

Annexure B: capital instruments main features disclosure

DISCLOSURE TEMPLATE FOR MAIN FEATURES OF REGULATORY CAPITAL INSTRUMENTS AS AT 25 NOVEMBER 2016

Issuer	Nedbank Group Limited	Nedbank Limited	Nedbank Limited	Nedbank Limited	Nedbank Limited
Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)	ZAE000004875	Unlisted	ZAE000043667	ZAG000041120	XS0415508307
Governing law(s) of the instrument	Banks Act, Companies Act	Banks Act, Companies Act	Banks Act	Banks Act	Banks Act
Regulatory treatment					
Transitional Basel III rules	CET1	CET1	Additional tier 1	Tier 2	Tier 2
Post-transitional Basel III rules	CET1	CET1	Ineligible	Ineligible	Ineligible
Eligible at solo/group/group and solo	Group	Group and solo	Group and Solo	Group, solo	Group, solo
Instrument type (types to be specified by each jurisdiction)	Ordinary share capital	Ordinary share capital	Preference share capital	Subordinated debt	Subordinated debt
Amount recognised in regulatory capital (Currency in mil, as of most recent reporting date)	18 046	18 571	3 561	2 000	US\$100
Par value of instrument	461	27	0,4	2 000	US\$100
Accounting classification	Shareholders' equity	Shareholders' equity	Shareholders' equity	Liability – amortised cost	Liability – amortised cost
Original date of issuance	9 November 1966	2 January 1951	24 December 2002	06 July 2007	03 March 2009
Perpetual or dated	Perpetual	Perpetual	Perpetual	Dated	Dated
Original maturity date	N/A	N/A	N/A	06 July 2022	03 March 2022
Issuer call subject to prior supervisory approval	Yes	Yes	Yes	Yes	Yes
Optional call date, contingent call dates and redemption amount	N/A	N/A	N/A	06 July 2017	03 March 2017
Subsequent call dates, if applicable	N/A	N/A	N/A	N/A	N/A
Coupons / dividends					
Fixed or floating dividend/coupon	Floating	Floating	Floating	Floating	Floating
Coupon rate and any related index	N/A	N/A	Maximum of 83,33% of Prime lending rate	3-month JIBAR + 0,47% p.a.	3-month US\$ LIBOR + 1,5% p.a.
Existence of a dividend stopper	N/A	N/A	N/A	No	No
Fully discretionary, partially discretionary or mandatory	Fully discretionary	Fully discretionary	Partially discretionary	Mandatory	Mandatory
Existence of step up or other incentive to redeem	N/A	N/A	N/A	Yes	Yes
Non-cumulative or cumulative	Non-cumulative	Non-cumulative	Non-cumulative	Cumulative	Cumulative
Convertible or non-convertible	N/A	N/A	N/A	Non-convertible	Non-convertible
If convertible, conversion trigger(s)	N/A	N/A	N/A	N/A	N/A
If convertible, fully or partially	N/A	N/A	N/A	N/A	N/A
If convertible, conversion rate	N/A	N/A	N/A	N/A	N/A
If convertible, mandatory or optional conversion	N/A	N/A	N/A	N/A	N/A
If convertible, specify instrument type convertible into	N/A	N/A	N/A	N/A	N/A
If convertible, specify issuer of instrument it converts into	N/A	N/A	N/A	N/A	N/A
Write-down feature	N/A	N/A	N/A	N/A	N/A
If write-down, write-down trigger(s)	N/A	N/A	N/A	N/A	N/A
If write-down, full or partial	N/A	N/A	N/A	N/A	N/A
If write-down, permanent or temporary	N/A	N/A	N/A	N/A	N/A
If temporary write-down, description of write-up mechanism	N/A	N/A	N/A	N/A	N/A
Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	Preference shares, hybrid debt, subordinated debt, senior unsecured debt, depositors, senior creditors	Preference shares, hybrid debt, subordinated debt, senior unsecured debt, depositors, senior creditors	Subordinated debt that ranks as Tier 2, senior unsecured debt, depositors, senior creditors	Senior unsecured debt, depositors, senior creditors	Senior unsecured debt, depositors, senior creditors
Non-compliant transitioned features	No	No	Yes	Yes	Yes
If yes, specify non-compliant features	N/A	N/A	No contractual nor statutory loss absorbency clause included	Has step-up and no contractual nor statutory loss absorbency clause included prior to gone concern	Has step-up and no contractual nor statutory loss absorbency clause included prior to gone concern

