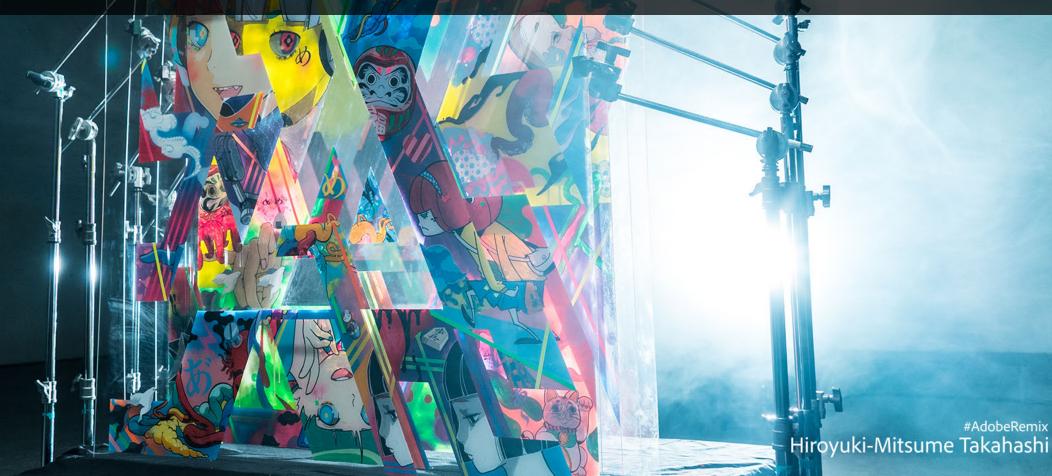
Document adaptation: responsiveness and personalization of the document experience Matthew Hardy | Sr Engineering Manager, Adobe



"This project's goal is to solve a fundamental problem that confronts today's companies. The problem is concerned with our ability to communicate visual material between different computer applications and systems."

