

Capitec Bank Holdings Limited

Main Features of Capital Instruments

August 2016



Disclosure template for main features of regulatory capital instruments	Listed Ordinary shares	Listed Preference shares	Unlisted PP1	Unlisted PP2	Unlisted PP3	Listed CBL12	Unlisted PP4	Listed CBL13	Listed CBL14	Unlisted PP5	Listed CBL17	Listed CBL18	Listed CBL20
1 Issuer	Capitec Bank Holdings Limited	Capitec Bank Holdings Limited	Capitec Bank Limited	Capitec Bank Limited	Capitec Bank Limited	Capitec Bank Limited	Capitec Bank Limited	Capitec Bank Limited	Capitec Bank Limited	Capitec Bank Limited	Capitec Bank Limited	Capitec Bank Limited	Capitec Bank Limited
2 Unique identifier	CPI	CPIP	Private Placement 1	Private Placement 2	Private Placement 3	ZAG000089038	Private Placement 4	ZAG000092560	ZAG000092552	Private Placement 5	ZAG000099359	ZAG000099367	ZAG0000102245
3 Governing law(s) of the instrument	Laws of South Africa ⁽¹⁾	Laws of South Africa ⁽¹⁾	Laws of South Africa ⁽¹⁾	Laws of South Africa ⁽¹⁾	Laws of South Africa ⁽¹⁾	Laws of South Africa ⁽¹⁾	Laws of South Africa ⁽¹⁾	Laws of South Africa ⁽¹⁾	Laws of South Africa ⁽¹⁾	Laws of South Africa ⁽¹⁾	Laws of South Africa ⁽¹⁾	Laws of South Africa ⁽¹⁾	Laws of South Africa ⁽¹⁾
Regulatory treatment													
4 Transitional Basel III rules	Common Equity Tier 1	Additional Tier 1	Tier 2	Tier 2	Tier 2	Tier 2	Tier 2	Tier 2	Tier 2	Tier 2	Tier 2	Tier 2	Tier 2
5 Post-transitional Basel III rules	Common Equity Tier 1	Ineligible	Ineligible	Ineligible	Ineligible	Ineligible	Ineligible	Ineligible	Ineligible	Ineligible	Ineligible	Ineligible	Ineligible
6 Eligible at solo/group/group & solo	Solo and Group	Solo and Group	Solo and Group ⁽²⁾	Solo and Group ⁽²⁾	Solo and Group ⁽²⁾	Solo and Group ⁽²⁾	Solo and Group ⁽²⁾	Solo and Group ⁽²⁾	Solo and Group ⁽²⁾	Solo and Group ⁽²⁾	Solo and Group ⁽²⁾	Solo and Group ⁽²⁾	Solo and Group ⁽²⁾
7 Instrument type	Ordinary shares	Preference shares	Subordinated debt	Subordinated debt	Subordinated debt	Subordinated debt	Subordinated debt	Subordinated debt	Subordinated debt	Subordinated debt	Subordinated debt	Subordinated debt	Subordinated debt
8 Amount recognised in regulatory capital (R'm)	ZAR5 649.0	ZAR155.4	ZAR250.0	ZAR100.0	ZAR100.0	ZAR100.0	ZAR17.6	ZAR60.0	ZAR70.0	ZAR200.0	ZAR160.0	ZAR140.0	ZAR343.2
9 Par value of instrument (R'm)	ZAR0.01 per share	ZAR0.01 per share	ZAR250	ZAR100	ZAR100	ZAR250	ZAR44	ZAR150	ZAR175	ZAR500	ZAR400	ZAR350	ZAR572
10 Accounting classification	Shareholders' equity	Shareholders' equity	Liability – amortised cost	Liability – amortised cost	Liability – amortised cost	Liability – amortised cost	Liability – amortised cost	Liability – amortised cost	Liability – amortised cost	Liability – amortised cost	Liability – amortised cost	Liability – amortised cost	Liability – amortised cost
11 Original date of issuance	18-Feb-02	31-Aug-06	29-Jan-10	30-Aug-10	21-Sep-10	06-Sep-11	31-Oct-11	01-Feb-12	01-Feb-12	06-Jul-12	23-Aug-12	23-Aug-12	14-Dec-12
12 Perpetual or dated	Perpetual	Perpetual	Dated	Dated	Dated	Dated	Dated	Dated	Dated	Dated	Dated	Dated	Dated
13 Original maturity date	N/A	N/A	29-Jan-22	30-Aug-22	21-Sep-22	06-Sep-18	31-Oct-18	01-Feb-19	01-Feb-19	06-Jul-19	23-Aug-19	23-Aug-19	14-Dec-19
14 Issuer call subject to prior supervisory approval	No	No	Yes	Yes	Yes	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
15 Optional call date, contingent call dates and redemption amount	N/A	N/A	29-Jan-17 ⁽³⁾	30-Aug-17 ⁽³⁾	21-Sep-17 ⁽³⁾	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
16 Subsequent call dates, if applicable	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Coupons / dividends													
