

Company number: 06404270

RESOLUTION

OF

QUILTER PLC

(passed on 17 June 2021)

At a General Meeting of Quilter plc (the **"Company"**) duly convened and held at Senator House, 85 Queen Victoria Street, London EC4V 4AB on Thursday 17 June 2021 at 10 a.m. (UK time) / 11 a.m. (SA time) the resolution set out below was duly passed as an ordinary resolution of the Company.

Ordinary resolution to approve the Sale

THAT

- (a) the proposed sale by the Company of Quilter International, as described in the circular to the Company's shareholders dated 17 May 2021, substantially on the terms as set out in the sale and purchase agreement dated 1 April 2021, together with any other agreements and ancillary documents contemplated therein, be and are approved, with any changes as are permitted in accordance with resolution (b) below; and
- (b) the directors of the Company (the Directors) (or any duly authorised Committee of the Directors) be and are authorised to do or procure to be done all such acts and things on behalf of the Company and any of its subsidiaries as the Directors (or any duly authorised committee of the Directors) consider necessary, expedient or desirable in connection with, and to implement, the Sale and to agree such modifications, variations, revisions, waivers, extensions, additions or amendments (not being modifications, variations, revisions, waivers, extensions, additions or amendments of a material nature) as the Directors (or any duly authorised committee of the Directors) may in their absolute discretion deem necessary, expedient or desirable in connection with the Sale.