

FIRSTRAND BANK LIMITED

(incorporated in South Africa with limited liability under registration number 1929/001225/06)

(the "Issuer")

Issue of ZAR1,071,000,000.00 Floating Rate Notes (intended to be issued as Sustainability Bonds) due 20 April 2029

under its ZAR100,000,000,000.00 Domestic Medium Term Note Programme

FRJ29S

time to time (the "Programme Memorandum"). ZAR100,000,000,000.00 Domestic Medium Term Note Programme, as amended and/or supplemented from This Applicable Pricing Supplement must be read in conjunction with the Programme Memorandum dated 13 April 2021 prepared by FirstRand Bank Limited in connection with the FirstRand Bank Limited

them in the section of the Programme Memorandum headed "Terms and Conditions of the Notes" Any capitalised terms not defined in this Applicable Pricing Supplement shall have the meanings ascribed to

that there is any conflict or inconsistency between the contents of this Applicable Pricing Supplement and the supplemented by the Terms and Conditions contained in this Applicable Pricing Supplement. The Notes described herein are issued on and subject to the Terms and Conditions as amended and/or This document constitutes the Applicable Pricing Supplement relating to the issue of Notes described herein. Programme Memorandum, the provisions of this Applicable Pricing Supplement shall prevail.

DESCRIPTION OF THE NOTES

2 Specified Office of the Issuer 2nd Floor 4 Merchant Place

FirstRand Bank Limited

4 Merchant Place
Corner of Fredman Drive and Rivonia Road
Sandton, 2196
SOUTH AFRICA

Unsecured Senior Notes

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Status of Notes

20.	19.	18.	17.	16.	15.	14.	13.	12.	<u></u>	10.	.9		<u>,</u>			7.	<u></u> .	5.		4.
Applicable Business Day Convention	Additional Business Centre	Business Centre	Maturity Date	Interest Commencement Date	Issue Price	Specified Denomination	Nominal Value per Note	Issue Date	Automatic/optional conversion from one interest/redemption/payment basis to another	Interest payment basis	Interest		Type of Notes	(b) Tranche	(a) Series	Aggregate Nominal Value:	Tranche number	Series number		Form of Notes
Following Business Day Convention	N/A	Johannesburg	20 April 2029	20 April 2022	100%	ZAR1,000,000	ZAR1,000,000	20 April 2022	N/A	Floating Rate Notes	Interest-bearing	The Notes are intended to be issued as Sustainability Bonds (as defined in item 49)	Floating Rate Notes	ZAR1,071,000,000.00	ZAR1,071,000,000.00			21	The Notes in this Tranche are issued in uncertificated form and held by the CSD.	Listed Registered Notes

21. Final Redemption Amount 100% of the aggregate Outstanding Nominal

22. Last Day to Register

By 17h00 on 14 January, 14 April, 14 July and 14 October each year until the Redemption Date, or if any day is not a Business Day, the last Business Day immediately preceding the

commencement of the Books Closed Period

The Register will be closed from 15 January to 19 January, 15 April to 19 April, 15 July to 19 July and 15 October to 19 October (all dates inclusive) each year until the Redemption Date

23.

Books Closed Period(s)

Interest Rate (Reference Rate plus Margin) plus 2%

Default Rate

Specified Currency

FIXED RATE NOTES

NA

ZAR

FLOATING RATE NOTES

26. (a) Interest Payment Date(s)

20 January, 20 April, 20 July and 20 October each year to the Redemption Date with the first Interest Payment Date being 20 July 2022 or, if any such day is not a Business Day, the Business Day on which interest will be paid as determined in accordance with the applicable Business Day Convention

20 July 2022 (with each Interest Payment Date Commencement Date and end on (but exclude) provided that the first Interest excluding) the following Interest Payment Date, Interest Payment Date Each period commencing on (and including) an **Business Day Convention)** adjusted commence ⊒. 임 accordance (and include) and ending with the applicable the Interest Period will on (but

(b)

Interest Period(s)

(d) Minimum Rate of Interest

NA

(e) Maximum Rate of Interest

N/A

of Day Count Fraction is Actual/365

- (f) Other terms relating to the method of calculating interest (e.g.: Day Count Fraction, rounding up provision)
- 27. Manner in which the Rate of Interest is to be determined

Screen Rate Determination

28. Margin

145 basis points (the "Initial Margin") to be added to the Reference Rate.