> The Camelot Project J. Warnock

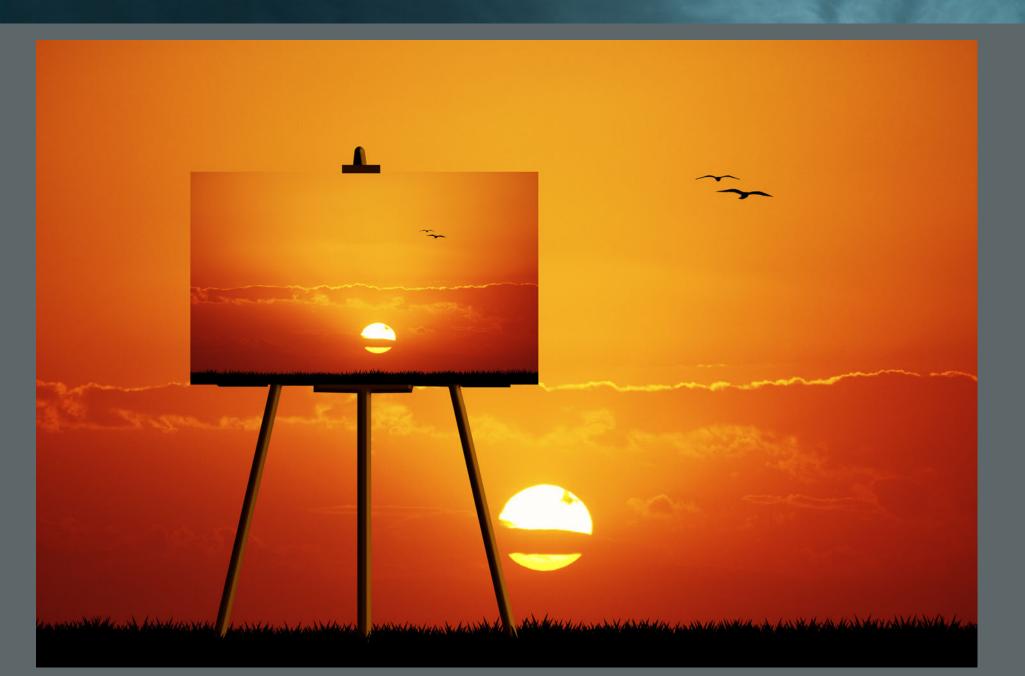
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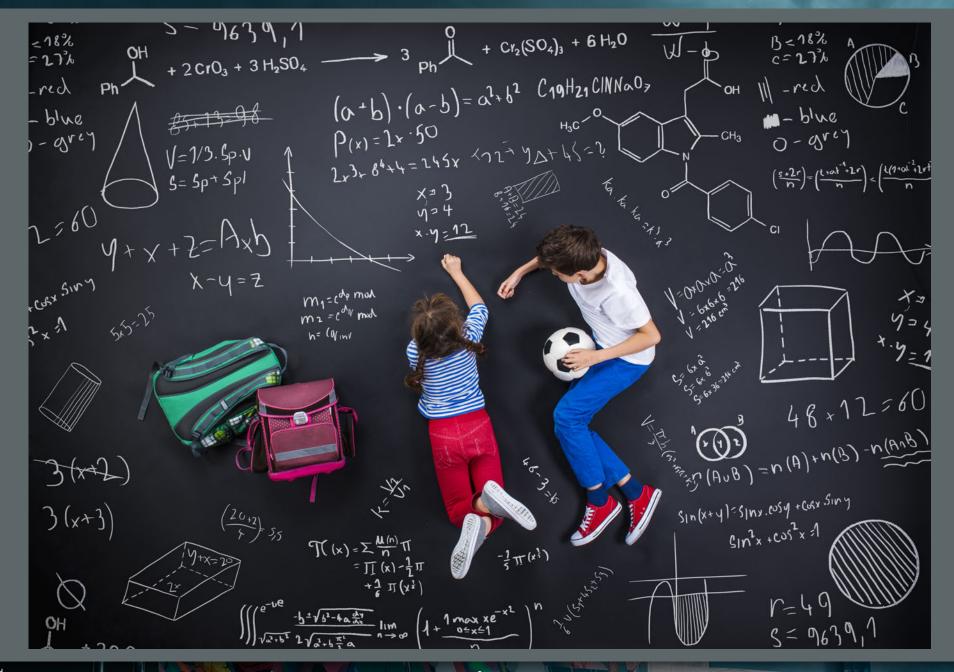


Responsiveness



#AdobeRemix Hiroyuki-Mitsume Takahashi







Personalization



#AdobeRemix Hiroyuki-Mitsume Takahashi

American Typewriter

Dubai

Script MS

Trattatello

Angasa New

Franklin Gothic

Apple Chancery

Arial

Menlo

Gill Sans

Univers

Viner Hand ITC

Yu Gothic

Baskerville

Papyrus

Book Antigua

Perpetua

Zapfino

This has a font size of 4p This has a font size of 8pt This has a font size of 12pt This has a font size of 16pt This has a font size of 20pt This has a font size of 24pt This has a font size of 28pt This has a font size of 32pt This has a font size of 36pt This has a font size of 40pt This has a font size of 44pt This has a font size of 48pt Character Spacing

