

# Capital instruments main features disclosure

## DISCLOSURE TEMPLATE FOR MAIN FEATURES OF REGULATORY CAPITAL INSTRUMENTS AS AT 31 JANUARY 2015

Issuer	Nedbank Group Limited	Nedbank Limited	Nedbank Limited
Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)	ZAE000004875	Unlisted	ZAE000043667
Governing law(s) of the instrument	Banks Act, Companies Act	Banks Act, Companies Act	Banks Act
<b>Regulatory treatment</b>			
Transitional Basel III rules	CET1	CET1	Additional tier 1
Post-transitional Basel III rules	CET1	CET1	Ineligible
Eligible at solo/group/group and solo	Group	Group and solo	Group and Solo
Instrument type (types to be specified by each jurisdiction)	Ordinary share capital	Ordinary share capital	Preference share capital
Amount recognised in regulatory capital (Currency in mil, as of most recent reporting date)	16 804	17 461	2 492
Par value of instrument	461	27	0,4
Accounting classification	Shareholders' equity	Shareholders' equity	Shareholders' equity
Original date of issuance	9 November 1966	2 January 1951	24 December 2002
Perpetual or dated	Perpetual	Perpetual	Perpetual
Original maturity date	N/A	N/A	N/A
Issuer call subject to prior supervisory approval	Yes	Yes	Yes
Optional call date, contingent call dates and redemption amount	N/A	N/A	N/A
Subsequent call dates, if applicable	N/A	N/A	N/A
<b>Coupons / dividends</b>			
Fixed or floating dividend/coupon	Floating	Floating	Floating
Coupon rate and any related index	N/A	N/A	Maximum of 83,33% of Prime lending rate
Existence of a dividend stopper	N/A	N/A	N/A
Fully discretionary, partially discretionary or mandatory	Fully discretionary	Fully discretionary	Partially discretionary
Existence of step up or other incentive to redeem	N/A	N/A	N/A
Non-cumulative or cumulative	Non-cumulative	Non-cumulative	Non-cumulative
Convertible or non-convertible	N/A	N/A	N/A
If convertible, conversion trigger(s)	N/A	N/A	N/A
If convertible, fully or partially	N/A	N/A	N/A
If convertible, conversion rate	N/A	N/A	N/A
If convertible, mandatory or optional conversion	N/A	N/A	N/A
If convertible, specify instrument type convertible into	N/A	N/A	N/A
If convertible, specify issuer of instrument it converts into	N/A	N/A	N/A
Write-down feature	N/A	N/A	N/A
If write-down, write-down trigger(s)	N/A	N/A	N/A
If write-down, full or partial	N/A	N/A	N/A
If write-down, permanent or temporary	N/A	N/A	N/A
If temporary write-down, description of write-up mechanism	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, deposits, creditors	Preference shares, hybrid debt, subordinated debt, senior unsecured debt, deposits, creditors	Hybrid debt, subordinated debt, senior unsecured debt, deposits, creditors
Non-compliant transitioned features	No	No	Yes
If yes, specify non-compliant features	N/A	N/A	No contractual nor statutory loss absorbency clause included

