

Capitec Bank Holdings Limited

Main Features of Capital Instruments

January 2017



| 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 | ZAR129.50 | ZAR0.00 ⁽⁷⁾ | ZAR100.0 | ZAR50 | ZAR100.0 | ZAR8.8 | ZAR60.0 | ZAR70.0 | ZAR200.0 | ZAR160.0 | ZAR140.0 | ZAR228.8 |
| 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.

⁽⁷⁾ The subordinated debt instrument was redeemed on the optional call date – refer row 15