Character Spacing

Character Spacing

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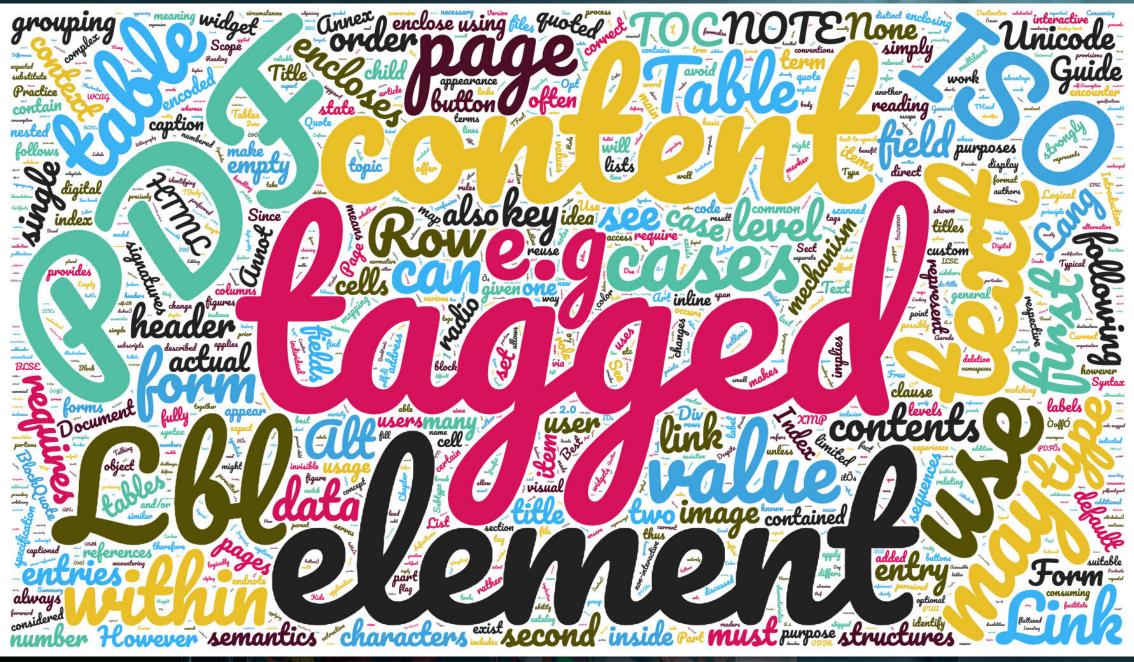


Solution / Challenge



#AdobeRemix Hiroyuki-Mitsume Takahashi





Appointment of directors

The nomination of Board members is delegated to the Nominations Committee, shareholder approval. The committee recommends directors for election to the No material issues were raised during the course of the assessment. Board on the basis of their skills, knowledge and experience, appropriate to the strategic direction of the JSE. Knowledge of JSE business, gained over time, The Board annually also measures the performance of the CEO in achieving ensures continuity and enhances the direction that the Board provides to the specified key performance indicators. The Board was of the view that, during the JSE executive. Refer to the Nominations Committee chairman's report on course of 2012, the CEO had, in all respects, exceeded the standards of page 20 for more information.

Retirement of directors

In terms of article 24 of the JSE's current memorandum of incorporation (MOI) The JSE's non-executive directors fulfil the following definition from King III: "An (existing articles of association of the JSE), at least one-third of non-executive independent director should be independent in character and judgement and directors are required to retire by rotation each year. Retiring directors, if eligible, there should be no relationships or circumstances which are likely to affect, or may be re-elected. In addition, in terms of article 20.2 of that document, the could appear to affect, this independence. Independence is the absence of appointment of any director that takes place during the financial year is required undue influence and bias, which can be affected by the intensity of the to be confirmed by shareholders at the next annual general meeting. In the relationship between the director and the Company rather than any particular proposed new MOI, this has been changed to reflect that all directors (executive and non-executive directors) will be subject to retirement by rotation. Refer to article 12.6 in the enclosed new MOI for more information.

Evaluation of the performance of the JSE Board and the CEO

The annual evaluation of the Board and its committees was performed in October and November by the Chairman. All directors completed a questionnaire compiled by the Company Secretary in conjunction with the Chairman and a non-executive director, Nigel Payne. The Chairman also met the directors individually to obtain additional information.