Issuer	Nedbank Limited	Nedbank Limited	Nedbank Limited	Nedbank Limited	Nedbank Limited
Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)	ZAG000120528	ZAG000107418	ZAG000111048	ZAG000114703	ZAG000114711
Governing law(s) of the instrument	Banks Act	Banks Act	Banks Act	Banks Act	Banks Act
Regulatory treatment					
Transitional Basel III rules	Tier 2	Tier 2	Tier 2	Tier 2	Tier 2
Post-transitional Basel III rules	Eligible	Eligible	Eligible	Eligible	Eligible
Eligible at solo/group/group and solo	Group, solo	Group, solo	Group, solo	Group, solo	Group, solo
Instrument type (types to be specified by each jurisdiction)	Subordinated debt	Subordinated debt	Subordinated debt	Subordinated debt	Subordinated debt
Amount recognised in regulatory capital (Currency in mil, as of most recent reporting date)	300	1 800	1 200	450	1 737
Par value of instrument	300	1 800	1 200	450	1 737
Accounting classification	Liability – accrued	Liability – accrued	Liability – accrued	Liability – accrued	Liability – accrued
Original date of issuance	13 October 2014	24 July 2013	28 November 2013	7 April 2014	7 April 2014
Perpetual or dated	Dated	Dated	Dated	Dated	Dated
Original maturity date	14 October 2024	25 July 2023	29 November 2023	8 April 2024	8 April 2024
Issuer call subject to prior supervisory approval	Yes	Applicable	Applicable	Applicable	Applicable
Optional call date, contingent call dates and redemption amount	14 October 2019	25 July 2018	29 November 2018	8 April 2019	8 April 2019
Subsequent call dates, if applicable	N/A	N/A	N/A	N/A	N/A
Coupons / dividends					
Fixed or floating dividend/coupon	Floating	Floating	Floating	Fixed	Floating
Coupon rate and any related index	3-month JIBAR + 2,75% p.a.	3-month JIBAR + 2,75% p.a.	3-month JIBAR + 2,55% p.a.	10,49%	3-month JIBAR + 2,55% p.a.
Existence of a dividend stopper	No	No	No	No	No
Fully discretionary, partially discretionary or mandatory	Mandatory	Mandatory	Mandatory	Mandatory	Mandatory
Existence of step up or other incentive to redeem	N/A	N/A	N/A	N/A	N/A
Non-cumulative or cumulative	Non-cumulative	Non-cumulative	Non-cumulative	Non-cumulative	Non-cumulative
Convertible or non-convertible	Non-convertible	Non-convertible	Non-convertible	Non-convertible	Non-convertible
If convertible, conversion trigger(s)	N/A	N/A	N/A	N/A	N/A
If convertible, fully or partially	N/A	N/A	N/A	N/A	N/A
If convertible, conversion rate	N/A	N/A	N/A	N/A	N/A
If convertible, mandatory or optional conversion	N/A	N/A	N/A	N/A	N/A
If convertible, specify instrument type convertible into	N/A	N/A	N/A	N/A	N/A
If convertible, specify issuer of instrument it converts into	N/A	N/A	N/A	N/A	N/A
Write-down feature	Applicable	Applicable	Applicable	Applicable	Applicable
If write-down, write-down trigger(s)	Discretion of the regulator	Discretion of the regulator	Discretion of the regulator	Discretion of the regulator	Discretion of the regulator
If write-down, full or partial	Full or partial	Full or partial	Full or partial	Full or partial	Full or partial
If write-down, permanent or temporary	Permanent	Permanent	Permanent	Permanent	Permanent
If temporary write-down, description of write-up mechanism	N/A	N/A	N/A	N/A	N/A
Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	Depositors and senior creditors	Depositors and senior creditors	Depositors and senior creditors	Depositors and senior creditors	Depositors and senior creditors
Non-compliant transitioned features	No	No	No	No	No
If yes, specify non-compliant features	N/A	N/A	N/A	N/A	N/A