Initial Margin plus 15 basis points. each subsequent Interest Period will be the the Margin to be added to the Reference Rate for Business Day Convention) (the "Step-Up Date"), which ends on (but excludes) 20 April 2024 (adjusted in accordance projects" by the last day of the Interest Period whole buildings projects proceeds in the section of item 49 future affordable housing projects as described green buildings projects and/or existing and/or Tranche of Notes to finance and/or refinance, in funding equivalent to the net proceeds of this If the Issuer has not allocated an amount of 윽 1 ⊒. Sustainability Bonds – part, and/or existing with the affordable housing headed "Use of and/or applicable green

A failure by the Issuer to allocate an amount of funding equivalent to the net proceeds of this Tranche of Notes as described above by the Step-Up Date will not constitute an Event of Default under the Notes.

If ISDA Determination:

30.	If Scr	If Screen Rate 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 Determination Date(s)	For each Interest Period, the first Business Day of that Interest Period, provided that the Interest Period
			will be 13 April 2022
	(c)	Relevant Screen Page and reference	SAFEY Page, Code ZA01209
		code	
31.	If Rat	If Rate of Interest to be calculated otherwise than by ISDA Determination or Screen Rate	N/A
	Deter of Int	Determination, insert basis for determining Rate of Interest/Margin/fall-back provisions	
ZERO	COUF	ZERO COUPON NOTES	N/A
PARTI	.Y-PA	PARTLY-PAID NOTES	N/A
INSTA	LMEN	INSTALMENT NOTES	N/A
MIXED	RATI	MIXED RATE NOTES	N/A
INDEX	LINK	INDEX-LINKED NOTES	N/A
DUAL	CURF	DUAL CURRENCY NOTES	N/A
EXCH	ANGE	EXCHANGEABLE NOTES	N/A
EXTEN	IDIBL	EXTENDIBLE NOTES	N/A
EQUIT	YLIN	EQUITY LINKED NOTES	N/A

OTHER NOTES

NA

PROVISIONS REGARDING REDEMPTION / MATURITY

32. Issuer's optional redemption: No33. Redemption at the option of the Senior NoNoteholders:

34. Early Redemption Amount(s) payable on Yes redemption for taxation reasons or on Event of Default (if required).

If an amount other than the Early Redemption Amount is payable on redemption for taxation reasons or on Event of Default:

(a) Amount payable; or

NA

(b) Method of calculation of amount payable N/A

Other terms applicable on redemption N/A

GENERAL

36.

Notes in issue The aggregate Outstanding Nominal Value of all in issue under the Programme as at the

Issue Date, together with the aggregate Nominal Value of this Tranche (when issued) is

ZAR71,933,680,829.61, which does not exceed

the Programme Amount.

Financial Exchange Sustainability segment of the Interest Rate Market of the JSE

Exchange control approval N/A

Rand Merchant Bank division) FirstRand Bank Limited (acting through its

Specified Office of the Issuer Agent SOUTH AFRICA Sandton, 2196 Corner of Fredman Drive and Rivonia Road 1 Merchant Place

40.

39.

Issuer Agent

38

37.

					49.	48.	47.	46.	45.	44.	43.	42.	41.	
					Use of proceeds	Governing law (if the laws of South Africa are not applicable)	Debt Sponsor	If non-syndicated, name of Dealer	If syndicated, names of managers	Method of distribution	Bond code	ISIN	Additional selling restrictions	
(iv) "Green Projects" means "Green Projects" as described in the GBP;	(iii) "Green Bond" means a "Green Bond" as described in the section of the GBP headed "Green Bond Definition";	(ii) "GBP" means the document titled "Green Bond Principles – Voluntary Process Guidelines for Issuing Green Bonds – June 2021" published by ICMA;	(i) "Framework" means the sustainability bond framework developed and adopted by the Group in December 2021, as amended or replaced from time to time;	In this item 49:	Definitions and interpretation	N/A	FirstRand Bank Limited (acting through its Rand Merchant Bank division)	FirstRand Bank Limited (acting through its Rand Merchant Bank division)	N/A	Dutch auction (sealed bid with no feedback)	FRJ29S	ZAG000185257	N/A	