The process included:

An evaluation	An assessment of	An assessment of the
of Board	the performance of	performance of the Board
effectiveness	individual Board	committees and an evaluation
	members	of their terms of reference and
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Directors are provided with the results of their performance assessments and, if The Board is mindful of these interests and the potential conflict of interest that required, steps are taken to address any needs or concerns raised.

Individual director performance is assessed against the following criteria: time, availability, commitment to performing the functions of a JSE director, knowledge of the business, preparation for meetings, providing strategic direction, the Board considers all of its non-executive directors to be independent. director's views on his/her own performance as a Board member, and attendance over the past year. No material issues were raised during the course of the assessment conducted in 2012.

18 JSE LIMITED INTEGRATED ANNUAL REPORT 2012

An assessment of the Chairman was also conducted by the lead non-executive The process for the nomination of Board members is prescribed and transparent. director, Anton Botha. The assessment took the form of a questionnaire, which was completed by each director. The Chairman was advised of the outcome of which makes recommendations to the Board for consideration, subject to the assessment and is required to address any issues raised during the process.

performance expected of her.

Independence of directors

fact such as length of service or age."

A number of the non-executive directors have certain interests in the JSE.

Indirect, remote interests in the JSE:

H J Borkum	D M Lawrence
 Chairman of Merrill Lynch SA Proprietary Limited (resigned) 	 Deputy chairman of Investec Bank Limited
with effect from 31 March 2013)	 Investec Bank Limited is a listed company, a sponsor and an authorised
- Merrill Lynch is a sponsor and	user of the JSE
an authorised user of the JSE	- Investec Securities, a subsidiary of the
 Merrill Lynch holds 8 027 JSE Limited shares – 0.01% 	Investec Group, holds 900 JSE Limited shares – 0.001%

Direct interests in the JSE:

A D Botha	H J Borkum	A M Mazwai
2012: 25 000	2012: 15 000	2012: 5 000
2011:25 000	2011: 15 000	2011:5 000

might arise as a result, however remote. A rigorous policy of disclosure of interests and recusal from discussions in which a director has an interest is followed to mitigate any such conflicts and thus preserve independence.

including the Chairman of the Board.

Appointment of directors

The process for the nomination of Board members is prescribed and transparent. The nomination of Board members is delegated to the Nominations Committee, which makes recommendations to the Board for consideration, subject to shareholder approval. The committee recommends directors for election to the Board on the basis of their skills, knowledge and experience, appropriate to the strategic direction of the JSE. Knowledge of JSE business, gained over time, ensures continuity and enhances the direction that the Board provides to the JSE executive. Refer to the Nominations Committee chairman's report on page 20 for more information.

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Independence of directors

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- Chairman of Merrill Lynch SA	- Deputy chairman of Investec Bank
Proprietary Limited (resigned	Limited
with effect from 31 March	- Investec Bank Limited is a listed
2013)	company, a sponsor and an authorised
- Merrill Lynch is a sponsor and	user of the JSE
an authorised user of the JSE	- Investec Securities, a subsidiary of the
- Merrill Lynch holds 8 027 JSE	Investec Group, holds 900 JSE Limited
Limited shares - 0.01%	shares - 0.001%

Direct interests in the JSE:

H J Borkum	A M Mazwai	
2012: 15 000	2012: 5 000	
2011: 15 000	2011:5 000	
	2012: 15 000	2012: 15 000 2012: 5 000

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The Board considers all of its non-executive directors to be independent, including the Chairman of the Board.

Appointment of directors

Appointment of directors

Appointment of directors - Language?

Appointment of directors

Appointment of directors -

Heading?

Appointment of directors



Appointment of directors

The nomination of Board members is delegated to the Nominations Committee, shareholder approval. The committee recommends directors for election to the No material issues were raised during the course of the assessment. Board on the basis of their skills, knowledge and experience, appropriate to the strategic direction of the JSE. Knowledge of JSE business, gained over time, The Board annually also measures the performance of the CEO in achieving ensures continuity and enhances the direction that the Board provides to the specified key performance indicators. The Board was of the view that, during the JSE executive. Refer to the Nominations Committee chairman's report on course of 2012, the CEO had, in all respects, exceeded the standards of page 20 for more information.

