



AFRICAN BANK LIMITED
(Registration number 2014/176899/06)
(incorporated with limited liability in the Republic of South Africa)

The ISSUER

APPLICABLE PRICING SUPPLEMENT

Issue of ZAR115 000 000 10.93% Senior Unsecured Fixed Rate Notes
Under its ZAR25 000 000 000 Domestic Medium Term Note Programme
Stock Code ABX01

This document constitutes the Applicable 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 set forth in the Programme Memorandum dated 13 March 2019 and registered with the JSE on 13 March 2019, prepared by the Issuer in connection with the ZAR25 000 000 000 Domestic Medium Term Note Programme of the Issuer, as amended or supplemented from time to time (the “**Programme Memorandum**”).

Any capitalised terms not defined in this Applicable Pricing Supplement shall have the meanings ascribed to them in the section of the Programme Memorandum headed “*Terms and Conditions of the Notes*”.

The Notes described in this Applicable Pricing Supplement are issued on and subject to the Terms and Conditions in the Programme Memorandum and this Applicable 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 Applicable Pricing Supplement and the Programme Memorandum, the provisions of this Applicable Pricing Supplement shall prevail.

DESCRIPTION OF NOTES

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| 1. Issuer | African Bank Limited (Registration number 2014/176899/06) |
| 2. Status of Notes | Senior, Unsecured |
| 3. Series Number | 1 |
| 4. Tranche Number | 2 |
| 5. Aggregate Nominal Amount: | |
| (a) Series | ZAR235 000 000 |
| (b) Tranche | ZAR115 000 000 |
| 6. Interest | Interest-bearing |
| 7. Interest Payment Basis | Fixed Rate |
| 8. Automatic/Optional Conversion from one Interest/Redemption/Payment Basis to another | N/A |
| 9. Form of Notes | Listed Registered Notes |
| 10. Issue Date | 29 November 2019 |
| 11. Maturity Date | 10 July 2024 |
| 12. Maturity Period | N/A |
| 13. Nominal Amount per Note | ZAR1 000 000 |

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| 14. | Specified Denomination | ZAR1 000 000 |
| 15. | Issue Price | 102.71388% per cent. of the Nominal Amount |
| 16. | Interest Commencement Date | 10 July 2019 |
| 17. | Payment Day (if different from that set out in Condition 7.6) | N/A |
| 18. | Specified Currency | ZAR |
| 19. | Final Redemption Amount | 100 per cent. of the Nominal Amount |
| 20. | Books Closed Period(s) | The Register will be closed from 31 December to 9 January and from 30 June to 9 July (all dates inclusive) in each year until the Maturity Date |
| 21. | Last Day to Register | By 17h00 on 30 December and 29 June in each year until the Maturity Date, or if such day is not a Business Day, the Business Day preceding each Books Closed Period, in each year until the Maturity Date |
| 22. | Business Centre | Johannesburg |
| 23. | Additional Business Centre | N/A |
| 24. | Applicable Business Day Convention | Modified Following Business Day |
| 25. | Description of Underlying Asset | N/A |
| 26. | Note Linked to another Listed Instrument | N/A |

FIXED RATE NOTES

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| 27. | (a) Fixed Rate of Interest | 10.93 per cent. per annum payable semi-annually in arrears |
| | (b) Fixed Interest Payment Date(s) | 10 January and 10 July of each calendar year up to and including the Maturity Date or, if such day is not a Business Day, the Business Day on which the interest will be paid, as determined in accordance with the Applicable Business Day Convention; |
| | (c) Interest Period(s) | Each period commencing on (and including) an Interest Payment Date and ending on (but excluding) the following Interest Payment Date; provided that the first Interest Period will commence on (and include) the Interest Commencement Date and ending on (but excluding) the first Interest Payment Date to occur thereafter (each Interest Payment Date as adjusted in accordance with the Applicable Business Day Convention); |
| | (d) Initial Broken Amount | N/A |
| | (e) Final Broken Amount | N/A |
| | (f) Any other terms relating to the particular method of calculating interest | N/A |

PROVISIONS REGARDING REDEMPTION/MATURITY

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| 28. | Prior consent of Relevant Regulator for any redemption prior to Maturity Date | N/A |
| 29. | Redemption at the Option of the Issuer: | No |

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| 30. | Redemption at the Option of the Senior Noteholders: | No |
| 31. | Early Redemption Amount(s) payable on redemption for taxation reasons or on redemption for Regulatory Reasons or on Event of Default (if required). | 100 per cent. of the Nominal Amount |

