

United Nations Global Compact CEO Water Mandate Communication of Progress for 2016

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Nedbank Group signed up to the CEO Water Mandate in March 2011. This is therefore the group's sixth Communication of Progress. It is intended to fulfill the annual reporting requirements of our commitment to the UN CEO Water Mandate and discloses the group's progress against the six principles contained therein. Much of the information contained in this report has also been disclosed in the Nedbank Group Integrated Report 2016 or the Sustainability Review 2016 – Both these reports can be accessed on the Nedbank Group website www.nedbank.co.za.

1. Commitment to the UN Global Compact & CEO Water Mandate

Letter from Chief Executive

Attention: United Nations Global Compact Office

March 2017

Nedbank Group - continued commitment to the United Nations Global Compact

As Chief Executive of Nedbank Group, I reaffirm our commitment to the United Nations Global Compact and the 10 principles that underpin it. In addition, as a Group, we remain a signatory to the Equator Principles and the CEO Water Mandate and we continue to support the UNEP FI Positive Impact working Group.

These commitments form an important part of our overall sustainability journey as we align our core business to deliver on our purpose – to use our financial expertise for the good of individuals, families, businesses and society.

We are proud to support the work undertaken by the UNGC, cognisant of the important role that the private sector plays in this.

Yours sincerely

Mike Brown Chief Executive Officer Nedbank Group

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2 Introduction to Nedbank Group

Nedbank Group is one of Africa's largest banking groups. We are a JSE listed Top 40 company with our ordinary shares listed on the JSE since 1969 and on the Namibian Stock Exchange since 2007. Our market capitalisation was R118bn as at 21 December 2016 and headline earnings at R11,5bn. Old Mutual plc is our major shareholder, with a 54% ownership of the group. We are also Africa's first and only carbon neutral bank and have been so since 2010.

We are a diversified financial services provider offering a wide range of wholesale and retail banking services as well as insurance, asset management and wealth management solutions. We employ a staff compliment of 32 401.

SA is our primary market and we are expanding across the rest of Africa. Outside of SA, we operate in six countries in the Southern African Development Community (SADC) and East Africa regions, through subsidiaries and banks in Lesotho, Malawi, Mozambique, Namibia, Swaziland and Zimbabwe, and we have representative offices in Angola and Kenya. In West and Central Africa we have a strategic alliance with ETI this includes a shareholding of 21,2%.

Outside Africa we have a presence in key global financial centres to provide international financial services for SAbased multinational and high-net worth clients in Guernsey, Isle of Man, Jersey and London and we have a representative office in Dubai.

3 Overview of Water in South African Context

The state of water in South Africa has long been a cause for concern with this concern exacerbated in the last year with recurring themes of shortages and access challenges. This is compounded by the fact that South Africa is the world's 30th driest country, a situated in a region where rainfall received is far below the levels required. As a result South Africa is classified as 'water stressed' and its current inability to provide sufficient freshwater has negatively impacted on urban users as well as agriculture and other key sectors in the economy. 'The link between water and security is undeniable. Where fresh water is available, accessible, and well-managed, biodiversity can be sustained, economies can grow, and communities can thrive. Yet when fresh water is compromised, life as we know it breaks down and can lead to social disruptions and conflict that further degrade the environment. Failure to address these issues puts people and nature at risk' (WWF SA, 2017).

Despite an increase in rainfall in 2016 in some parts of the country, seven of our nine provinces were declared drought disaster areas. According to Department of Agriculture, Forestry and Fisheries, the 2016 drought is recorded as one of the worst to ever hit South Africa, and its effects on the country's economy have been severe, pushing food prices up due to crippled key crops, like maize– the country's staple food.

4. Responding to Environmental Risks and Opportunities

Nedbank Group acknowledges the risks posed by climate change and the interrelatedness of water, food and energy security. In line with group's philosophy of effectively managing risk and harnessing the opportunities it presents, climate change is approached from the dual perspective of limiting its impact on stakeholders, while unlocking any potential benefits.

