total percentage volume for JSE and Other exchanges	Total value for JSE and Other exchanges	Total percentage value for JSE and Other exchanges														
18.37	(Dual listings) Have common accounting policies been used?	N/A															
18.38	(Dual listings) Have the annual financial statements been prepared on an aggregated basis and in accordance with IFRS?	N/A															

Form I1
***Approved Exchanges**

Main Board

1	The Australian Securities Exchange
2	The London Stock Exchange
3	The NYSE
4	The Toronto Stock Exchange
5	The Nasdaq Stock Market
6	Euronext Amsterdam
7	Euronext Brussels
8	Frankfurt Stock Exchange
9	Luxembourg Stock Exchange
10	SIX Swiss Exchange.

AltX

An exchange which is -

- a member of the World Federation of Exchanges; or
- an approved exchange.