



DEVELOPMENT BANK OF SOUTHERN AFRICA LIMITED
(Incorporated in the Republic of South Africa in terms of the Development Bank of Southern Africa Act, No. 13 of 1997)

**Issue of ZAR408 000 000 Unsecured Floating Rate Notes Due 30 March 2018
(DVF18)
Under its ZAR 35 000 000 000 Domestic Medium Term Note Programme**

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 amended and restated Programme Memorandum dated 21 January 2008. This Applicable Pricing Supplement must be read in conjunction with such Programme Memorandum as amended or supplemented. To the extent that there is any conflict or inconsistency between the contents of this Applicable Pricing Supplement and the amended and restated Programme Memorandum, the provisions of this Applicable Pricing Supplement shall prevail. To the extent that certain provisions of the *pro forma* Pricing Supplement do not apply to the Notes described herein, they may be deleted in this Applicable Pricing Supplement or indicated to be not applicable.

DESCRIPTION OF THE NOTES

1	Issuer	Development Bank of Southern Africa Limited
2	Status of Notes	Unsecured Senior
3	a) Tranche Number	2
	b) Series Number	1
4	Aggregate Principal Amount	ZAR408 000 000
5	Interest/Payment Basis	Floating Rate
6	Form of Notes	Registered Uncertificated Notes
7	Automatic/Optional Conversion from one Interest/Payment Basis to another	N/A
8	Issue Date	2 December 2014
9	Business Centre	Johannesburg
10	Additional Business Centre	N/A
11	Principal Amount per Note	ZAR 1,000,000
12	Specified Denomination	ZAR 1,000,000

13	Issue Price	100.67725%
14	Interest Commencement Date	30 September 2014
15	Maturity Date	30 March 2018
16	Specified Currency	ZAR
17	Applicable Business Day Convention	Following Business Day
18	Calculation Agent	Development Bank of Southern Africa Limited
19	Paying Agent	Development Bank of Southern Africa Limited
20	Specified office of the Paying Agent	Development Bank of Southern Africa Limited
21	Transfer Agent	Development Bank of Southern Africa Limited
22	Debt Sponsor	The Standard Bank of South Africa Limited, acting through its Corporate and Investment Banking division
23	Dealer	The Standard Bank of South Africa Limited, acting through its Corporate and Investment Banking division
24	Final Redemption Amount	100% of the Aggregate Principal Amount

FIXED RATE NOTES

25	a)	Fixed Interest Rate(s)	N/A
	b)	Interest Payment Date(s)	N/A
	c)	Initial Broken Amount	N/A
	d)	Final Broken Amount	N/A
	e)	Any other terms relating to the particular method of calculating interest	N/A

FLOATING RATE NOTES

26	a)	Interest Payment Date(s)	30 March, 30 June, 30 September and 30 December of each year up to and including the Maturity Date, with the first Interest Payment Date being 30 December 2014
	b)	Interest Period(s)	Each period from and including one Interest Payment Date to, but excluding the next Interest Payment Date provided that the first Interest Period shall commence on the Interest Commencement Date (30 September 2014) and the last Interest Period shall conclude on, but exclude the last Interest Payment Date (30 March

		2018)
	c) Definitions of Business Day (if different from that set out in Condition 1)	N/A
	d) Interest Rate(s)	3 month ZAR-JIBAR-SAFEX plus the Margin
	e) Minimum Interest Rate	N/A
	f) Maximum Interest Rate	N/A
	g) Other terms relating to the method of calculating interest (e.g., Day Count Fraction, rounding up provision, if different from Condition 7.2)	Actual/365
27	Manner in which the Interest Rate is to be determined	Screen Rate Determination
28	Margin	110 basis points
29	If ISDA Determination	
	a) Floating Rate	N/A
	b) Floating Rate Option	N/A
	c) Designated Maturity	N/A
	d) Reset Date(s)	N/A
30	If Screen Determination	
	a) Reference Rate (including relevant period by reference to which the Interest Rate is to be calculated)	3 month ZAR-JIBAR-SAFEX
	b) Interest Determination Date(s)	Each 30 March, 30 June, 30 September and 30 December of each year, commencing on 30 December 2014 until the Maturity Date
	c) Relevant Screen Page and Reference Code	Reuters page SAFEX MNY MKT code 0#SFXMM: or any successor page
31	If Interest Rate to be calculated otherwise than by reference to 29 or 30 above, insert basis for determining Interest Rate/Margin/Fall back provisions	N/A
32	If different from the Calculation Agent, agent responsible for calculating amount of principal and interest	N/A

PARTLY PAID NOTES

33	Amount of each payment comprising the Issue Price	N/A
34	Date upon which each payment is to be made by Noteholder	N/A
35	Consequences (if any) of failure to make	N/A

any such payment by Noteholder

- 36 Interest Rate to accrue on the first and subsequent instalments after the due date for payment of such instalments N/A

INSTALMENT NOTES

- 37 Instalment Dates N/A
- 38 Instalment Amounts (expressed as a percentage of the aggregate Principal Amount of the Notes) N/A

MIXED RATE NOTES

- 39 Period(s) during which the interest rate for the Mixed Rate Notes will be (as applicable) that for: N/A
- a) Fixed Rate Notes N/A
 - b) Floating Rate Notes N/A
 - c) Indexed Notes N/A
 - d) Other Notes N/A