Key risk	Impacts	Responses and opportunities
Energy security	 Economic challenges Political uncertainty Resource instability Price increases 	 Nedbank has been carbon neutral for 7 years and we continue to drive energy efficiency within our operations in line with our reduction targets. Given the country's energy challenges the development of a viable and efficient renewable-energy sector is a fundamental cornerstone of a thriving economy. In 2016 Nedbank reached the commercial operation date for 18 projects across round 1 and round 2, totalling 1162 megawatts (MW). As a result of our continuous involvement in the REIPPP Programme, we have maintained our status as a leading bank in the support and enabling of renewable energy delivery of 3 462 MW, retaining our participation market share of more than 50% of total market-awarded renewable energy capacity. Based on the realisation that the next wave of renewable –energy investment in SA would be in corporate and industrial space, Nedbank established its Embedded Generation (EG) business unit in 2016, looking at supporting government as set out in the draft IRP (Integrated Resource Plan), environmental stewardship and facilitating continued growth of the renewable-energy industry.
Water security	 Health risks Reduced crop yields/food shortages Economic stagnation and decline Water restrictions Price increases 	 Our water strategy is 3 pronged, focusing on water quality, quantity and access. Below is evidence of projects that support this strategy: Quantity and Quality: We have invested in the WWF-SA Water Balance Programme, which is aimed at clearing alien vegetation at key water catchment areas around the country. In 2016, Nedbank renewed its commitment to supporting the programme with a further pledge of R3m for the next three years, adding to R9m invested in 2011. This second contract phase will ensure that the land already cleared of invasive species remains so through regular maintenance and adds a new element of restoration to the alien clearing work. As at 2016, results achieved are extremely pleasing with 445 ha (2015: 441 ha) of alien vegetation being cleared, over 915 500 kl (2015: 915 000 kl) of water released back into the country's water catchments, while also creating over 24 000 workdays in the form of employment for the community members.
		 Quantity and Quality: We advocate for behaviour change in our staff base. In 2016 we ran a campaign on climate action. This was to highlight awareness on the impact of our daily carbon footprint and the difference we can make through being climate activists in the home and at work. Responsible water usage was also a key part of staff communications. In previous years, we had a food security campaign, teaching staff how to waste less and have a positive impact on the environment and our precious natural resources. Quantity and Quality: Nedbank Group has a Social and Environmental Management System (SEMS) to help us manage the related risk in our lending book. SEMS details the policies, procedures, resources and workflow needed to identify and assess the

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		 environmental and social impacts of our lending activities, water is a key part of this. It allows us and our clients to measure alignment with accepted environmental and social standards and legal compliance, and addresses any challenge or shortcoming that might otherwise have hindered their business progress or placed our business at undue risk. It is therefore a core element in our ongoing commitment to improving sustainability in partnership with our clients and other stakeholders. SEMS tool has proved invaluable in its ability to provide us and our clients with an independent review of risk and compliance, thereby enabling sustainable lending decisions and even helping clients refine their plans or projects to meet higher sustainability standards. The risk assessment tool includes full evaluation of Environmental issues (air pollution, water pollution, solid and hazardous wastes, noise, site health and safety, chemical hazards and emergency management) and resource utilisation (water, construction material, etc.). Access: Through partnership with Gift of Givers Foundation, we provided over R1,25m in drought relief and water provision. Our support included working capital for clients and donations for boreholes, animal feed, water storage tanks, Jojo tanks and bottled water in some of the driest parts of SA such as Free State, Northerm Cape and North West. In addition we fund large water infrastructure through our Nedbank Capital team. In 2016, we were joint lenders in the Befesa Desalination Plant in Ghana, helping to treat seawater, transform it into drinkable water for the people of Ghana. The Lifestraw Water Filtration project is one of the projects that benefit from Nedbank's purchase of the carbon offsets needed to maintain our carbon neutral status. Nearly 900 000 water filtration devices have been distributed in Kenya. These device can last for years and have
Food security	 Economic decline Health risks Food shortages Price increases Land use change Social unrest 	 given people access to clean drinking eater. Given the importance of sustainable agriculture for SA's future, we have partnered with the WWF-SA in its Sustainable Agriculture Programme to gain a better understanding of the challenges it faces and to develop workable, sustainable solutions. As a developing country, SA depends heavily on agriculture for its economic and social development. For SA, farming is not just the process of growing crops or raising livestock. It is the lifeblood of our economy, creating hundreds of thousands of jobs, feeding millions of people, producing raw materials for manufacturing and construction, and even attracting vital tourism to our shores. So it is essential that we protect, nurture and develop sustainable agriculture practices along the whole food production and consumption value chain. Against this backdrop, in 2012 we furthered our existing commitment to sustainable Agriculture Programme. Given the results achieved in a relatively short time, the partnership was renewed in 2015 and will continue until 2018. We have committed a further R10m to the programme, over and above the R8,3m we initially invested for the first three years. The end goal of the WWF-SA Sustainable Agriculture Programme is to promote innovation to solve key resource challenges, be it for water, energy or soil, and to maintain a healthy natural resource base that farmlands depend on. To do this the programme works with farmers, consumers and government with a view to ensuring SA can maintain healthy, functioning ecosystems on its farmlands. This would require the implementation of proven

