



FIRSTRAND

Bank Limited

FirstRand Bank Limited

(Registration Number 1929/001225/06)

(Incorporated with limited liability in the Republic of South Africa)

**Issue of ZAR100,000,000 Senior Unsecured
Floating Rate Notes due 1 September 2013**

Under its ZAR30,000,000,000 Domestic Medium Term Note Programme

This document constitutes the Pricing Supplement relating to the issue of Notes described herein. Terms used herein shall be deemed to be defined as such for the purposes of the Terms and Conditions set forth in the Programme Memorandum dated 22 April 2008. The Notes described in this Pricing Supplement are subject to the Terms and Conditions in the Programme Memorandum and this Pricing Supplement must be read in conjunction with such Programme Memorandum. To the extent that there is any conflict or inconsistency between the contents of this Pricing Supplement and the Programme Memorandum, the provisions of this Pricing Supplement shall prevail.

DESCRIPTION OF THE NOTES

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| Issuer | FirstRand Bank Limited |
| Whether the Notes are Senior Notes or Subordinated | Senior Unsecured |
| Qualification of Notes of which the proceeds rank as Secondary Capital under the Banks Act, 1990 | No |
| Qualification of Notes of which the proceeds rank as Tertiary Capital under the Banks Act, 1990 | No |
| Series No. | 13 |
| Tranche No. | 2 |
| Aggregate Nominal Amount of Tranche No. | ZAR100,000,000 |
| Aggregate Nominal Amount of Series No.13 | ZAR1,704,000,000 |
| Interest/Payment Basis | Floating Rate |
| Automatic Conversion from one Floating Rate to another | No |
| Form of Notes | Registered Notes |
| Issue Date | 8 September 2010 |
| Business Centre | Johannesburg |
| Additional Business Centre | N/A |

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| Nominal Amount per Note | ZAR1,000,000 |
| Specified Denomination | ZAR1,000,000 |
| Issue Price | R100,352,000 |
| Interest Commencement Date | 1 September 2010 |
| Maturity Date | 1 September 2013 |
| Specified Currency | ZAR |
| Applicable Business Day Convention | Following Business Day |
| Final Redemption Amount | 100% of Principal Amount |
| Interest Payment Dates | 1 December, 1 March, 1 June and 1 September in each year until the Maturity Date |
| Books Closed Period(s) | The Register will be closed from - 21 November to 30 November; 18 February to 28 February; 22 May to 31 May; and 22 August to 31 August in each year until the Maturity Date |
| Last Date to Register | The Register will be closed by 17:00 on 20 November, 17 February, 21 May and 21 August (all dates inclusive) in each year the Maturity Date |
| Default Rate | N/A |

FLOATING RATE NOTES

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| (a) Floating Interest Payment Date(s) | 1 December, 1 March, 1 June and 1 September in each year until the Maturity Date |
| (b) Interest Period(s) | From and including the applicable Interest Payment Date and ending on but excluding the following Interest Payment Date, the first Interest Period commencing on 1 September 2010 and ending on the day before the next Interest Payment Date |
| (c) Definitions of Business Day (if different from that set out in Condition 1). | N/A |
| (d) Minimum Rate of Interest | N/A |
| (e) Maximum Rate of Interest | N/A |
| (f) Other terms relating to the method of calculating interest (e.g.: day count fraction, rounding up provision) | Day Count Fraction is Actual/ 365 |
| Manner in which the Rate of Interest is to be determined | Screen Rate Determination |