Issuer	Nedbank Limited	Nedbank Limited	Nedbank Limited	Nedbank Limited	Nedbank Group Limited
Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)	ZAG000123019	ZAG000127580	ZAG0001127598	ZAG000136680	ZAG0001139577
Governing law(s) of the instrument	Banks Act	Banks Act	Banks Act	Banks Act	Banks Act
Regulatory treatment					
Transitional Basel III rules	Tier 2	Tier 2	Tier 2	Additional tier 1	Tier 2
Post-transitional Basel III rules	Eligible	Eligible	Eligible	Eligible	Eligible
Eligible at solo/group/group and solo	Group, solo	Group, solo	Group, solo	Group, solo	Group
Instrument type (types to be specified by each jurisdiction)	Subordinated debt	Subordinated debt	Subordinated debt	Subordinated debt	Subordinated debt
Amount recognised in regulatory capital (Currency in mil, as of most recent reporting date)	225	1 624	407	1 500	2 000
Par value of instrument	225	1 624	407	1 500	2 000
Accounting classification	Liability – accrued	Liability – accrued	Liability – accrued	Shareholders' Equity	Liability – accrued
Original date of issuance	15 January 2015	30 June 2015	30 June 2015	20 May 2016	21 September 2016
Perpetual or dated	Dated	Dated	Dated	Perpetual	Dated
Original maturity date	16 January 2025	1 July 2025	1 July 2025	N/A	22 September 2026
Issuer call subject to prior supervisory approval	Applicable	Applicable	Applicable	Applicable	Applicable
Optional call date, contingent call dates and redemption amount	16 January 2020	1 July 2020	1 July 2020	21 May 2021	22 September 2021
Subsequent call dates, if applicable	N/A	N/A	N/A	Subsequent coupon dates	N/A
Coupons / dividends					
Fixed or floating dividend/coupon	Floating	Floating	Fixed	Floating	Floating
Coupon rate and any related index	3-month JIBAR + 2,75% p.a.	3-month JIBAR + 3,5% p.a.	11,29%	3-month JIBAR + 7% p.a.	3-month JIBAR + 4% p.a.
Existence of a dividend stopper	No	No	No	Yes	No
Fully discretionary, partially discretionary or mandatory	Mandatory	Mandatory	Mandatory	Fully discretionary	Mandatory
Existence of step up or other incentive to redeem	N/A	N/A	N/A	N/A	N/A
Non-cumulative or cumulative	Non-cumulative	Non-cumulative	Non-cumulative	Non-cumulative	Non-cumulative
Convertible or non-convertible	Non-convertible	Non-convertible	Non-convertible	Non-convertible	Non-convertible
If convertible, conversion trigger(s)	N/A	N/A	N/A	N/A	N/A
If convertible, fully or partially	N/A	N/A	N/A	N/A	N/A
If convertible, conversion rate	N/A	N/A	N/A	N/A	N/A
If convertible, mandatory or optional conversion	N/A	N/A	N/A	N/A	N/A
If convertible, specify instrument type convertible into	N/A	N/A	N/A	N/A	N/A
If convertible, specify issuer of instrument it converts into	N/A	N/A	N/A	N/A	N/A
Write-down feature	Applicable	Applicable	Applicable	Applicable	Applicable
If write-down, write-down trigger(s)	Discretion of the regulator	Discretion of the regulator	Discretion of the regulator	Discretion of the regulator	Discretion of the regulator
If write-down, full or partial	Full or partial	Full or partial	Full or partial	Full or partial	Full or partial
If write-down, permanent or temporary	Permanent	Permanent	Permanent	Permanent	Permanent
If temporary write-down, description of write-up mechanism	N/A	N/A	N/A	N/A	N/A
Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	Depositors and senior creditors	Depositors and senior creditors	Depositors and senior creditors	Subordinated debt that ranks as Tier 2, senior unsecured debt, depositors and senior creditors	Depositors and senior creditors
Non-compliant transitioned features	No	No	No	No	No
If yes, specify non-compliant features	N/A	N/A	N/A	N/A	N/A

Issuer	Nedbank Limited
Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)	ZAG000140781
Governing law(s) of the instrument	Banks Act
Regulatory treatment	
Transitional Basel III rules	Additional tier 1
Post-transitional Basel III rules	Eligible
Eligible at solo/group/group and solo	Group, solo
Instrument type (types to be specified by each jurisdiction)	Subordinated debt
Amount recognised in regulatory capital (Currency in mil, as of most recent reporting date)	500
Par value of instrument	500
Accounting classification	Shareholders' Equity
Original date of issuance	25 November 2016
Perpetual or dated	Perpetual
Original maturity date	N/A
Issuer call subject to prior supervisory approval	Applicable
Optional call date, contingent call dates and redemption amount	26 November 2021
Subsequent call dates, if applicable	Subsequent coupon dates
Coupons / dividends	
Fixed or floating dividend/coupon	Floating
Coupon rate and any related index	3-month JIBAR + 6.25% p.a.
Existence of a dividend stopper	Yes
Fully discretionary, partially discretionary or mandatory	Fully discretionary
Existence of step up or other incentive to redeem	N/A
Non-cumulative or cumulative	Non-cumulative
Convertible or non-convertible	Non-convertible
If convertible, conversion trigger(s)	N/A
If convertible, fully or partially	N/A
If convertible, conversion rate	N/A
If convertible, mandatory or optional conversion	N/A
If convertible, specify instrument type convertible into	N/A
If convertible, specify issuer of instrument it converts into	N/A
Write-down feature	Applicable
If write-down, write-down trigger(s)	Discretion of the regulator
If write-down, full or partial	Full or partial
If write-down, permanent or temporary	Permanent
If temporary write-down, description of write-up mechanism	N/A
Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	Subordinated debt that ranks as Tier 2, senior unsecured debt, depositors and senior creditors
Non-compliant transitioned features	No
If yes, specify non-compliant features	N/A