BRR/NK 07022024/MERC34831.7 Applicable Pricing Supplement_MWAR13_ Execution/#8551429v1

MW ASSET RENTALS (RF) LIMITED

(Incorporated in South Africa as a public company with limited liability under registration number 2002/030074/06)

APPLICABLE PRICING SUPPLEMENT

Issue of ZAR195,000,000 Class A Floating Rate Notes Under its ZAR2,500,000,000 Lease Receivables Backed Note Programme, registered with the JSE Limited on 9 November 2016

This document constitutes the Applicable Pricing Supplement relating to the issue of Notes described in this Applicable Pricing Supplement.

This Applicable Pricing Supplement must be read in conjunction with the Programme Memorandum issued by MW Asset Rentals (RF) Limited dated 9 November 2016, as amended by the first supplement to the Programme Memorandum dated 26 March 2018 and the second supplement thereto dated 3 May 2022. 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.

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*". References in this Applicable Pricing Supplement to the Conditions are to the section of the Programme Memorandum headed "*Terms and Conditions of the Notes*". References to any Condition in this Applicable Pricing Supplement are to that Condition of the Conditions.

The Issuer certifies that to the best of its knowledge and belief there are no facts that have been omitted from the Programme Memorandum or this Applicable Pricing Supplement which would make any statement false or misleading and that all reasonable enquiries to ascertain such facts have been made and that the Programme Memorandum and this Applicable Pricing Supplement contains all information required by Applicable Law and the JSE Debt Listings Requirements. The Issuer accepts full responsibility for the accuracy of the information contained in the Programme Memorandum, this Applicable Pricing Supplement and the annual financial statements of the Issuer and any amendments or supplements to the aforementioned documents, except as otherwise stated therein.

The JSE takes no responsibility for the contents of the Programme Memorandum, this Applicable Pricing Supplement or the annual financial statements of the Issuer and any amendments or supplements to the aforementioned documents. The JSE makes no representation as to the accuracy or completeness of the Programme Memorandum, this Applicable Pricing Supplement and/or the annual financial statements of the Issuer 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 the listing of the Notes is not to 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.

The Principal Amount of Notes referred to in this Applicable Pricing Supplement together with the aggregate Principal Amount Outstanding of all other Tranches of Notes in issue will not exceed the Programme Limit.

DESCRIPTION OF THE NOTES

1	Issuer	MW Asset Rentals (RF) Limited
2	Security SPV	MW Asset Rentals Security SPV (RF) Proprietary Limited
3	Status and Class of the Notes	Secured Class A Notes
4	Tranche number	1
5	Series number	13
6	Form of the Notes	The Notes in this Tranche are issued in uncertificated form and held in the Central Securities Depository
7	Designated Class A Ranking	N/A
8	Aggregate Principal Amount of this Tranche	ZAR195,000,000
9	Issue Date	22 February 2024
10	Minimum Denomination per Note	ZAR1,000,000
11	Issue Price	100%
12	Applicable Business Day Convention	Modified Following Business Day
13	Interest Payment Basis	Floating Rate
14	Interest Commencement Date	22 February 2024
15	Interest Step-Up Date	22 November 2027
16	Scheduled Maturity Date	22 November 2027
17	Final Redemption Date	22 February 2034
18	Use of Proceeds	The net proceeds of the issue of these Notes together with the net proceeds of the Notes issued under stock code MWAR14, will be used to refinance Notes with stock code MWAR06
19	Specified Currency	Rand

20 Set out the relevant description of any N/A additional Conditions relating to the Notes

FIXED RATE NOTES

21	Fixed Interest Rate	N/A

- 22 Interest Payment Date(s) N/A
- 23 Interest Period(s) N/A
- 24 Interest Step-Up Rate N/A
- 25 Any other items relating to the particular N/A method of calculating interest

FLOATING RATE NOTES

26	Interes	st Payment Dates	22 February, 22 May, 22 August, 22 November of each year, or if such day is not a Business Day, the Business Day on which interest will be paid as determined in accordance with the Business Day convention referred to in 12 above
27	Interest Periods		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 end on (but exclude) the following Interest Payment Date (each Interest Payment Date as adjusted in accordance with the applicable Business Day Convention)
28	Manne determ	er in which Interest Rate is to be nined	Screen Rate Determination
29	Margin/ Spread for the Interest Rate		190.00 basis points per annum to be added to the Reference Rate
30	Margin/Spread for the Step-Up Rate		254.60 basis points per annum to be added to the Reference Rate
31	If ISDA Determination		
	(a)	Floating Rate Option	N/A
	(b)	Designated Maturity	N/A
	(c)	Reset Date(s)	N/A

- 32 If Screen Rate Determination
 - Reference Rate (including 3 month JIBAR relevant period by reference to which the Interest Rate is to be calculated)

The first Business Day of each Interest Period with the first Rate Determination Date

Reuters Screen SAFEY page as the "SFX

being 19 February 2024

3M YIELD"

- (b) Rate Determination Date
- (c) Relevant Screen page and Reference Code
- 33 If Interest Rate to be calculated N/A otherwise than by reference to the previous two sub-clauses, insert basis for determining Interest Rate/Margin/Fall back provisions
- 34 If different from the Administrator, agent N/A responsible for calculating amount of principal and interest
- 35 Any other items relating to the particular N/A method of calculating interest

