
PRICING SUPPLEMENT dated 2 July 2009

The Standard Bank of South Africa Limited

(Incorporated with limited liability in South Africa under registration number 1962/000738/06)

Issue of ZAR 2,750,000,000 Senior Unsecured Fixed Rate Notes due 7 July 2016

Under its ZAR 40 billion 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 (the “**Terms and Conditions**”) set forth in the Programme Memorandum dated 29 October 2008 (the “**Programme Memorandum**”). 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

1.	Issuer	The Standard Bank of South Africa Limited
2.	Status of Notes	Senior Unsecured
3.	Tranche Number	1.
	Series Number	1.
4.	Aggregate Principal Amount	ZAR 2,750,000,000
5.	Interest/Payment Basis	Fixed Rate
6.	Form of Notes	Registered Notes
7.	Automatic/Optional Conversion from one Interest/Payment Basis to another	N/A
8.	Issue Date	7 July 2009
9.	Business Centre	Johannesburg
10.	Additional Business Centre	N/A
11.	Specified Denomination	ZAR1,000,000
12.	Issue Price	100%

13.	Interest Commencement Date	7 July 2009
14.	Maturity Date	7 July 2016
15.	Specified Currency	ZAR
16.	Applicable Business Day Convention	Following Business Day
17.	Calculation Agent	N/A
18.	Paying Agent	The Standard Bank of South Africa Limited
19.	Specified office of the Paying Agent	4 th Floor, No. 3 Simmonds Street, Johannesburg
20.	Agent	The Standard Bank of South Africa Limited
21.	Final Redemption Amount	100% of Principal Amount

PARTLY PAID NOTES

22.	Amount of each payment comprising the Issue Price	N/A
23.	Date upon which each payment is to be made by Noteholder	N/A
24.	Consequences (if any) of failure to make any such payment by Noteholder	N/A
25.	Interest Rate to accrue on the first and subsequent instalments after the due date for payment of such instalments	N/A

INSTALMENT NOTES

26.	Instalment Dates	N/A
27.	Instalment Amounts (expressed as a percentage of the aggregate Principal Amount of the Notes)	N/A

FIXED RATE NOTES

28	(a) Fixed Interest Rate(s)	11.42 per cent
	(b) Interest Payment Date(s)	7 July and 7 January
	(c) Initial Broken Amount	N/A
	(d) Final Broken Amount	N/A
	(e) Any other terms relating to the particular method of calculating interest	N/A

FLOATING RATE NOTES

- | | | |
|-----|---|-----|
| 29 | (a) Interest Payment Date(s) | N/A |
| | (b) Interest Period(s) | N/A |
| | (c) Definitions of Business Day (if different from that set out in Condition 1) | N/A |
| | (d) Interest Rate(s) | N/A |
| | (e) Minimum Interest Rate | N/A |
| | (f) Maximum Interest Rate | N/A |
| | (g) Other terms relating to the method of calculating interest (e.g., Day Count Fraction, rounding up provision, if different from Condition 8.2) | N/A |
| 30 | Manner in which the Interest Rate is to be determined | N/A |
| 31 | Margin | N/A |
| 32 | 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 |
| 33. | If Screen Rate Determination | |
| | (a) Reference Rate (including relevant period by reference to which the Interest Rate is to be calculated) | N/A |
| | (b) Interest Determination Date(s) | N/A |
| | (c) Relevant Screen Page and Reference Code | N/A |
| 34. | If Interest Rate to be calculated otherwise than by reference to 32 or 33 above, insert basis for determining Interest Rate/Margin/Fall back provisions | N/A |
| 35. | If different from the Calculation Agent, agent responsible for calculating amount of principal and interest | N/A |

MIXED RATE NOTES

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|-----|---|-----|
| 36. | Period(s) during which the interest rate for the Mixed Rate Notes will be (as applicable) that for: | |
| | (a) Fixed Rate Notes | N/A |
| | (b) Floating Rate Notes | N/A |
| | (c) Indexed Notes | N/A |

(d) Other N/A

ZERO COUPON NOTES

37. (a) Implied Yield N/A
(b) Reference Price N/A
(c) Any other formula or basis for determining amount(s) payable N/A

INDEXED NOTES

38. (a) Type of Indexed Notes N/A
(b) Index/Formula by reference to which Interest Amount/Final Redemption Amount is to be determined N/A
(c) Manner in which the Interest Amount/Final Redemption Amount is to be determined N/A
(d) Interest Payment Date(s) N/A
(e) If different from the Calculation Agent, agent responsible for calculating amount of principal and interest N/A
(f) Provisions where calculation by reference to Index and/or Formula is impossible or impracticable N/A

EXCHANGEABLE NOTES

39. Mandatory Exchange applicable? N/A
40. Noteholders' Exchange Right applicable? N/A
41. Exchange Securities N/A
42. Manner of determining Exchange Price N/A
43. Exchange Period N/A
44. Other N/A

OTHER NOTES

45. If the Notes are not Partly Paid Notes, Instalment Notes, Fixed Rate Notes, Floating Rate Notes, Mixed Rate Notes, Zero Coupon Notes or Indexed Notes, Exchangeable Notes or if the Notes are a combination of any of the foregoing, set out the relevant description and any additional Terms and Conditions relating to such Notes N/A

PROVISIONS REGARDING REDEMPTION/ MATURITY

46. Prior consent of Registrar of Banks required for No

	any redemption prior to the Maturity Date	
47.	Redemption at the option of the Issuer: if yes:	No
	(a) Optional Redemption Date(s)	N/A
	(b) Optional Redemption Amount(s) and method, if any, of calculation of such amount(s)	N/A
	(c) Minimum period of notice	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
48.	Redemption at the option of the Noteholders: if yes:	No
	(a) Optional Redemption Date(s)	N/A
	(b) Optional Redemption Amount(s) and method, if any, of calculation of such amount(s)	N/A
	(c) Minimum period of notice	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
49.	Early Redemption Amount(s) payable on redemption for taxation reasons or on Event of Default	100% of Principal Amount

GENERAL

50.	Qualification of Notes as Secondary Capital under the Banks Act, 1990	No
51.	Qualification of Notes as Tertiary Capital under the Banks Act, 1990	No
52.	Condition 7.4 to apply (deferral of interest and principal payments)?	No
53.	Additional selling restrictions	N/A
54.	(a) International Securities Numbering (ISIN)	ZAG000069329
	(b) Stock Code	SBS9
55.	Financial Exchange	BESA

56.	If syndicated, names of managers	N/A
57.	Receipts attached? If yes, number of Receipts attached	No
58.	Coupons attached? If yes, number of Coupons attached	No
59.	Talons attached? If yes, number of Talons attached	No
60.	Credit Rating assigned to Notes (if any)	N/A
61.	Stripping of Receipts and/or Coupons prohibited as provided in Condition 16.5?	N/A
62.	Governing law (if the laws of South Africa are not applicable)	N/A
63.	Other Banking Jurisdiction	N/A
64.	Last Day to Register	17h00 on 26 June and 27 December of each year
		The “books closed period” (during which the Register will be closed) will be from each of 27 June and 28 December to the applicable Payment Day
65.	Stabilisation Manager (if any)	N/A
66.	Other provisions	N/A

Application is hereby made to list this issue of Notes on the Bond Exchange of South Africa.

THE STANDARD BANK OF SOUTH AFRICA LIMITED

Arno Daehnke

Duly Authorised Signatory