	 sustainable production practices, especially in the five key sectors of fruit, wine, dairy, beef and sugar farming. Importantly, the programme is not just supporting farmers and helping them become more sustainable in what they do. Through this programme we are able to access the expertise of WWF SA agricultural team. This has benefited our clients and our own agricultural teams as they are regularly exposed to best practice for sustainable agriculture, helping with farming operations and also helping Nedbank with risk exposure in this key sector.
	 Key successes include work with the sugar cane industry, particularly the Midlands area of KZN where rapid implementation of sustainable sugar farm management systems have taken place, protecting key wetlands and river systems. WWF-SA has also initiated a small holder support programme which promotes training and extension support in models for agro ecological farming practices, the aim of this programme is to assist smallholder
	 farmers to adapt to rapidly changing climate, minimising their vulnerability and risks and improving yields. We have a team of regional agricultural specialists that works closely with our country's farmers and adopts a proactive approach to identifying clients impacted by the drought and then engaging with them to find a solution. Each case is treated on its own merit as circumstances vary from client to client and region to region.
	 In 1990 Nedbank Group created a partnership with WWF-SA through the WWF Nedbank Green Trust as an innovative and sustainable way to raise funds in support of environmental causes. The WWF Nedbank Green Trust's mission is to bring together environmental and social sustainability. The trust funds projects in climate change, freshwater conservation, marine conservation, the preservation of outstanding places, the conservation of species of special concern and conservation leadership. Since the inception, Nedbank has invested a total of more than R237 m supporting more than 200
In addition to the specific responses and ini	environmental causes. tiatives outlined above, a large percentage of the corporate social investment

(CSI) activities undertaken by the Nedbank Foundation are focused on addressing the direct and indirect social and environmental impacts of food, water and energy security. Details of some of these projects are provided in the 2016 Sustainability Review available on www.nedbank.co.za.

5 Meeting the Commitments to the CEO Water Mandate: Direct Operations

Strategic Approach: To be a sustainable business we need to operate within the confines of environmental limits while meeting social needs. While this implies that there are things we need to do less of, it presents an incredible opportunity to develop new solutions that can benefit the broader environment, our clients and the bank.

In 2016 we retired our own Long-term Goals, (refer to 2015 CEO Water Mandate report) to align our focus with the SDGs. The SDGs address socioeconomic and environmental issues, and their interplay, addressing them through our core business will also enable other desirable outcomes, including improved food security, greater resource efficiency, less divided communities and more sustainable societies

Our strategic response to the SDGs, includes Fair Share 2030 which looks to harnesses the full suite of our business and investment capabilities to help meet the societal needs of SA going forward.. It is a strategic enabler of our group's purpose to use our financial expertise to do good for individuals, families, businesses and society

In 2016 we managed R2, 3bn (2015: R1, 8bn) of new lending, enabled by the Fair Share 2030 strategy. The outcome of our lending provided much-needed student accommodation across the country and supported the rollout of additional embedded energy installations. It also provided opportunities for the bank to learn more about sustainable development finance as a driver of value in tough economic times, within a limiting regulatory environment. The focus on using finance to address water challenges continues to be a focus.

Operational Targets: We have set ambitious reduction targets to limit the impact of our operations on the environment. These reduction targets clearly specify the carbon emissions and resource usage levels to which we aspire as a group and use to guide behaviour at a group, cluster, business unit, team and individual level. As such, the targets are integrated into all performance reviews, which ensures that our staffmembers are aware of the important role they have to play in helping to limit the impact of our operations on the environment. Nedbank measures actual water consumption (in owned and managed buildings) against our water intensity reduction target and progress reports to the Group Transformation, Social and Ethics Committee, a sub-committee of the Nedbank Group Board. The water data and supporting information is reported annually in the Nedbank Group Integrated Report and the Sustainability Review. The data is also externally and independently assured as part of the Deloitte and KPMG assurance of the report.