17 Fixed or floating dividend/coupon	Discretionary dividend	Floating	Floating	Floating	Floating	Fixed	Floating	Floating	Fixed	Floating	Floating	Fixed	Floating
18 Coupon rate and any related index	Distributable profits declared as dividends	83.33% of the prime overdraft rate on a face value of R100 per share	6.75% + 3-MTH ZAR-JIBAR-SAFEX pa	5.75% + 3-MTH ZAR-JIBAR-SAFEX pa	5.75% + 3-MTH ZAR-JIBAR-SAFEX pa	11.32% pa	4.50% + 3-MTH ZAR-JIBAR-SAFEX pa	4.50% + 3-MTH ZAR-JIBAR-SAFEX pa	11.55% pa	4.75% + 3-MTH ZAR-JIBAR-SAFEX pa	4.49% + 3-MTH ZAR-JIBAR-SAFEX pa	11.06% pa	4.49% + 3-MTH ZAR-JIBAR-SAFEX pa
19 Existence of a dividend stopper	No	Yes	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
20 Fully discretionary, partially discretionary or mandatory	Fully discretionary	Fully discretionary	Mandatory	Mandatory	Mandatory	Mandatory	Mandatory	Mandatory	Mandatory	Mandatory	Mandatory	Mandatory	Mandatory
21 Existence of step up or other incentive to redeem	No	No	Yes	Yes	Yes	No	No	No	No	No	No	No	No
22 Noncumulative or cumulative	Non-cumulative	Non-cumulative	Cumulative	Cumulative	Cumulative	Cumulative	Cumulative	Cumulative	Cumulative	Cumulative	Cumulative	Cumulative	Cumulative
23 Convertible or non-convertible	Non-convertible	Non-convertible	Non-convertible	Non-convertible	Non-convertible	Non-convertible	Non-convertible	Non-convertible	Non-convertible	Non-convertible	Non-convertible	Non-convertible	Non-convertible
24 If convertible, conversion trigger (s)	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
25 If convertible, fully or partially	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
26 If convertible, conversion rate	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
27 If convertible, mandatory or optional conversion	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
28 If convertible, specify instrument type convertible into	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
29 If convertible, specify issuer of instrument it converts into	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
30 Write-down feature	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
31 If write-down, write-down trigger(s)	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
32 If write-down, full or partial	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
33 If write-down, permanent or temporary	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
34 If temporary write-down, description of write-up mechanism	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
35 Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	⁽⁴⁾												
36 Non-compliant transitioned features	No	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
37 If yes, specify non-compliant features	N/A	⁽⁵⁾	^{(5) (6)}	^{(5) (6)}	^{(5) (6)}	^{(5) (6)}	⁽⁵⁾	⁽⁵⁾	⁽⁵⁾	⁽⁵⁾	⁽⁵⁾	⁽⁵⁾	⁽⁵⁾

⁽¹⁾ The main Acts are Banks Act of 1990, Securities Act of 2004, Companies Act of 2008 and Insolvency Act of 1936.

⁽²⁾ Starting 2013, a deemed surplus attributable to T2 capital of subsidiaries issued to outside third parties, is excluded from group qualifying capital in terms of the accelerated adoption of Basel 3. This deduction phases in at 20% per annum. This deduction is not reflected in the values in line 8.

⁽³⁾ Redemption at par value of instrument.

⁽⁴⁾ The ordinary shares shall on the return of capital in a winding-up, entitle the holders thereof rights of participation in any surplus profits or assets of the company after all prior obligations have been satisfied.

⁽⁵⁾ Has no loss absorbency at the point of non-viability.

⁽⁶⁾ Existence of a step up clause.