



# FIRSTRAND

Bank Limited

## FirstRand Bank Limited

(Registration Number 1929/001225/06)

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



### Issue of ZAR150,000,000 Senior Unsecured Floating Rate Notes due 14 March 2011

#### Under its ZAR20,000,000,000 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

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	16
Tranche No.	2
Aggregate Nominal Amount of Tranche No 2	ZAR150, 000, 000
Aggregate Nominal Amount of Series No 16	ZAR300, 000, 000
Interest/Payment Basis	Floating Rate
Automatic Conversion from one Floating Rate to another	No
Form of Notes	Registered Notes
Issue Date	20 July 2009
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	99.99620%
Interest Commencement Date	20 July 2009
Maturity Date	14 March 2011
Specified Currency	ZAR
Applicable Business Day Convention	Following Business Day
Final Redemption Amount	100% of Principal Amount
Interest Payment Dates	14 March, 14 June, 14 September and 14 December
Books Closed Period(s)	The Register will be closed from 9 March to 14 March and 9 June to 14 June and 9 September to 14 September and 9 December to 14 December in each year until the Maturity Date
Last Date to Register	The Register will be closed by 17:00 on 8 March, 8 June, 8 September and 8 December (all dates inclusive) in each year
Default Rate	N/A

#### **FLOATING RATE NOTES**

(a) Floating Interest Payment Date(s)	14 March, 14 June, 14 September and 14 December with the first Interest Payment Date being 14 September 2009
(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 20 July 2009 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
Margin	60 basis points to be added to the relevant Reference Rate from and including the Issue

Date to but excluding 14 March 2011

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)                                                                       | 14 March, 14 June, 14 September and 14 December of each year   |
| (c) Relevant Screen page and Reference Code                                                                   | SAFEY Page , Code ZA 01209                                     |

If Rate of Interest to be calculated other wise than Screen Determination, insert basis for determining Rate of Interest/Margin/Fallback provisions	N/A
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Calculation Agent, responsible for calculating amount of principal and interest	Issuer, acting through its Rand Merchant Bank Division
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**PROVISIONS REGARDING REDEMPTION/MATURITY**

Prior consent of Registrar of Banks required for any redemption prior to Maturity Date	Yes
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Issuer's Optional Redemption:	No
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|-------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------|
| (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                                                                                         |
| (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

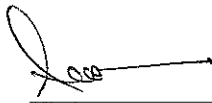
Exchange	The Bond Exchange of South Africa
Calculation Agent	Issuer, acting through its Rand Merchant Bank Division
Paying Agent	Issuer, acting through its Rand Merchant Bank Division
Specified office of the Paying Agent	1 Merchant Place , Cnr of Rivonia Road and Fredman Drive , Sandton
Transfer Secretary	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 the Noteholders, to defer the due date for payment of any principal or interest in respect	No

of such Notes.

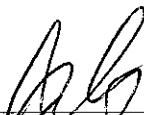
Additional selling restrictions	None
ISIN	ZAG000051111
Stock Code	FRJ11
The notice period required for exchanging interests in Global Certificates for Individual Certificates	As per Condition 12.2
Method of distribution	As per Condition 12.7
If syndicated, names of Managers	N/A
Credit Rating assigned 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 20 July 2009

Signed at Sandton on 20 July 2009, for and on behalf of **FirstRand Bank Limited**

By: 

Duly authorised  
Arlene Oiding  
Manager, Capital Market Operations

By: 

Duly authorised **Phillip Kahn**  
Manager Treasury Operations





# FIRSTRAND

Bank Limited

**FirstRand Bank Limited**

*(Registration Number 1929/001225/06)*

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

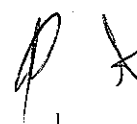
**Issue of ZAR60,000,000 Senior Unsecured  
Floating Rate Notes due 20 July 2014**

**Under its ZAR20,000,000,000 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

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	17
Tranche No	1
Aggregate Nominal Amount of Tranche No 1	ZAR60, 000, 000
Aggregate Nominal Amount of Series No 17	ZAR60, 000, 000
Interest/Payment Basis	Floating Rate
Automatic Conversion from one Floating Rate to another	No
Form of Notes	Registered Notes
Issue Date	20 July 2009
Business Centre	Johannesburg
Additional Business Centre	N/A