Our water target was a 6% reduction by the end of 2016 based on 2011 levels or consumption of 15,01 kl per FTE. Water consumption decreased despite a number of new buildings being added to the campus building portfolio. In 2016 the consumption level was 15,78 kl per FTE, which slightly exceeds the end-of-2016 target of 15,01 kl per FTE. As the 2016 target has not been met, the target will remain in place for 2017. In our 2015 reported, the result was a consumption level of 16,31 kl per FTE (2014: 14,78 kl per FTE) or a 8,45% increase to 319 801 kl (2014: 294 873 kl).

In 2016 total water consumption across all campus sites decreased by 1,10% to 316 278 kℓ (2015: 319 801 kℓ). A larger decrease was hoped for, but this did not materialise as the scope of reporting (amount of occupied floor space and number of employees) increased. We continue to invest significantly into the monitoring and maintenance of our water infrastructure. Water leaks typically demand immediate action and cannot be fully prevented by proactive means. Often the only way of identifying a water leak is through meter readings, which means that substantial volumes can be lost before a leak is noticed. Our employees play a vital role in our water reduction efforts and we continue to invest in raising awareness and educating our staffmembers on ways in which they can help us save water using campaigns and ongoing communications.

Water-Saving initiatives

Nedbank advocates behavioural change in our staff base. The following campaigns and activities were used in 2016 to drive staff awareness on the importance of water conservation:

- Water Awareness: To create staff awareness around the state of water in SA and what they can do to use water effectively.
- Ongoing communication on Nednews on all water and sustainability related activities and the role staff has to play to combat the climate change and water shortage challenge.

We have invested R12 m in the WWF-SA Water Balance Programme, which is aimed at clearing alien vegetation at key water catchment areas around the country. In 2016, Nedbank renewed its commitment to supporting the programme with a further pledge of R3m for the next three years, adding to R9m invested in 2011. This second contract phase will ensure that the land already cleared of invasive species remains so through regular maintenance and adds a new element of restoration to the alien clearing work.

Water Risks: Nedbank is dependent on its clients being able to access banking services with ease. The physical impacts of climate change have the potential, in extreme circumstances, to affect our ability to service our clients. Our climate change strategic plans take account of this potential physical risk and provide for action plans (Business Continuity and Disaster Recovery) for the medium term (3-5 years). Nedbank has already experienced incidences of branch closures due to unstable energy supply/blackouts, water restrictions in certain areas and even extreme weather events such as flooding. The Nedbank risk management processes and Business Continuity and Disaster Recovery Plans are designed to identify and address such potential physical impacts of climate change on our business processes and premises. The Nedbank business continuity management policy and programme addresses physical risks on a site specific as well as regional basis.

Lending: We are committed to directing a significant portion of our lending to accelerate decarbonisation of the SA economy at a rate that is commensurate with the national carbon budget (SA's equitable share of the global commitment to avoid a 2 °C average surface temperature rise). In this regard our Fair Share 2030 strategy includes both mitigation and adaptation components and comprises (i) a decarbonising of our lending book in line with the carbon budget trajectory and (ii) an increased flow of lending to sustainable-development finance to enable the provision of modern energy services, clean water and sanitation, etc.

Nedbank Group's Social and Environmental Management System (SEMS) is based on ISO 14001 and International Finance Corporation best-practice guidelines, and details the policy, procedures, responsible and accountable staff, and workflow required to identify and assess the environmental (including water) or social impacts of lending activities undertaken by Nedbank Group. Through the SEMS process Nedbank is able to deepen knowledge of and relationships with clients and it is through this relationship that opportunities are identified and can be leveraged. Nedbank's robust SEMS includes a Social and Environmental Screening that assesses the impact of client activities on water availability and scarcity. We also have a Natural Capital Sector Policy and work closely with WWF South Africa, the United Nations Environmental Programme Finance Initiative Natural Capital Coalition as well as South African National Business and Biodiversity Network to enhance our sector policy, and to constantly find new ways to mitigate water risks.

