

# FIRSTRAND LIMITED - Report on proceedings at the annual general meeting

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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 or the group)

REPORT ON PROCEEDINGS AT THE ANNUAL GENERAL MEETING

At the 22nd (twenty second) annual general meeting ("AGM" or "the meeting") of the shareholders of FirstRand held on Thursday, 29 November 2018 all the ordinary and special resolutions proposed at the meeting were approved by the requisite majority of votes. In this regard, FirstRand 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	87%	4 805 130 965
Total number of members present in person		17

Resolutions abstained	Votes cast disclosed as a		Number of shares voted	Shares voted disclosed as a	Shares disclosed as	
	percentage in relation to the total					
a	number of shares voted at the meeting			percentage in relation to the	percentage in relation to	
the	total issued	total issued		shares **	shares**	
		For	Against			
Ordinary resolution number 1.1: Re-election of directors by way of separate resolution: NN Gwagwa		83.93%	16.07%	4 802 304 521	85.61%	0.05%
Ordinary resolution number 1.2: Re-election of directors by way of separate resolution: AT Nzimande		96.24%	3.76%	4 790 913 987	85.41%	0.25%
Ordinary resolution number 1.3: Re-election of directors by way of separate resolution: EG Matenge-Sebesho		99.47%	0.53%	4 802 304 521	85.61%	0.05%

Ordinary resolution number 1.4: Re-election of directors by way of separate resolution: PJ Makosholo	76.45%	23.55%	4 802 304 521	85.61%	0.05%
Ordinary resolution number 1.5: Vacancies filled by the directors during the year: T Winterboer	99.96%	0.04%	4 802 313 518	85.61%	0.05%
Ordinary resolution number 1.6: Vacancies filled by the directors during the year: M Vilakazi	97.74%	2.26%	4 802 313 521	85.61%	0.05%
Ordinary resolution number 1.7: Change in designation: JJ Durand	74.60%	25.40%	4 798 659 827	85.55%	0.12%
Ordinary resolution number 2.1: Appointment of auditor: Deloitte & Touche	98.79%	1.21%	4 802 300 965	85.61%	0.05%
Ordinary resolution number 2.2: Appointment of auditor: PricewaterhouseCoopers Inc.	89.15%	10.85%	4 802 300 965	85.61%	0.05%
Ordinary resolution number 3: General authority to issue authorised but unissued ordinary shares for regulatory capital reasons	99.59%	0.41%	4 802 302 854	85.61%	0.05%
Ordinary resolution number 4: General authority to issue authorised but unissued ordinary shares for cash	94.74%	5.26%	4 802 302 854	85.61%	0.05%
Ordinary resolution number 5: Signing authority	100%	0.00%	4 802 395 793	85.61%	0.05%
Advisory endorsement of remuneration policy	74.20%	25.80%	4 785 784 394	85.32%	0.34%
Advisory endorsement of remuneration implementation report	74.39%	25.61%	4 802 362 276	85.61%	0.05%
Special resolution number 1: General authority to repurchase ordinary shares	99.32%	0.68%	4 799 831 669	85.57%	0.09%
Special resolution number 2.1: Financial assistance to directors and prescribed officers as employee share scheme beneficiaries	97.25%	2.75%	4 798 875 974	85.55%	0.11%

Special resolution number 2.2: Financial assistance to related and interrelated entities	99.71%	0.29%	4 798 975 686	85.55%	0.11%
Special resolution number 3: Remuneration of non-executive directors with effect from 1 December 2018	99.05%	0.95%	4 800 529 090	85.58%	0.08%

\* 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 shares is 5 609 488 001

With regards to the non-binding advisory resolutions that received less than the required 75% of votes, the group will directly engage with shareholders, the timing of which will be advised to shareholders in due course.

Sandton  
30 November 2018

Sponsor

RAND MERCHANT BANK (a Division of FirstRand Bank Limited)

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