Issuer	Nedbank Limited	Nedbank Limited	Nedbank Limited
Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)	ZAG000044272	ZAG000041120	ZAG000120528
Governing law(s) of the instrument	Banks Act	Banks Act	Banks Act
<b>Regulatory treatment</b>			
Transitional Basel III rules	Tier 2	Tier 2	Tier 2
Post-transitional Basel III rules	Ineligible	Ineligible	Eligible
Eligible at solo/group/group and solo	Group, solo	Group, solo	Group, solo
Instrument type (types to be specified by each jurisdiction)	Subordinated debt	Subordinated debt	Subordinated debt
Amount recognised in regulatory capital (Currency in million, as of most recent reporting date)	700	1 400	300
Par value of instrument	1 000	2 000	300
Accounting classification	Liability – amortised cost	Liability – amortised cost	Liability - accrued
Original date of issuance	17 September 2007	06 July 2007	13 October 2014
Perpetual or dated	Dated	Dated	Dated
Original maturity date	17 September 2020	06 July 2022	14 October 2024
Issuer call subject to prior supervisory approval	Yes	Yes	Applicable
Optional call date, contingent call dates and redemption amount	17 September 2015	06 July 2017	14 October 2019
Subsequent call dates, if applicable	N/A	N/A	N/A
<b>Coupons / dividends</b>			
Fixed or floating dividend/coupon	Fixed to floating	Floating	Floating
Coupon rate and any related index	10,54%	3-month JIBAR + 0,47% p.a.	3-month JIBAR + 2,75% p.a.
Existence of a dividend stopper	No	No	No
Fully discretionary, partially discretionary or mandatory	Mandatory	Mandatory	Mandatory
Existence of step up or other incentive to redeem	Yes	Yes	N/A
Non-cumulative or cumulative	Cumulative	Cumulative	Non-cumulative
Convertible or non-convertible	Non-convertible	Non-convertible	Non-convertible
If convertible, conversion trigger (s)	N/A	N/A	N/A
If convertible, fully or partially	N/A	N/A	N/A
If convertible, conversion rate	N/A	N/A	N/A
If convertible, mandatory or optional conversion	N/A	N/A	N/A
If convertible, specify instrument type convertible into	N/A	N/A	N/A
If convertible, specify issuer of instrument it converts into	N/A	N/A	N/A
Write-down feature	N/A	N/A	Applicable
If write-down, write-down trigger(s)	N/A	N/A	Discretion of the regulator
If write-down, full or partial	N/A	N/A	Full or partial
If write-down, permanent or temporary	N/A	N/A	Permanent
If temporary write-down, description of write-up mechanism	N/A	N/A	N/A
Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	Senior unsecured debt, deposits, creditors	Senior unsecured debt, deposits, creditors	Depositors and senior creditors
Non-compliant transitioned features	Yes	Yes	No
If yes, specify non-compliant features	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	N/A

Issuer	Nedbank Limited	Nedbank Limited	Nedbank Limited
Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)	XS0415508307	ZAG000107418	ZAG000111048
Governing law(s) of the instrument	Banks Act	Banks Act	Banks Act
<b>Regulatory treatment</b>			
Transitional Basel III rules	Tier 2	Tier 2	Tier 2
Post-transitional Basel III rules	Ineligible	Eligible	Eligible
Eligible at solo/group/group and solo	Group, solo	Group, solo	Group, solo
Instrument type (types to be specified by each jurisdiction)	Subordinated debt	Subordinated debt	Subordinated debt
Amount recognised in regulatory capital (Currency in million, as of most recent reporting date)	US\$70	1 800	1 200
Par value of instrument	US\$100	1 800	1 200
Accounting classification	Liability - amortised cost	Liability - accrued	Liability - accrued
Original date of issuance	3 March 2009	24 July 2013	28 November 2013
Perpetual or dated	Dated	Dated	Dated
Original maturity date	3 March 2022	25 July 2023	29 November 2023
Issuer call subject to prior supervisory approval	Yes	Applicable	Applicable
Optional call date, contingent call dates and redemption amount	3 March 2017	25 July 2018	29 November 2018
Subsequent call dates, if applicable	N/A	N/A	N/A
<b>Coupons / dividends</b>			
Fixed or floating dividend/coupon	Floating	Floating	Floating
Coupon rate and any related index	3-month US\$ LIBOR + 1,5% p.a.	3-month JIBAR + 2,75% p.a.	3-month JIBAR + 2,55% p.a.
Existence of a dividend stopper	No	No	No
Fully discretionary, partially discretionary or mandatory	Mandatory	Mandatory	Mandatory
Existence of step up or other incentive to redeem	Yes	N/A	N/A
Non-cumulative or cumulative	Cumulative	Non-cumulative	Non-cumulative
Convertible or non-convertible	Non-convertible	Non-convertible	Non-convertible
If convertible, conversion trigger (s)	N/A	N/A	N/A
If convertible, fully or partially	N/A	N/A	N/A
If convertible, conversion rate	N/A	N/A	N/A
If convertible, mandatory or optional conversion	N/A	N/A	N/A
If convertible, specify instrument type convertible into	N/A	N/A	N/A
If convertible, specify issuer of instrument it converts into	N/A	N/A	N/A
Write-down feature	N/A	Applicable	Applicable
If write-down, write-down trigger(s)	N/A	Discretion of the regulator	Discretion of the regulator
If write-down, full or partial	N/A	Full or partial	Full or partial
If write-down, permanent or temporary	N/A	Permanent	Permanent
If temporary write-down, description of write-up mechanism	N/A	N/A	N/A
Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	Senior unsecured debt, deposits, creditors	Depositors and senior creditors	Depositors and senior creditors
Non-compliant transitioned features	Yes	No	No
If yes, specify non-compliant features	Has step-up and no contractual nor statutory loss absorbency clause included prior to gone concern	N/A	N/A