6 Meeting the Commitments to the CEO Water Mandate: Greening the Supply Chain and Watershed

Management

Nedbank has an obligation to produce the best quality financial solutions and services and deliver these to its clients affordably and conveniently, while at the same time showing a sustainable profit for its shareholders. To this end we consider our suppliers to be vital partners in our business and strive to develop close working relationships with them – not only to ensure seamless value delivery throughout the supply chain, but also to support those suppliers in sustainably growing their own businesses. Preferential procurement policies are designed to maximise our contribution to broad-based business and societal empowerment. In terms of this policy, goods and services can be obtained only from registered suppliers and within clear ethical guidelines.

We continue to engage with our suppliers, with a particular focus on influencing and guiding them in terms of their incorporation of governance, environmental, social and economic sustainability considerations into their operations to drive their own sustainability journeys. These engagements are not a form of policing, but rather afford us an opportunity to deliver on our partnership-driven approach to sustainability effectiveness by sharing our experience and learnings with our suppliers and encouraging similar actions and behaviours within their businesses.

At an environmental sustainability level, we also require our suppliers to complete an environmental questionnaire about the extent to which they have integrated green considerations into their strategies and operations.

7 Meeting the Commitments to the CEO Water Mandate: Collective Action

To maintain open, honest and transparent relationships and to ensure compliance with all legal and regulatory requirements, Nedbank Group plays an active role in facilitating, and contributing to the policy and regulatory developments by feeding comments and suggestions into a variety of industry bodies or directly to the relevant government departments. There are also a number of policies and regulatory developments that the group monitors and contributes to. Many of these policies have an impact on water consumption.

At Nedbank Group we acknowledge that the best way to maximise our positive sustainability impact is through partnerships with like-minded individuals, groups and organisations. We therefore proactively seek out such partnerships across all our stakeholder groups to contribute towards increased awareness and understanding of the sustainable development imperative.

Such partnerships in 2017 included:

- *Biodiversity Guide with Pam Golding and EWT* Produced in collaboration with Pam Golding Properties and the Endangered Wildlife Trust, the guide offers South Africans useful and practical advice on how to protect nature's life-giving biodiversity and save money and water in their gardens, whether these are large estates or small container corners on an apartment.
- Sustainability Institute Nedbank Smart Living Guide- As SA faces increasing environmental challenges, from climate change to pollution and resource depletion, many homeowners want to take action to ensure that their homes contribute towards solutions for a better future, rather than adding to the problem. This comprehensive guide connects all South Africans to the simple choices they can make to help solve our country's environmental challenges in the four key sustainability areas of energy, water, waste and ecosystem health. The guide has been immensely popular and a second edition was released early in 2017.
- Nedbank and Wildlands Partnership Since 2014 Nedbank has partnered with Wildlands, a leading environmental NPO that works in120 communities, supporting over 4 000 green-preneurs to grow 1,2 million trees and collect 4,5 million kilograms of recyclable materials a year. The projects also enable the restoration of land, river, wetland and grassland systems.
- Industry Associations Nedbank Group participates in the UNEP FI Africa Network, the Natural Capital Declaration Task team as well as the Banking Ecosystem Network and Positive Impact Working Group. Nedbank Group is a member of the South African Banking Association's Sustainable Finance Forum which drives the banking industry's engagement with and lobbying of policy-makers. Nedbank Group is also represented on the National Business Initiative's Climate Change Advisory Committee, as well as the Network for Business Sustainability South Africa. We are also represented on the following, National Energy Efficiency Accord, Energy Efficiency Leadership Network Pledge and other related committees, listed on our credentials below, as an embodiment of our deliberate approach to water security and sustainability matters.

8 Meeting the Commitments to the CEO Water Mandate: Community Engagement

We engage communities to create partnerships that serve to facilitate our integrated sustainability activities and to obtain input from environmental experts, communities and nongovernmental organisations (NGOs) regarding key focus areas as well as to create awareness of our integrated sustainability commitment and initiatives.