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"Group" means FirstRand Limited and its Subsidiaries, including the Issuer;

Projects" as described in the GBP;

- (vi) "SBG" means the document titled "Sustainability Bond Guidelines –

 June 2021" published by ICMA;
- (vii) "SBP" means the document titled "Social Bond Principles Voluntary Process
 Guidelines for Issuing Social Bonds –
 June 2021" published by ICMA;
- (viii) "Social Bond" means a "Social Bond" as described in the section of the SBP headed "Social Bond Definition";
- (ix) "Social Projects" means "Social Projects" as described in the SBP;
- (x) "Sustainability Bond" means a "Sustainability Bond" as described in the section of the SBG headed "Sustainability Bond Definition";
- (xi) "Sustainability Projects" means a combination of Green Projects and Social Projects as described in the SBG;
- (xii) capitalised terms used but not otherwise defined have the meanings given to them in the JSE Debt Listings Requirements;
- (xiii) a reference to a "project" includes a reference to an asset or a loan; and
- (xiv) replacement framework. equivalent section in any amended or Framework reference S. Q Ø sustainability a reference section of q bond the the

Classification of the Notes

The Notes are intended to be issued as Sustainability Bonds.

Sustainability bond framework

The Framework was developed and adopted by the Group to enable members of the Group (including the Issuer) to issue thematic debt instruments such as Green Bonds, Social Bonds and Sustainability Bonds.

The Framework was developed in line with the GBP, SBP and SBG and covers the following key pillars: (i) use of proceeds, (ii) process for project evaluation and selection, (iii) management of proceeds and (iv) reporting (see section 5 (Framework review process and relevant principles/guidelines) of the Framework).

The Group has adopted the guiding principles and reporting requirements of the United Nations Sustainable Development Goals framework and the GBP, SBP and SBG.

eligibility criteria set out in the Framework. and Social Projects) that fall within the applicable Projects (being a combination of Green Projects economic and social inequity) and Sustainability purposes), Social Projects (aimed at reducing Green investment categories and meet the applicable climate-friendly activities support the Group's Bonds issued under the Framework respectively Green Bonds, Social Bonds and Sustainability Projects (including and (aimed refinancing lending and financing other at promoting environmental activities) to

The Framework sets out the criteria and process for the identification of eligible projects or activities that would satisfy the criteria to enable

a Tranche of Notes to be categorised as Green Bonds, Social Bonds or Sustainability Bonds (see sections 5.1 (*Use of proceeds*) and 5.2 (*Process for project evaluation and selection*) of the Framework).

The Framework is available on the following page of the Group's website: https://www.firstrand.co.za/media/investors/governance/firstrand-sustainability-bond-framework.pdf.

Assurance

(the "Second Party Opinion"). aligned with the guidelines in the GBP, SBP and SBG (being the Use of Proceeds Standards) that the Framework is credible, impactful and and to issue a second party opinion confirming External Reviews) to evaluate the Framework appointed Reviewer with reference to the Guidelines on ("Sustainalytics") (as an Independent External compliance with paragraphs 3.15 and 3.16 of the In connection with the Framework and in Debt Listings Requirements the Sustainalytics K Limited Group

The Second Party Opinion is available on the following page of the Group's website: https://www.firstrand.co.za/media/investors/governance/second-party-opinion-firstrand-sustainability-bond-framework.pdf.

Independent External Reviewer

Sustainalytics is an Independent External Reviewer (appointed with reference to the Guidelines on External Reviews) for the purposes of paragraphs 3.15 and 3.16 of the JSE Debt Listings Requirements. The Second Party Opinion constitutes the complete review

report on the Framework contemplated by paragraphs 3.15 and 4.22 of the JSE Debt Listings Requirements.

governments. opinions on green, social and sustainability bond strategies. Sustainalytics provides second party and implementation of responsible investment investors around the world with the development corporations, frameworks research, Sustainalytics is ratings and data firm that supports Ö issuers, financial a leading independent ESG including multinational institutions

Sustainalytics' address details are as follows:

215 Spadina Ave
Suite 300
Toronto, ON M5T 2C7
CANADA

1101 BH Amsterdam

De Entrée 35-37

THE NETHERLANDS

Sustainalytics' contact details can be found on page 1 of the Second Party Opinion (available on the following page of the Group's website: https://www.firstrand.co.za/media/investors/governance/second-party-opinion-firstrand-sustainability-bond-framework.pdf).