  
1

Nominal Amount per Note	ZAR1,000,000
Specified Denomination	ZAR1,000,000
Issue Price	100%
Interest Commencement Date	20 July 2009
Maturity Date	20 July 2014
Specified Currency	ZAR
Applicable Business Day Convention	Following Business Day
Final Redemption Amount	100% of Principal Amount
Interest Payment Dates	20 October, 20 January, 20 April, 20 July
Books Closed Period(s)	The Register will be closed from 15 to 20 October, 15 to 20 January, 15 to 20 April, 15 to 20 July in each year until the Maturity Date
Last Date to Register	The Register will be closed by 17:00 on 14 October, 14 January, 14 April and 14 July (all dates inclusive) in each year
Default Rate	N/A

#### **FLOATING RATE NOTES**

(a) Floating Interest Payment Date(s)	20 October, 20 January, 20 April, 20 July with the first Interest Payment Date being 20 October 2009
(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 20 July 2009 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
Margin	220 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

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|-------------------------------|-----|
| (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)                                                                       | 20 October, 20 January, 20 April, 20 July of each year         |
| (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
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Calculation Agent, responsible for calculating amount of principal and interest	Issuer, acting through its Rand Merchant Bank Division
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**PROVISIONS REGARDING REDEMPTION/MATURITY**

Prior consent of Registrar of Banks required for any redemption prior to Maturity Date	Yes
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Issuer's Optional Redemption:	No
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|-------------------------------------------------------------------------------------|-----|
| (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 |

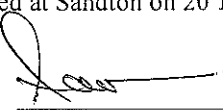
- |                                          |                                                                                                                                          |
|------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------|
| (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
<b>GENERAL</b>	
Exchange	The Bond Exchange of South Africa
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 the Noteholders, to defer the due date for payment of any principal or interest in respect of such Notes.	No

Additional selling restrictions	None
ISIN	ZAG000069683
Stock Code	FRJ14
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 20 July 2009.

Signed at Sandton on 20 July 2009, for and on behalf of **FirstRand Bank Limited**

By:   
Duly authorised

By:   
Duly authorised

Arlene Olding  
Manager, Corporate Market Operations





# FIRSTRAND

Bank Limited

## FirstRand Bank Limited

(Registration Number 1929/001225/06)

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

### Issue of ZAR2,014,000,000 Senior Unsecured Fixed Rate Notes due 14 March 2015

#### Under its ZAR20,000,000,000 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

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.	15
Tranche No.	2
Aggregate Nominal Amount of this Tranche	ZAR2,014, 000, 000
Aggregate Nominal Amount of this Series	ZAR2,115, 000, 000
Interest/Payment Basis	Fixed Rate
Automatic Conversion from one Floating Rate to another	N/A
Form of Notes	Registered Notes
Issue Date	20 July 2009
Business Centre	Johannesburg

Additional Business Centre	N/A
Nominal Amount per Note	ZAR1,000,000
Specified Denomination	ZAR1,000,000
Issue Price	92.53698%
Interest Commencement Date	20 July 2009
Maturity Date	14 March 2015
Specified Currency	ZAR
Applicable Business Day Convention	Following Business Day
Final Redemption Amount	100% of Principal Amount
Interest Payment Dates	14 March and 14 September
Books Closed Period(s)	The Register will be closed from 9 March to 14 March and 9 September to 14 September in each year until the Maturity Date
Last Date to Register	The Register will be closed by 17:00 on 8 March, 8 September (all dates inclusive) in each year
Default Rate	N/A

#### **FIXED RATE NOTES**

(a) Fixed Rate of Interest	8.75% per annum
(b) Interest Payment Dates	14 March and 14 September

#### **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

(e) Other terms applicable on Redemption N/A

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 *pro forma* 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

Exchange The Bond Exchange of South Africa

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 the Noteholders, to defer the due date for payment of any principal or interest in respect of such Notes. No



Additional selling restrictions	None
ISIN	ZAG000051103
Stock Code	FRX15
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 20 July 2009

Signed at Sandton on 20 July 2009, for and on behalf of **FirstRand Bank Limited**

By:  \_\_\_\_\_

Duly authorised

Arlene Olding  
Manager Capital Market Operations

By:  \_\_\_\_\_

Duly authorised

Phillip Kahn  
Manager Treasury Operations