Partnering to Deliver Drought Relief – Nedbank donated R1.25bn towards drought relief and water provision initiatives. The donations were made either directly or in partnership with organisations such as Gift of the Givers. Our donations contributed to the installation of boreholes in the driest regions of the country, namely the Free State, North West Province and Northern Cape. We contributed towards the installation of 17 boreholes, three water storage tanks and 20 JoJo tanks. The boreholes provide 700 000 *l* of water daily, equating to 21 million litres per month. We have also provided 200 tonnes of animal feed aid and humanitarian assistance in the form of food and hygiene aid, as well as thousands of litres of bottled water through a staff collection campaign. This work augmented the debt restructuring and provision of an additional R100m of working capital that was provided to assisted clients in the agricultural sector weather the effects of the drought.

The WWF Nedbank Green Trust - For 2016 Nedbank Green Affinity donations to the WWF Nedbank Green Trust increased to more than R26,8m (2015: R25,1m). The number of clients with Nedbank Green Affinity products or services continue to grow steadily, with more than 570 000 now contributing to the Green Trust, at no cost to them. One of the key projects funded through this trust is the Water Security for Pongola project, which is a demarcated water source area supplying water to over 2 million users, which includes forestry, farmers (predominantly livestock, sugar cane and fruit), agri-industry, towns and rural communities. Despite the priceless value, the headwaters in Pongola are threatened by unsustainable land use practices including coal mining, which poses a severe water pollution problem. To conserve the headwaters a substantial number of commercial livestock farmers in the region, who farm sustainably as part of the Biodiversity Stewardship Programme, have come together through the WWF Grasslands Programme. Nedbank, through the WWF Nedbank Green Trust has partnered with them, assisting their conservation objectives, including securing Protected Environment status for large tracts of privately owned land, boosting water quality and water security in this region. A positive note to add is that many of the commercial farmers are very willing to get together with their neighbouring communities to discuss co-management of water resources, and to look at ways of improving farming methods and water and sanitation systems for the benefit of the entire community. For more information on the water funded through WWF Nedbank Green Trust projects the please visit https://www.nedbank.co.za/content/nedbank/desktop/qt/en/news/nedbankstories/affinity-projects/archived-articles.html

9 Meeting the Commitments to the CEO Water Mandate: Transparency

Nedbank Group reports on water as per the GRI G4 principles and King IV Integrated Reporting requirements. Nedbank water usage is independently assured by Deloitte and KPMG as part of their assurance of Nedbank Group's Integrated Report.

Nedbank voluntarily disclosed its water use and performance in the CDP Water Disclosure Programme in 2010 and 2011. We have not participated since as we are a relatively small water user and we now have a good understanding of our water footprint. We don't believe that additional reporting is required and will instead focus on taking action.

Nedbank Group Sustainability Credentials:

- Carbon-neutral status We are Africa's first carbon-neutral financial organisation.
- FTSE4Good Index A global responsible investment index for companies that demonstrate strong environmental, social and governance practices. Included in 2017
- Dow Jones World Sustainability Index 2017 This is the world's premier performance benchmark for companies in terms of corporate sustainability. One of only 12 banks on the index. We were included for the eleventh year.
- South African Carbon Disclosure Project Index 2017 Scored an "A" for performance. One of only 106 companies in the world to be awarded an "A". Score recognises our corporate environmental action on climate change.

- WWF-SA Water Balance Programme Invested R12 million in national water security. The programme helps to increase water supply and delivers economic and social benefits through job creation.
- WWF Nedbank Green Trust Partnership- Invested R237 million since the trust's inception in support of over 200 environmental projects throughout South Africa.
- WWF Sustainable Agriculture Programme As official sponsor invested R18 million. Partnership helps to promote and support national sustainable agricultural production practices.
- Green buildings -Nedbank occupies seven green-star-rated buildings
- **IRAS Sustainability Data Transparancy Index** Obtained the highest score in the banking sector in 2017.

Nedbank is represented on:

- Equator Principles
- Code for Responsible Investment in South Africa
- United Nations Environmental Finance Initiative : African Network
- UNEP FI National Capital Declaration
- UNEP FI Banking Ecosystem Network and Positive Impact Working Group
- United Nations Global Compact Advisory Committee
- United Nations Global Compact CEO Water Mandate
- National Business Initiative Advisory Committee on Climate Change
- National Energy Efficiency Accord
- Energy Efficiency Leadership Network Pledge
- Banking Association of South Africa: Sustainable Finance Committee
- Association of Ethics Officers in Africa
- Organisation for Economic and Development Financial Sector Mapping Advisory Group
- National Biodiversity Business Network
- Network for Business Sustainability South Africa

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