

2009



FORM OF PROXY

SASFIN HOLDINGS LIMITED

(Incorporated in the Republic of South Africa)
 Registration Number 1987/002097/06
 Ordinary Share Code: SFN ISIN: ZAE000006565
 Preference Share Code: SFNP ISIN: ZAE000060273
 ("Sasfin" or "the Company")



FOR USE ONLY BY CERTIFICATED ORDINARY SHAREHOLDERS AND OWN NAME REGISTERED DEMATERIALIZED ORDINARY SHAREHOLDERS AT THE ANNUAL GENERAL MEETING OF SASFIN SHAREHOLDERS TO BE HELD AT 29 SCOTT STREET, WAVERLEY, JOHANNESBURG ON THURSDAY, 3 DECEMBER 2009 AT 14H00 OR SUCH LATER TIME THAT MAY BE APPLICABLE ("THE ANNUAL GENERAL MEETING").

I/We (Names in capital letters) _____

of (address) _____

being a member(s) of Sasfin and entitled, on a poll, to _____ votes hereby

appoint _____ of _____ or failing him / her

_____ of _____ or failing them,

the Chairman of the Annual General Meeting as my/our proxy to vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on Thursday, 3 December 2009 and at any adjournment thereof.

Please indicate with an "X" in the appropriate spaces how you wish your votes to be cast. Unless this is done, the proxy will be deemed to have been authorised as he/she thinks fit.

	In favour	Against	Abstain
1. To receive and consider the Annual Financial Statements			
2. To re-elect Mr CN Axten as an independent non-executive director			
3. To re-elect Mr M Segal as an independent non-executive director			
4. To re-elect Mr ML Smith as an independent non-executive director			
5. To authorise the directors to determine the auditors' remuneration			
6. To re-appoint the joint auditors for the next financial year			
7. To approve the directors' fees for the past year			
8. To place the unissued ordinary shares under the control of the directors			
9. To grant the directors a general authority to issue ordinary shares for cash			
10. To place the unissued preference shares under the control of the directors			

Signature: _____

Date: _____

Please read the notes on the reverse side hereof.



NOTES TO THE FORM OF PROXY

1. A Sasfin ordinary shareholder may insert the name of a proxy or the names of two alternative proxies of the Sasfin shareholder's choice in the space/s provided, with or without deleting "the Chairman of the Annual General Meeting", but any such deletion must be initialled by the Sasfin ordinary shareholder concerned. The person whose name appears first on the form of proxy and who is present at the Annual General Meeting will be entitled to act as proxy to the exclusion of those whose names follow.
2. A proxy is entitled to attend, speak and vote at the Annual General Meeting in place of the shareholder whom he or she is representing. A proxy need not be a member of the Company.
3. Please insert an "X" in the relevant spaces according to how you wish your votes to be cast. However, if you wish to cast your votes in respect of a lesser number of ordinary shares than you own in Sasfin, insert the number of ordinary shares held in respect of which you desire to vote. Failure to comply with the above will be deemed to authorise the proxy to vote or to abstain from voting at the Annual General Meeting as he/she deems fit in respect of all the shareholder's votes exercisable thereat. A Sasfin shareholder or his/her proxy is not obliged to use all the votes exercisable by the Sasfin shareholder or by his/her proxy, but the total of the votes cast and in respect whereof abstentions are recorded may not exceed the total of the votes exercisable by the shareholder or by his/her proxy.
4. The date must be filled in on this form of proxy when it is signed.
5. The completion and lodging of this form of proxy will not preclude the relevant Sasfin shareholder from attending the Annual General Meeting and speaking and voting in person thereat to the exclusion of any proxy appointed in terms hereof. Where there are joint holders of shares, the vote of the senior joint holder who tenders a vote, as determined by the order in which the names stand in the register of members, will be accepted.
6. Documentary evidence establishing the authority of a person signing this form of proxy in a representative capacity must be attached to this form of proxy unless previously recorded by the transfer secretaries of Sasfin or waived by the Chairman of the Annual General Meeting of Sasfin shareholders.
7. Any alterations or corrections made to this form of proxy must be initialled by the signatory/ies.
8. A minor must be assisted by his/her parent or guardian unless the relevant documents establishing his/her legal capacity are produced or have been registered by the transfer secretaries of Sasfin.
9. Forms of proxy must be received by the Company, Sasfin Holdings Limited at 29 Scott Street, Waverley, 2090 (PO Box 95104, Grant Park, 2051) and the Company's transfer secretaries, Computershare Investor Services (Pty) Limited, Ground Floor, 70 Marshall Street, Johannesburg, 2001 by not later than 14h00 on Tuesday, 1 December 2009.
10. The Chairman of the Annual General Meeting may in his absolute discretion, accept or reject any form of proxy which is completed other than in accordance with these notes.
11. If required, additional forms of proxy are available from the transfer secretaries of Sasfin.
12. Dematerialised shareholders, other than by own name registration, must NOT complete this form of proxy but must provide their CSDP or broker with their voting instructions in terms of the custody agreement entered into between such shareholders and their CSDP or broker.