Use of proceeds – Sustainability Bonds – green buildings projects and/or affordable housing projects

The Issuer intends allocating an amount of funding equivalent to the net proceeds of this Tranche of Notes to finance and/or refinance, in whole or in part, existing and/or future

green buildings projects and/or existing and/or future affordable housing projects.

The green buildings projects described above will be projects that fall within the "Green buildings" investment category under the subheading "FirstRand's green bond categories" under section 5.1 (Use of proceeds) of the Framework and that comply with the eligibility criteria for that investment category set out in that section.

The affordable housing projects described above will be projects that fall within the "Affordable housing" investment category under the subheading "FirstRand's social bond categories" under section 5.1 (Use of proceeds) of the Framework and that comply with the eligibility criteria for that investment category set out in that section.

Projects described above will be evaluated and selected in accordance with section 5.2 (*Process for project evaluation and selection*) of the Framework.

The allocation of the net proceeds of this Tranche of Notes as between the green buildings projects and affordable housing projects described above will be within the discretion of the Issuer.

Management of proceeds

The Issuer will track the receipt and use of the net proceeds of this Tranche of Notes via its internal reporting systems as more fully described in section 5.3 (*Management of proceeds*) of the Framework.

Reporting and impact measurement, verification

The Group will, in alignment with market practice, prepare and publish an annual allocation and

impact report with respect to Notes issued under the Framework (the "Annual Allocation and Impact Report") as more fully described in section 5.4 (Reporting and impact assessment) of the Framework.

The Group will request from its external auditor (on an annual basis starting no later than one year after the issue date of a Green Bond, Social Bond or Sustainability Bond and until the earlier of the redemption date and full allocation of the net proceeds of that bond) a limited assurance report of the allocation of the proceeds of the bond to eligible projects, loans or assets as contemplated by the Framework (see section 6.2 (Verification) of the Framework).

The Annual Allocation and Impact Report and related assurance report will be available on the following page of the Group's website: https://www.firstrand.co.za/investors/governance-and-compliance/.

Incorporation by reference

The Framework and the Second Party Opinion are incorporated by reference into this Applicable Pricing Supplement.

Notwithstanding the incorporation by reference of the Framework and the Second Party Opinion into this Applicable Pricing Supplement, the attention of investors contemplating investing in the Notes is drawn to the section of this item 49 headed "Additional risk factors relating to Notes issued as Green Bonds, Social Bonds or Sustainability Bonds" below.

Additional risk factors relating to Notes issued as Green Bonds, Social Bonds or Sustainability Bonds

In addition to the risk factors set out in or incorporated by reference into the Programme Memorandum, the attention of investors contemplating investing in the Notes is drawn to the following additional risks relating to Notes issued as Green Bonds, Social Bonds or Sustainability Bonds.

In respect of any Notes issued as Green Bonds, Social Bonds or Sustainability Bonds, there can be no assurance that the use of proceeds will be suitable for the investment criteria of an investor

provided by cross-referring to the Framework. eligibility use of proceeds in respect of the Notes, including additional information in relation to the intended the Applicable Pricing Supplement will provide Green Projects and Social Projects). In this case, Sustainability Projects (being a combination of for eligible Green Projects, Social Projects or proceeds from an offer of those Notes specifically any specific Tranche of Notes may provide that it will be the Issuer's intention to The Applicable Pricing Supplement relating applicable investment category/ies criteria. This information may apply the and

will satisfy, whether in whole or in Projects or Sustainability Projects, as applicable, such proceeds for any Green Projects, Social assurance is given by the Issuer that the use of investor deems necessary. In particular, no together the purpose of any investment in such Notes themselves the relevance of such information for Prospective with any investors other investigation such should determine part, any ό

present related to, any Green Projects, Social Projects or impact of any projects or uses, the subject of or or indirect environmental, social or sustainability mandates, in particular with regard to any direct governing regulations or guidelines with which such investor or its Sustainability Projects, as applicable. investments are required to comply, whether by requirements as regards any investment criteria present or 악 or by rules future future its own by-laws or other og investor investment applicable expectations portfolio law or Q