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| Margin | 125 basis points to be added to the relevant Reference Rate from and including the Issue Date to but excluding the Maturity Date. |
| If ISDA Determination | |
| (a) Floating Rate | N/A |
| (b) Floating Rate Option | N/A |
| (c) Designated Maturity | N/A |
| (d) Reset Date(s) | N/A |
| (e) ISDA Definitions to apply | N/A |
| If Screen Determination | |
| (a) Reference Rate (including relevant period by reference to which the Rate of Interest is to be calculated) | ZAR – JIBAR - SAFEX with a designated maturity of three months |
| (b) Interest Rate Determination Date(s) | 1 December, 1 March, 1 June and 1 September in each year until the Maturity Date |
| (c) Relevant Screen page and Reference Code | SAFEY Page , Code ZA 01209 |
| If Rate of Interest to be calculated otherwise than Screen Determination, insert basis for determining Rate of Interest/Margin/Fallback provisions | N/A |
| Calculation Agent, responsible for calculating amount of principal and interest | Issuer, acting through its Rand Merchant Bank Division |
| PROVISIONS REGARDING REDEMPTION/MATURITY | |
| Prior consent of Registrar of Banks required for any redemption prior to Maturity Date | Yes |
| Issuer's Optional Redemption: | No |
| (a) Optional Redemption Date(s) | N/A |
| (b) Optional Redemption Amount(s) and method, if any, of calculation of such amount | N/A |
| (c) Minimum Period of Notice (if different from Condition 10.3). | N/A |
| (d) If redeemable in part: | N/A |
| Minimum Redemption Amount(s) | N/A |
| Higher Redemption Amount(s) | N/A |

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| (e) Other terms applicable on Redemption | The Issuer is entitled to redeem all or some of the Notes at the Optional Redemption Amount on the Optional Redemption Date or any other Interest Payment Date thereafter. |
| Redemption at the Option of the Senior Noteholders: if yes | No |
| (a) Optional Redemption Date(s) | N/A |
| (b) Optional Redemption Amount(s) | N/A |
| (c) Minimum Period of Notice (if different from Condition 10.4). | N/A |
| (d) If redeemable in part: | |
| Minimum Redemption Amount(s) | N/A |
| Higher Redemption Amount(s) | N/A |
| (e) Other terms applicable on Redemption | N/A |
| (f) Attach <i>pro forma</i> put notice(s) | N/A |
| Early Redemption Amount(s) payable on redemption for taxation reasons or on Event of Default (if required):If no insert | Yes |
| (a) Amount payable; or | N/A |
| (b) Method of calculation of amount payable | N/A |

GENERAL

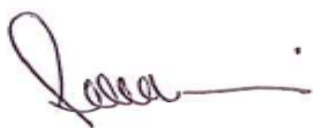
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| Exchange | The Bond Market of the JSE |
| Calculation Agent | Issuer, acting through its Rand Merchant Bank Division |
| Paying Agent | Issuer, acting through its Rand Merchant Bank Division |
| Specified office of the Paying Agent | 1 Merchant Place , Cnr of Rivonia Road and Fredman Drive , Sandton |
| Transfer Secretary | Issuer, acting through its Rand Merchant Bank Division |
| Provisions relating to stabilisation | N/A |
| Condition 6.4. applicable. In the event that Condition 6.4 applies where the Registrar of Banks has required or requested a Deferred Payment, subject to such conditions as the Registrar of Banks may prescribe, the Issuer shall be entitled, by giving a Deferral Notice to | No |

the Noteholders, to defer the due date for payment of any principal or interest in respect of such Notes.

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| Additional selling restrictions | None |
| ISIN | ZAG000079823 |
| Stock Code | FRJ13 |
| The notice period required for exchanging interests in Global Certificates for Individual Certificates | As per Condition 12.2 |
| Method of distribution | As per Condition 12.7 |
| If syndicated, names of Managers | N/A |
| Credit Rating assigned to Notes (if any) | N/A |
| Receipts attached? | No |
| If yes, number of Receipts attached | N/A |
| Coupons attached? | No |
| If yes, number of Coupons attached | N/A |
| Talons attached? | No |
| If yes, number of Talons attached | N/A |
| Stripping of Receipts and/or Coupons prohibited as provided in Condition 14.4. | N/A |
| Governing law (if the laws of South Africa are not applicable) | N/A |
| Other Banking Jurisdiction | N/A |
| Pricing Methodology | N/A |
| Other provisions | N/A |

Application is hereby made to list this issue of Notes as from 8 September 2010.

Signed at Sandton on 7 September 2010 for and on behalf of **FirstRand Bank Limited**



By: _____
Duly authorised



By: _____
Duly authorised