NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting ("AGM") of Shareholders of First National Bank of Botswana Limited ("the Company") will be held at Gaborone International Convention Centre ("GICC"), at 12h00 on Wednesday 5 November 2014 for the purpose of transacting the following business and considering and if deemed fit, passing, with or without modification, the following resolutions:

AGENDA

Ordinary Business
1. To read the notice and ascertain the presence of a quorum required in terms of the Constitution.
2. Ordinary Resolution 1:
   To receive, consider, and adopt the audited financial statements including the report of the auditors for the year ended 30 June 2014.
3. Ordinary Resolution 2:
   To approve the distribution of a dividend of 11 thebe per share, as recommended by the Directors.
4. Ordinary Resolutions 3, 4, and 5
   To re-elect the following directors of the Company:
   P D Stevenson
   J R Khethe
   S Thapelo
   who retire by rotation in terms of the Constitution, being eligible, offer themselves for re-election. Motions for re-election will be moved individually.
5. Ordinary Resolution 6:
   To ratify the appointment of the following director of the Company who was appointed during the course of the financial year:
   J K Macaskill
6. Ordinary Resolution 7:
   To approve the remuneration of the directors for the year ended 30 June 2014.
7. Ordinary Resolution 8:
   To approve the remuneration of the directors for the ensuing financial year ending 30 June 2015 amounting to P2, 501, 076.
8. Ordinary Resolution 9:
   To approve the auditors' remuneration for the past year's audit.
9. Ordinary Resolution 10:
   To approve the appointment of auditors for the ensuing year.
10. To transact any other business which may be transacted at an Annual General Meeting.

Voting and proxies
All holders of Ordinary Shares entitled to vote will be entitled to attend and vote at the Annual General Meeting.

A holder of shares who is present in person, or by authorized representative or by proxy shall have one vote on a show of hands and have one vote for every ordinary share held on a poll.

Each Shareholder entitled to attend and vote at the Annual General Meeting is entitled to appoint one or more proxies (none of whom need be a Shareholder of the Company) to attend, speak and subject to the Constitution of the Company vote in his/her/its stead.

The form of proxy for the Annual General Meeting, which sets out the relevant instructions for its completion, is annexed hereto.

In order to be effective, a duly completed form of proxy must be received at the Transfer Secretaries, PricewaterhouseCoopers (Proprietary) Limited, Plot 50371, Fairgrounds Office Park, and P O Box 294, Gaborone by not later than 12h00 on Monday, 3 November 2014.

By Order of the Board

P.D. STEVENSON
CHAIRMAN OF THE BOARD OF DIRECTORS

L.E. BOAKGOMO-NTAKHWANA
CHIEF EXECUTIVE OFFICER