"green", any projects or uses the subject of, or related to, be defined as "green", "social", "sustainability" or attributes are required for a particular project to equivalently-labelled project or as to what precise definition (legal, regulatory or otherwise) of, nor noted that there is currently no clearly defined although the publication by ICMA of the GBP sustainability bond issuances. Despite this - and investors and provide a credible framework for and SBG are widely accepted by issuers and The principles and guidelines in the GBP, SBP Framework have the meanings given to them the and unless otherwise indicated, terms used in the best practice and guidance as issued by ICMA The Framework has been aligned to international any or all investor expectations regarding such Sustainability Projects, as applicable, will meet no assurance is or can be given to investors that consensus will develop over time. Accordingly assurance be given that such a clear definition or such other equivalent label nor can any market consensus as to what constitutes, a resulted in greater standardisation – it should be and SBG Green SBP "social", Projects, and and their predecessors has SBG, Social "sustainability" Projects applicable.

"green", "social" or "sustainability" or other equivalently-labelled performance objectives or that any adverse environmental, social, sustainability and/or other impacts will not occur during the implementation of any projects or uses the subject of, or related to, any Green Projects, Social Projects or Sustainability Projects, as applicable.

with reference to the Guidelines on Independent External Reviewers to be appointed that the JSE Debt Listings Requirements require Reviews certifications are not subject to any specific purpose of any investment in such Notes. regulatory or other regime or oversight, provided Currently, the providers of such opinions and the provider of such opinion or certification for the and/or the information contained therein and/or relevance of any such opinion or certification investors must determine for themselves opinion was certification is only current as of the date that hold any by the Issuer or any other person to buy, sell or nor should be deemed to be, a recommendation criteria. Any such opinion or certification is not, environmental, social, sustainability and/or other Green Projects, Social Projects or Sustainability the issue of any Notes and in particular with any which may be made available in connection with third party (whether or not solicited by the Issuer) whatsoever of any opinion or certification of any suitability No assurance or representation is given as to the such Notes. as 악 initially reliability applicable, issued. Prospective Any such opinion or for q any fulfil External purpose the

In the event that any such Notes are listed or admitted to trading on any dedicated "green", "social", "sustainability" or other equivalently-

other person that any such listing or admission to assurance given or made by the Issuer or any or guidelines with which such investor or its any present or future investor expectations or market) during the life of the Notes. segment of any stock exchange or securities admission to trading will be maintained (or trading will be obtained in respect of any such market to another. Nor is any representation or vary from one stock exchange or securities Furthermore, it should be noted that the criteria related to, any Green Projects, Social Projects or impact of any projects or uses, the subject of or or indirect environmental, social or sustainability mandates, in particular with regard to any direct governing investments are required to comply, whether by requirements as regards any investment criteria Issuer or any other person that such listing or "sustainability" maintained on Notes or, if obtained, for any such listing or admission to trading may Sustainability regulations or by admission satisfies, whether in whole or in part, representation or assurance securities market (whether or not regulated), no labelled present or segment of any rules 윽 a dedicated "green", Projects, other future ᄋ its own by-laws that any such listing or investment equivalently-labelled applicable stock exchange S. given by the applicable or other portfolio law "social" 악 9

While it is the intention of the Issuer to apply the proceeds of any Notes so specified for eligible Green Projects, Social Projects or Sustainability Projects, as applicable, in, or substantially in, the manner described in the relevant Applicable Pricing Supplement, there can be no assurance that the relevant project(s) or use(s) the subject of, or related to, any Green Projects, Social Projects or Sustainability Projects, as applicable,

of Default under the Notes failure by the Issuer will not constitute an Event or anticipated by the Issuer. Any such event or with the results or outcome (whether or not related to the environment) as originally expected completed within any specified period or at all or Sustainability Projects, as applicable, will be applicable. Nor can there be any assurance that Social Projects or partially disbursed for such Green Projects, accordingly such proceeds will be accordance with any timing schedule and that substantially will be capable of being implemented in Green ⊒. Projects, such manner Sustainability Projects, Social Projects and/or totally or or Ξ. 0

