



**FIRST NATIONAL BANK OF
BOTSWANA LIMITED**

Incorporated in the Republic of Botswana on 4 July 1972

Company number BW00000790476

BSE Share Code: **FNBB**

(“FIRST NATIONAL BANK” or “the Company”)

Results of the Forty Eighth Annual General Meeting of shareholders held as a physical meeting Avani Hotel, Gaborone on 4th November 2020.

68 shareholders were represented, either in person or by proxy, who held in total 2,412,004,181 ordinary shares, which represented 94.82% of the securities of the Company.

At the Forty Eighth Annual General Meeting of the shareholders of First National Bank of Botswana Limited held on 4 November 2020, the following resolutions proposed at the meeting were approved by the requisite majority of votes as set out below:

Resolutions	Votes disclosed in percentage in relation to the number of shares voted at the meeting		Votes disclosed in percentage in relation to the total number of shares in issue*	Number of shares present at the meeting and eligible to vote	Votes disclosed in percentage in relation to the total number of shares in issue*
	In favour	Against	Abstain		
Ordinary resolution 1					
<i>RESOLVED THAT, the Audited Annual Financial Statements for the year ended 30 June 2020 together with directors' and auditors' reports thereon be adopted.</i>	100%	0%	0%	2,412,004,181	94.82%
Ordinary resolution 2					
<i>RESOLVED THAT dividends of 7 Thebe per ordinary share declared on 6 February 2020 and 8 Thebe per ordinary share declared on 20 August 2020 for the year ended 30 June 2020 be approved as recommended by the directors and the distribution be ratified thereof.</i>	100%	0%	0%	2,412,004,181	94.82%
Ordinary resolution 3					
<i>RESOLVED THAT the following directors of the Company who retire by rotation in terms of the Company's Constitution and being eligible and available, offer themselves for re-election be re-elected by way of separate resolutions: Mr M Davias (Non-Executive Director)</i>	99.3%	0.70%	0%	2,412,004,181	94.15%

Ordinary resolution 4					
<p><i>RESOLVED THAT the following directors of the Company who retire by rotation in terms of the Company's Constitution and being eligible and available, offer themselves for re-election be re-elected by way of separate resolutions:</i></p> <p><i>Mr E Letebele (Independent Non-Executive Director)</i></p> <p><i>It is recorded that Mr N Mokgethi retires as an Independent Non-Executive Director of the Company in terms of the Constitution and does not offer himself for re-election and will retire as a director of the Company at the AGM.</i></p> <p><i>Biographical information of the directors to be re-elected is set out on page 67 of the Integrated Report. The Board recommends the re-election of these directors.</i></p>	100%	0%	0%	2,412,004,181	94.82%
Ordinary resolution 5					
<p><i>RESOLVED THAT the annual fees of the Non-Executive Directors remain unchanged from the previous year and be approved.</i></p>	100%	0%	0%	2,412,004,181	94.82%
Ordinary resolution 6					
<p><i>RESOLVED THAT, as recommended by the Audit Committee of the Company, Deloitte & Touche be re-appointed as auditors of the Company and authorise the directors to determine their remuneration thereof and ratification of their fees for the past audit.</i></p> <p><i>Additional information in respect of Ordinary Resolution 6</i> <i>The remuneration of the Company's auditors is determined by the Audit Committee as per the Audit Committee Charter.</i></p>	100%	0%	0%	2,412,004,181	94.82%

*Total number of Shares in issue: **2,543,700,000**

By Order of the Board

Gaone Setlhake
Company Secretary

6 November 2020