

This Deed is made on 14 November 2017

Between:

- (1) **FIRSTRAND INTERNATIONAL LIMITED** a company incorporated in Guernsey whose registered office is at La Plaiderie House, St Peter Port, Guernsey GY1 4NL (the "**Offeror**"); and
- (2) **ALDERMORE GROUP PLC** a company incorporated in the United Kingdom whose registered office is at Apex Plaza, 4th Floor Block D, Forbury Road, Reading, Berkshire RG1 1AX, United Kingdom (the "**Company**").

Background:

- A The parties entered into a cooperation agreement relating to the takeover offer for the entire issued and to be issued share capital of the Company by the Offeror on 6 November 2017 ("**Cooperation Agreement**").
- B The parties have now agreed to vary the terms of the Cooperation Agreement as set out below.

The parties agree as follows:

1 Interpretation

Terms used but not defined in this Deed shall have the meanings given to them in the Cooperation Agreement. References to clauses in this Deed are references to clauses in the Cooperation Agreement.

2 Amendments

The parties agree and declare that the Cooperation Agreement is varied from the date of this Deed by deleting clause 3.2.2 and replacing it with the following:

"make as promptly as practicable, and in any event by: (i) 15 November 2017 in the case of filings with the South African Registrar of Banks; and (ii) 20 November 2017 in the case of filings with the UK Prudential Regulation Authority and UK Financial Conduct Authority, such filings with any Regulatory Authority as are necessary or expedient for the satisfaction of any Regulatory Condition or obtaining any Clearance and in any event to make such filings by such time that the Approval Period shall have lapsed for each Regulatory Authority."

3 Variation

No variation of this Deed shall be valid unless it is in writing and signed by or on behalf of each party.

4 Confirmation

The parties agree and declare that the Cooperation Agreement shall continue in full force and effect as supplemented, amended, deleted or varied by this Deed.

5 General

Clauses 20, 21, 22 (other than clause 22.3), 23 and 25 to 28 of the Cooperation Agreement shall apply and be incorporated into this Deed as if set out in full in this Deed (with references to "this Agreement" in them being treated as references to this deed).

IN WITNESS WHEREOF, the Parties have executed and delivered this Deed as a deed, as of the date first written above.

Executed as a deed by **FIRSTRAND**)
INTERNATIONAL LIMITED, by two)
directors:)

Signature James Chamberlain

Name (block capitals) JAMES CHAMBERLAIN
Director

Signature Alan Stephen Corlett

Name (block capitals) ALAN STEPHEN CORLETT
Director

Executed as a deed by **ALDERMORE**)
GROUP PLC by an authorised signatory in)
the presence of a witness:)

Signature Marius van Niekerk

Name (block capitals) MARIUS VAN NIEKERK
Authorised signatory

Witness signature Kristen Allen

Witness name KRISTEN ALLEN
(block capitals)

Witness address 
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