ZERO COUPON NOTES

- 40 a) Implied Yield N/A
- b) Reference Price N/A
- c) Any other formula or basis for determining amount(s) payable N/A

INDEXED NOTES

- 41 a) Type of Indexed Notes N/A
- b) Index/Formula by reference to which Interest Rate/Interest Amount (delete as applicable) is to be determined N/A
- c) Manner in which the Interest Rate/Interest Amount (delete as applicable) is to be determined N/A
- d) Interest Payment Date(s) N/A
- e) Calculation Agent (if different from Development Bank of Southern Africa Limited) N/A
- f) Provisions where calculation by reference to Index and/or Formula is impossible or impractical N/A

EXCHANGEABLE NOTES

42	Mandatory Exchange applicable?	No
43	Noteholders' Exchange Right applicable?	No
44	Exchange Securities	N/A
45	Manner of determining Exchange Price	N/A
46	Exchange Period	N/A
47	Other	N/A

EXTENDIBLE NOTES

48	Last date to which Maturity Date may be extended	N/A
49	Step-up Margin	N/A
50	Requisite Notice	N/A
51	Other	N/A

DUAL CURRENCY NOTES

52	Rate of exchange/method of calculating rate of exchange	N/A
53	Calculation Agent, if any, responsible for calculating the interest payable	N/A
54	Provisions applicable where calculation by reference to rate of exchange impossible or impractical	N/A

OTHER NOTES

55	If the Notes are not Partly Paid Notes, Instalment Notes, Fixed Rate Notes, Floating Rate Notes, Mixed Rate Notes, Zero Coupon Notes, Indexed Notes, Extendible Notes or Exchangeable Notes, or if the Notes are a combination of any of the foregoing, set out the relevant description and any additional Terms and Conditions relating to such Notes	N/A
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**PROVISIONS REGARDING REDEMPTION/
MATURITY**

56	Issuer's Optional Redemption:	No
	if yes:	
	a) Optional Redemption Date(s)	N/A
	b) Optional Redemption Amount(s) and method, if any, of calculation of such amount(s)	N/A
	c) Minimum Period of Notice (if	N/A

	different to Condition 9.3)	
d)	If redeemable in part	N/A
	Minimum Redemption Amount(s)	N/A
	Higher Redemption Amount(s)	N/A
e)	Other terms applicable on Redemption	N/A
57	Redemption at the option of the Noteholders:	No
	if yes:	
a)	Optional Redemption Date(s)	N/A
	Optional Redemption Amount(s) and method, if any, of calculation of such amount(s)	N/A
b)	Minimum period of notice (if different to Condition 9.4)	N/A
c)	If redeemable in part:	N/A
	Minimum Redemption Amount(s)	
	Higher Redemption Amount(s)	
d)	Other terms applicable on Redemption	N/A
e)	Attach <i>pro forma</i> put notice(s)	N/A
58	Early Redemption Amount(s) payable on redemption for taxation reasons or on Event of Default	Early Redemption Amount referred to in Condition 9.5, together (if appropriate) with interest accrued to (but excluding) the date of redemption

GENERAL

59	Additional selling restrictions	N/A
60	a) International Securities Numbering (ISIN)	ZAG000120239
	b) Stock Code	DVF18
61	Financial Exchange	JSE Limited
62	If syndicated, names of managers	N/A
63	Credit Rating assigned to Notes or the Issuer as at the Issue Date (if any)	F1+(zaf)/AA+(zaf) National Long-Term Rating by Fitch Ratings
64	Governing law (if the laws of South Africa are not applicable)	N/A
65	Use of proceeds	Funding the Issuer's business operations
66	Last Day to Register	17h00 on 19 March, 19 June, 19 September and 19 December of each year which shall mean that the

67 Books Closed Period

Register will be closed from each Last Day to Register to the next applicable Payment Day or 10 days prior to the actual redemption date

The Register will be closed from 20 March to 30 March, 20 June to 30 June, 20 September to 30 September and 20 December to 30 December (all dates inclusive) of each year until the Maturity Date

68 Stabilisation Manager (if any)

N/A

69 Other provisions

N/A

70 Aggregate Outstanding Principal Amount of Notes in issue on the Issue Date

ZAR28 279 000 000 excluding this Tranche of Notes and any other Tranche(s) of Notes to be issued on the Issue Date

Responsibility:

The Issuer accepts full responsibility for the information contained in this Applicable Pricing Supplement. To the best of the knowledge and belief of the Issuer (who has taken all reasonable care to ensure that such is the case) the information contained in this Applicable Pricing Supplement is in accordance with the facts and does not omit anything which would make any statement false or misleading and all reasonable enquiries to ascertain such facts have been made. This Applicable Pricing Supplement contains all information required by law and the debt listings requirements of the JSE Limited.

Application is hereby made to list this Tranche of Notes on the Interest Rate Market of the JSE Limited, as from 2 December 2014, pursuant to the Development Bank of Southern Africa Limited ZAR 35,000,000,000 Domestic Medium Term Note Programme dated 21 January 2008.

SIGNED at Midrand on this 28th day of November 2014.

For and on behalf of

DEVELOPMENT BANK OF SOUTHERN AFRICA LIMITED



Name : Kameshni Naidoo

Capacity : CFO

who warrants his/her authority hereto



Name : Bothamelo Mosako

Capacity : General Manager: Finance

who warrants his/her authority hereto