

FIRSTRAND LIMITED

(Incorporated in the Republic of South Africa)

(Registration number: 1966/010753/06)

JSE ordinary share code: FSR ISIN: ZAE000066304

JSE B preference share code: FSRP ISIN: ZAE000060141

NSX ordinary share code: FST

(FirstRand)

REPORT ON PROCEEDINGS AT THE ANNUAL GENERAL MEETING AND CHANGES TO THE BOARD

At the 21st (twenty first) annual general meeting (“AGM”) of the shareholders of FirstRand Limited held on Thursday, 30 November 2017 all the ordinary and special resolutions proposed at the meeting were approved by the requisite majority of votes. In this regard, FirstRand Limited confirms the voting statistics from the AGM as follows:

Total number of shares that can be exercised at the meeting	100%	5 503 651 822 *
Total number of shares present/represented including proxies at the meeting	84%	4 635 567 981
Total number of members present in person		7

Resolutions	Votes carried disclosed as a percentage in relation to the total number of shares voted at the meeting		Number of shares voted	Shares voted disclosed as a percentage in relation to the total issued share capital**	Shares abstained disclosed as a percentage in relation to the total issued share capital**
	For	Against			
Ordinary resolution number 1.1: Re-election of directors by way of separate resolution: PM Goss	81.74%	18.26%	4 632 963 117	82.59%	0.05%

Ordinary resolution number 1.2: Re-election of directors by way of separate resolution: PK Harris	86.50%	13.50%	4 632 378 117	82.58%	0.06%
Ordinary resolution number 1.3: Re-election of directors by way of separate resolution: RM Loubser	96.89%	3.11%	4 632 865 199	82.59%	0.05%
Ordinary resolution number 1.4: Re-election of directors by way of separate resolution: AT Nzimande	96.88%	3.12%	4 632 963 117	82.59%	0.05%
Ordinary resolution number 1.5: Vacancies filled by the directors during the year: TS Mashego	94.20%	5.80%	4 632 375 915	82.58%	0.06%
Ordinary resolution number 1.6: Vacancies filled by the directors during the year: HL Bosman	88.90%	11.10%	4 632 375 915	82.58%	0.06%
Ordinary resolution number 2.1: Appointment of auditor: Deloitte & Touche	99.92%	0.08%	4 632 868 324	82.59%	0.05%
Ordinary resolution number 2.2: Appointment of auditor: PricewaterhouseCoopers Inc.	99.65%	0.35%	4 632 866 122	82.59%	0.05%
Advisory endorsement of remuneration policy	80.68%	19.32%	4 627 901 656	82.50%	0.14%

Advisory endorsement of remuneration implementation report	81.26%	18.74%	4 627 900 266	82.50%	0.14%
Ordinary resolution number 3: General authority to issue authorised but unissued ordinary shares for regulatory capital reasons	98.83%	1.17%	4 632 963 135	82.59%	0.05%
Ordinary resolution number 4: General authority to issue authorised but unissued ordinary shares for cash	96.44%	3.56%	4 632 961 208	82.59%	0.05%
Ordinary resolution number 5: Signing authority	100.00%	0.00%	4 632 964 004	82.59%	0.05%
Special resolution number 1: General authority to repurchase ordinary shares	99.35%	0.65%	4 631 751 013	82.57%	0.07%
Special resolution number 2.1: Financial assistance to directors and prescribed officers as employee share scheme beneficiaries	87.16%	12.84%	4 622 213 762	82.40%	0.24%
Special resolution number 2.2: Financial assistance to related and interrelated entities	99.78%	0.22%	4 632 963 000	82.59%	0.05%
Special resolution number 3: Remuneration of non-executive	98.07%	1.93%	4 631 883 504	82.57%	0.07%

directors with effect from 1 December 2017					
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* Total number of shares that can be exercised at the meeting is 5 503 651 822 (the number excludes the shares held by FirstRand employee share trusts, whose votes are not taken into account in terms of the JSE Listing Requirements)

** Total issued capital is 5 609 488 001

Shareholders are further advised that Benedict James van der Ross and Jan Hendrik van Greuning retired from the boards of directors (the boards) of FirstRand Limited and FirstRand Bank Limited at the conclusion of each company's AGM. The Boards wish to express their appreciation for the valuable contribution that they have made to the boards during their time with FirstRand Limited and FirstRand Bank Limited and wishes them well in their future endeavours.

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1 December 2017

Sponsor

RAND MERCHANT BANK (a Division of FirstRand Bank Limited)