particular purpose mandates to invest in securities to be used for a consequences for certain investors with portfolio Projects, as applicable, and/or result in adverse Green Projects, Social Projects or Sustainability any other Notes which are intended to finance of such Notes and also potentially the value of may have a material adverse effect on the value stock exchange or securities market as aforesaid which such opinion or for which such certification longer being listed or admitted to trading on any is opining or certifying and/or any such Notes no such opinion or certification or any such opinion complying in whole or in part with any matters on or certification attesting that the Issuer is not applicable, as aforesaid and/or withdrawal of any Social Projects or Sustainability Projects, as of any issue of Notes for any Green Projects, Any such event or failure to apply the proceeds

Prospective investors should refer to the Framework (available on the following page of the Group's website: https://www.firstrand.co.za/media/investors/gov

ernance/firstrand-sustainability-bond-

website: (available on the following page of the Group's framework.pdf) and the Second Party Opinion

sustainability-bond-framework.pdf) ernance/second-party-opinion-firstrandhttps://www.firstrand.co.za/media/investors/gov for further

Standard JSE pricing methodology

information

NA

Rights of cancellation

Event"), the Issuer may the Notes or the Dealers (each a "Withdrawal event or (ii) may prejudice the issue, the Issuer, discretion) consider (i) to be a force majeure transaction. event occurs which the Dealers (in their sole process being finalised on the Issue Date an CSD, provided that if prior to the settlement Issue Date through the settlement system of the The Notes will be delivered to investors on the to terminate this

If the Issuer decides to terminate this transaction shall

The Issuer has been assigned a national scale if listed, will be immediately delisted of such termination. In such event, the Notes, have any claim against any other party as a result transaction shall terminate and no party due to the occurrence of a Withdrawal Event, the

(S&P) (long-term) Rating of Aa1.za (Moody's) and zaAA

Moody's/S&P

no material change in the financial or trading Applicable Pricing Supplement there has been The Issuer confirms that as at the date of this

50.

Pricing methodology

51. Stabilising manager (if any)

52 Other provisions

54. Rating Agency

53.

Rating of the Issuer and issue date of Rating

55 Material change statement

position of the Issuer and its Subsidiaries since the date of the Issuer's latest interim financial results for the six-month period ended 31 December 2021. This statement has not been confirmed or verified by the auditors of the Issuer.

Responsibility:

amendments or supplements to the aforementioned documents, except as otherwise stated therein or herein financial statements, information required by Applicable Laws and the JSE Debt Listings Requirements. The Issuer accepts ful responsibility for the well as that the Programme Memorandum read together with this Applicable Pricing Supplement contains al statement false or misleading and that all reasonable enquiries to ascertain such facts have been made as the Programme Memorandum read together with this Applicable Pricing Supplement which would make any The Issuer certifies that to the best of its knowledge and belief there are no facts that have been omitted from this Applicable Pricing Supplement and the annual report of the Issuer and any accuracy of the information contained in the Programme Memorandum, the annua

and, to the extent permitted by law, the JSE will not be liable for any claim whatsoever part of the aforementioned documents. The JSE's approval of the registration of the Programme Memorandum documents and expressly disclaims any liability for any loss arising from or in reliance upon the whole or any Supplement and the annual report of the Issuer and any amendments or supplements to the aforementioned statements, this Applicable Pricing Supplement and the annual report of the Issuer and any amendments or completeness of the Programme Memorandum, the annual financial statements, this Applicable Pricing supplements to the aforementioned documents. The JSE takes no responsibility for the contents of the Programme Memorandum, the annual financia listing of the Notes is not to be taken in any way as an indication of the merits of the Issuer or of the Notes The JSE makes no representation as to the accuracy or

Application is hereby made to list the Notes on 20 April 2022.

SIGNED at Sandton Johannesburg on this 14th day of April 2022

for and on behalf of

FIRSTRAND BANK LIMITED

Name: Bhulosh Single Capacity: Authorised signatory

Who warrants his/her authority hereto

Name: \overline{JANNIE} VIAN \overline{DCR} $\mathcal U$

Who warrants his/her authority hereto