GENERAL

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| 32. | Tier 2 Notes | No |
| 33. | Arranger | FirstRand Bank Limited, acting through its Rand Merchant Bank division |
| 34. | Calculation Agent | African Bank Limited |
| 35. | Specified office of the Calculation Agent | 59, 16th Road, Midrand, 1685, South Africa |
| 36. | Paying Agent | The Standard Bank of South Africa Limited |
| 37. | Specified office of the Paying Agent | 3rd Floor, 25 Pixley Ka Isaka Seme Street, Johannesburg, 2001, South Africa |
| 38. | Settlement Agent | The Standard Bank of South Africa Limited |
| 39. | Specified office of the Settlement Agent | 3rd Floor, 25 Pixley Ka Isaka Seme Street, Johannesburg, 2001, South Africa |
| 40. | Transfer Agent | Link Market Services South Africa (Proprietary) Limited |
| 41. | Specified office of the Transfer Agent | 19 Ameshoff Street, 13th Floor, Rennie House, Braamfontein, Johannesburg, 2001, South Africa |
| 42. | Issuer Agent | The Standard Bank of South Africa Limited |
| 43. | Specified office of the Issuer Agent | 3rd Floor, 25 Pixley Ka Isaka Seme Street, Johannesburg, 2001, South Africa |
| 44. | Financial Exchange | Interest Rate Market of the JSE |
| 45. | Additional selling restrictions | None |
| 46. | ISIN No. | ZAG000160870 |
| 47. | Stock Code | ABX01 |
| 48. | Stabilising manager | N/A |
| 49. | Provisions relating to stabilisation | N/A |
| 50. | Exchange Control Approval Required | Not Applicable |
| 51. | Exchange Control Approval Received | Not Applicable |
| 52. | Rating assigned to the Issuer | ‘zaA-/zaA-2’ national scale rating |
| 53. | Rating Agency | Standard & Poor’s Global Ratings |
| 54. | Governing law (if the laws of South Africa are not applicable) | N/A |
| 55. | The notice period required for exchanging Uncertificated Notes for Individual Certificates | 30 days prior to the Exchange Date |
| 56. | Surrendering of Notes in the case of Notes represented by an Individual Certificate | The Issuer shall not be obliged to make or cause to be made any payment in respect of the final redemption of a Registered Note represented by an Individual Certificate until at least 7 days has passed since the date on which the Individual Certificate in respect of the |

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| | Notes to be redeemed has been surrendered to Transfer Agent at its Specified Office. |
| 57. Use of Proceeds | As stated in the Programme Memorandum |
| 58. Aggregate Nominal Amount of Notes in Issue | As at the Issue Date (but excluding the Notes issued under this Applicable Pricing Supplement), the Issuer has issued Notes in the aggregate total Nominal Amount of ZAR6 133 800 000 under the Programme Memorandum dated 22 March 2016 and under the Programme Memorandum dated 13 March 2019. |
| 59. Programme Amount | The Programme Amount of ZAR25 000 000 000 has not been exceeded. |
| 60. Other provisions (including additional covenants, if any) | N/A |
| 61. Material Change | There has been no material change in the financial or trading position of the Issuer and its subsidiaries (if any) since the date of the Issuer's latest published audited annual financial statements for the year ended 30 September 2019. As at the date hereof, there has been no involvement by the auditors of the Issuer in making the aforementioned statement. |
| 62. Litigation Statement | Save as disclosed in the Programme Memorandum (including any information incorporated by reference therein) as read together with this Applicable Pricing Supplement, as at the date of this Applicable Pricing Supplement, the Issuer is not engaged (whether as defendant or otherwise) in any legal or arbitration proceedings, including any proceedings that are pending or threatened, of which the Issuer is aware, that may have or have had in the recent past, being the previous 12 months, a material effect on the Issuer's financial position |
| 63. Applicable Laws | Save as disclosed in the Programme Memorandum (including any information incorporated by reference therein) as read together with this Applicable Pricing Supplement, as at the date of this Applicable Pricing Supplement, the Issuer is not aware of any failure by it to comply with Applicable Laws to which it is subject, in a manner which would reasonably be expected to have a material effect on the financial position or the operations of the Issuer. |

Responsibility:

The Issuer certifies that, to the best of its knowledge and belief, there are no facts that have been omitted which would make any statements in the Programme Memorandum as read with this Applicable Pricing Supplement false or misleading and that all reasonable enquiries to ascertain such facts have been made, as well as that the Programme Memorandum as read together with this Applicable Pricing Supplement contains all information required by Applicable Laws and the JSE Debt Listings Requirements.

The Issuer accepts full responsibility for the accuracy of the information contained in the Programme Memorandum as read together with this Applicable Pricing Supplement and the annual financial statements and annual report and any amendments or supplements to the aforementioned documents, except as otherwise stated therein or herein.

The JSE takes no responsibility for the contents of the Programme Memorandum, the annual financial statements, and applicable pricing supplements, or annual report (and any amendments or supplements to the

aforementioned documents), and makes no representation as to the accuracy or completeness of any of this Programme Memorandum, the annual financial statements, any applicable pricing supplements, or annual report (and any amendments or supplements to the aforementioned documents) and expressly disclaims any liability for any loss arising from or in reliance upon the whole or any part of the aforementioned documents. The JSE's approval of the registration of the Programme Memorandum and listing of the Notes shall not be taken in any way as an indication of the merits of the Issuer or of the Notes and that, to the extent permitted by law, the JSE will not be liable for any claim whatsoever.

Application is hereby made to list this issue of Notes on 29 November 2019

SIGNED at Sandton on 27 November 2019.

For and on behalf of

AFRICAN BANK LIMITED

This Applicable Pricing Supplement was signed on behalf of the Issuer by Gustav Raubenheimer on 27 November 2019. Copies of the version bearing such signatures are available for inspection at the Specified Office of the Issuer.

Name: Gustav Raubenheimer

Capacity: Director

Who warrants his/her authority hereto

Date: 27 November 2019