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The annual evaluation of the Board and its committees was performed in October and November by the Chairman. All directors completed a guestionnaire compiled by the Company Secretary in conjunction with the Chairman and a non-executive director, Nigel Payne. The Chairman also met the directors individually to obtain additional information.

The process included:

An evaluation	An assessment of	An assessment of the
of Board	the performance of	performance of the Board
effectiveness	individual Board	committees and an evaluation
	members	of their terms of reference and
		their continued relevance

Directors are provided with the results of their performance assessments and, if The Board is mindful of these interests and the potential conflict of interest that required, steps are taken to address any needs or concerns raised.

Individual director performance is assessed against the following criteria: time, availability, commitment to performing the functions of a JSE director, knowledge of the business, preparation for meetings, providing strategic direction, the Board considers all of its non-executive directors to be independent. director's views on his/her own performance as a Board member, and attendance over the past year. No material issues were raised during the course of the assessment conducted in 2012.

18 JSE LIMITED INTEGRATED ANNUAL REPORT 2012

An assessment of the Chairman was also conducted by the lead non-executive The process for the nomination of Board members is prescribed and transparent. director, Anton Botha. The assessment took the form of a questionnaire, which was completed by each director. The Chairman was advised of the outcome of which makes recommendations to the Board for consideration, subject to the assessment and is required to address any issues raised during the process.

performance expected of her.

Independence of directors

fact such as length of service or age."

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	2012: 15 000

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including the Chairman of the Board.

Background?

Reading Order?

Appointment of directors

The process for the nomination of Board members is prescribed and transparent. The nomination of Board members is delegated to the Nominations Committee, which makes recommendations to the Board for consideration, subject to shareholder approval. The committee recommends directors for election to the Board on the basis of their skills, knowledge and experience, appropriate to the strategic direction of the JSE. Knowledge of JSE business, gained over time, ensures continuity and enhances the direction that the Board provides to the JSE executive. Refer to the Nominations Committee chairman's report on page 20 for more information.

Retirement of directors

In terms of article 24 of the JSE's current memorandum of incorporation (MOI) (existing articles of association of the JSE), at least one-third of non-executive directors are required to retire by rotation each year. Retiring directors, if eigble, may be re-elected. In addition, in terms of article 20.2 of that document, the appointment of any director that takes place during the financial year is required to be confirmed by shareholders at the next annual general meeting. In the proposed new MOI, this has been changed to reflect that all directors (executive and non-executive directors) will be subject to retirement by rotation. Refer to article 12.6 in the enclosed new MOI for more information.

Evaluation of the performance of the JSE Board and the CEO

The annual evaluation of the Board and its committees was performed in October and Novernber by the Chairman. All directors completed a questionnaire compiled by the Company Secretary in conjunction with the Chairman and a non-executive director, Nigel Payne. The Chairman also met the directors individually to obtain additional information.

The process included:

An evaluation of Board	An assessment of the performance of	An assessment of the performance of the Board
effectiveness	individual Board	committees and an evaluation
	members	of their terms of reference and their continued relevance

Directors are provided with the results of their performance assessments and, if required, steps are taken to address any needs or concerns raised.

Individual director performance is assessed against the following criteria: time, availability, commitment to performing the functions of a JSE director, knowledge of the business, preparation for meetings, providing strategic direction, the director's views on his/her own performance as a Board member, and attendance over the past year. No metrial issues were taised during the course of the assessment conducted in 2012.

18 JSE LIMITED INTEGRATED ANNUAL REPORT 2012

An assessment of the Chairman was also conducted by the lead non-executive director, Anton Botha. The assessment took the form of a questionnaire, which was completed by each director. The Chairman was advised of the outcome of the assessment and is required to address any issues raised during the process. No material issues were raised during the course of the assessment.