Issuer	Nedbank Limited	Nedbank Limited	Nedbank Limited
Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)	ZAG000114703	ZAG000114711	ZAG000123019
Governing law(s) of the instrument	Banks Act	Banks Act	Banks Act
<b>Regulatory treatment</b>			
Transitional Basel III rules	Tier 2	Tier 2	Tier 2
Post-transitional Basel III rules	Eligible	Eligible	Eligible
Eligible at solo/group/group and solo	Group, solo	Group, solo	Group, solo
Instrument type (types to be specified by each jurisdiction)	Subordinated debt	Subordinated debt	Subordinated debt
Amount recognised in regulatory capital (currency in million, as of most recent reporting date)	450	1 737	225
Par value of instrument	450	1737	225
Accounting classification	Liability - accrued	Liability - accrued	Liability - accrued
Original date of issuance	7 April 2014	7 April 2014	15 January 2015
Perpetual or dated	Dated	Dated	Dated
Original maturity date	8 April 2024	8 April 2024	16 January 2025
Issuer call subject to prior supervisory approval	Applicable	Applicable	Applicable
Optional call date, contingent call dates and redemption amount	8 April 2019	8 April 2019	16 January 2020
Subsequent call dates, if applicable	N/A	N/A	N/A
<b>Coupons / dividends</b>			
Fixed or floating dividend/coupon	Fixed	Floating	Floating
Coupon rate and any related index	10,49%	3-month JIBAR + 2,55% p.a.	3-month JIBAR + 2,75% p.a.
Existence of a dividend stopper	No	No	No
Fully discretionary, partially discretionary or mandatory	Mandatory	Mandatory	Mandatory
Existence of step up or other incentive to redeem	N/A	N/A	N/A
Non-cumulative or cumulative	Non-cumulative	Non-cumulative	Non-cumulative
Convertible or non-convertible	Non-convertible	Non-convertible	Non-convertible
If convertible, conversion trigger (s)	N/A	N/A	N/A
If convertible, fully or partially	N/A	N/A	N/A
If convertible, conversion rate	N/A	N/A	N/A
If convertible, mandatory or optional conversion	N/A	N/A	N/A
If convertible, specify instrument type convertible into	N/A	N/A	N/A
If convertible, specify issuer of instrument it converts into	N/A	N/A	N/A
Write-down feature	Applicable	Applicable	Applicable
If write-down, write-down trigger(s)	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
If write-down, permanent or temporary	Permanent	Permanent	Permanent
If temporary write-down, description of write-up mechanism	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
Non-compliant transitioned features	No	No	No
If yes, specify non-compliant features	N/A	N/A	N/A