The Board annually also measures the performance of the CEO in achieving specified key performance indicators. The Board was of the view that, during the course of 2012, the CEO had, in all respects, exceeded the standards of performance expected of her.

Independence of directors

The JSE's non-executive directors fulfil the following definition from King III: "An independent director should be independent in character and judgement and there should be no relationships or circumstances which are likely to affect, or could appear to affect, this independence. Independence is the absence of undue influence and bias, which can be affected by the intensity of the relationship between the director and the Company rather than any particular fact such as length of service or age."

A number of the non-executive directors have certain interests in the JSE.

Indirect, remote interests in the JSE:

ł	I J Borkum	D	M Lawrence
-	- Chairman of Merrill Lynch SA	-	Deputy chairman of Investec Bank
	Proprietary Limited (resigned		Limited
	with effect from 31 March	-	Investec Bank Limited is a listed
	2013)		company, a sponsor and an authorised
	Merrill Lynch is a sponsor and		user of the JSE
	an authorised user of the JSE	-	Investec Securities, a subsidiary of the
	Merrill Lynch holds 8 027 JSE		Investec Group, holds 900 JSE Limited
	Limited shares - 0.01%		shares - 0.001%
1	lirect interests in the JSE:		

A D Botha	H J Borkum	A M Mazwai
2012: 25 000	2012: 15 000	2012: 5 000
2011:25 000	2011: 15 000	2011:5 000

The Board is mindful of these interests and the potential conflict of interest that might arise as a result, however remote. A rigorous policy of disclosure of interests and recusal from discussions in which a director has an interest is followed to mitigate any such conflicts and thus preserve independence.

The Board considers all of its non-executive directors to be independent, including the Chairman of the Board.

Appointment of directors

The nomination of Board members is delegated to the Nominations Committee, shareholder approval. The committee recommends directors for election to the No material issues were raised during the course of the assessment. Board on the basis of their skills, knowledge and experience, appropriate to the strategic direction of the JSE. Knowledge of JSE business, gained over time, The Board annually also measures the performance of the CEO in achieving ensures continuity and enhances the direction that the Board provides to the specified key performance indicators. The Board was of the view that, during the JSE executive. Refer to the Nominations Committee chairman's report on course of 2012, the CEO had, in all respects, exceeded the standards of page 20 for more information.

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The process inclu	ded:	
An evaluation of Board effectiveness	An assessment of the performance of individual Board members	An assessment of the performance of the Board committees and an evaluation of their terms of reference and their continued relevance

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Indirect, remote interests in the JSE:

2011:25 000

H J Borkum D M Lawrence The annual evaluation of the Board and its committees was performed in - Chairman of Merrill Lynch SA - Deputy chairman of Investec Bank company, a sponsor and an authorised - Merrill Lynch is a sponsor and user of the JSE an authorised user of the JSE - Investec Securities, a subsidiary of the - Merrill Lynch holds 8 027 JSE Investec Group, holds 900 JSE Limited Limited shares - 0.01% shares - 0.001% Direct interests in the JSE: A D Botha H J Borkum A M Mazwai 2012: 5 000 2012: 25 000 2012: 15 000

Directors are provided with the results of their performance assessments and, if The Board is mindful of these interests and the potential conflict of interest that might arise as a result, however remote. A rigorous policy of disclosure of interests and recusal from discussions in which a director has an interest is followed to mitigate any such conflicts and thus preserve independence.

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List?



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Table?

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2012: 25 000	2012: 15 000	2012: 5 000
2011:25 000	2011: 15 000	2011:5 000

might arise as a result, however remote. A rigorous policy of disclosure of interests and recusal from discussions in which a director has an interest is followed to mitigate any such conflicts and thus preserve independence.

including the Chairman of the Board.

Artifact?

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