OTHER NOTES

36 If the Notes are not Fixed Rate Notes or N/A Floating Rate Notes, or if the Notes are a combination of the above and some other Note, set out the relevant description any additional Terms and Conditions relating to such Notes

GENERAL

37	Additional selling restrictions		N/A
38	International Securities Identi Number (ISIN)	fication	ZAG000202862
39	Stock Code		MWAR13
40	Financial Exchange		JSE Limited
41	Dealer(s)		Nedbank Limited
42	Method of distribution		Private Placement

43 Rating assigned to this Tranche of AAA(za)(sf) with effect from the Issue Date Notes (if any)

		The credit rating accorded to the Notes relate to the timely payment of interest and ultimate payment of principal, unless otherwise stated by the Rating Agency
44	Rating Agency	Global Credit Ratings Co Proprietary Limited
45	Required Credit Rating	N/A
46	Governing Law	South Africa
47	Last Day to Register	by 17h00 on 11 February, 11 May, 11 August and 11 November of each year, or if such day is not a Business Day, the Business Day before each Books Closed Period
48	Books Closed Period	The Register will be closed from 12 February to 22 February, 12 May to 22 May, 12 August to 22 August and 12 November to 22 November of each year (all dates inclusive)
49	Calculation Agent	Nedbank Limited
50	Specified Office of the Calculation Agent	135 Rivonia Road, Sandown, Sandton, 2196
51	Transfer Secretary	Nedbank Limited
52	Specified Office of the Transfer Secretary	135 Rivonia Road, Sandown, Sandton, 2196
53	Paying Agent/Settling Bank	Nedbank Limited
54	Specified Office of the Paying Agent/Settling Bank	135 Rivonia Road, Sandown, Sandton, 2196
55	Liquidity Facility Provider	N/A
56	Programme Limit	ZAR2,500,000,000
57		ZAR405,000,000, being Notes issued with stock code MWAR14 and stock code MWAR15
58	Material Change Statement	There has been no material change in the financial or trading position of the Issuer since its last financial year end being 31 March 2023 for which audited annual financial statements have been published. This statement has not been confirmed nor verified by PricewaterhouseCoopers, the auditors of the Issuer

- 59 **Compliance Statement** The Issuer is in compliance with the provisions of the Companies Act and is acting in conformity with its memorandum of incorporation 60 Legal and arbitration proceedings The Issuer is not aware of any legal or arbitration proceedings, including proceedings that are pending or threatened that may have or have had, in the previous 12 months, a material effect on the Issuer's financial position N/A 61 Other provisions
- 62 Investor Report The Servicer will prepare a quarterly transaction performance report which report, when it becomes available, will be available to view on the Servicer's website, <u>https://merchantwest.co.za/mw-asset-rentals/</u>
- 63 Aggregate outstanding Principal ZAR2,000,000 including this tranche of Amount of all the Notes in issue under the Programme as at the Issue Date MWAR14 and the Notes issued under stock code MWAR15

ADDITIONAL DISCLOSURE IN RESPECT OF SECURITISATIONS

- 64 Description of Participating Assets -
 - (a) number and value of To be included in the Investor Report Participating Assets in the pool
 - (b) seasoning of Participating To be included in the Investor Report Assets
 - (c) level of collateralisation To be included in the Investor Report
 - (d) general characteristics and To be included in the Investor Report description of the Participating Assets

REPORT OF THE INDEPENDENT AUDITORS - SEE APPENDIX "A"

Application is hereby made to list this Tranche of the Notes on the Interest Rate Market of the JSE, as from 22 February 2024, pursuant to the MW Asset Rentals (RF) Limited Lease Receivables Backed Note Programme.

SIGNED at Sandton this 13 day of February 2024.

For and on behalf of **MW ASSET RENTALS (RF) LIMITED**

Name : Philip Lochner

Capacity : Director who warrants his/her authority hereto

DocuSigned by: But.

Name : Bongiwe Lynette Majozi (néé Dube) Capacity : Director who warrants his/her authority hereto

APPENDIX A

REPORT OF THE INDEPENDENT AUDITOR OF THE ISSUER



REPORT OF THE INDEPENDENT AUDITOR OF THE ISSUER

"INDEPENDENT AUDITOR'S REPORT TO THE DIRECTORS OF MW ASSET RENTALS (RF) LIMITED ON COMPLIANCE OF THE PROPOSED ISSUE BY MW ASSET RENTALS (RF) LIMITED OF UP TO ZAR 2 500,000,000 LEASE RECEIVABLES BACKED NOTES PURSUANT TO THE RECEIVABLES SECURITISATION TRANSACTION AS DESCRIBED IN THE PROGRAMME MEMORANDUM DATED 9 NOVEMBER 2016, WITH THE RELEVANT PROVISIONS OF THE SECURITISATION REGULATIONS (GOVERNMENT NOTICE 2, GOVERNMENT GAZETTE 30628 OF 1 JANUARY 2008) ISSUED BY THE REGISTRAR OF BANKS, AS REQUIRED BY PARAGRAPHS 15(1)(a)(ii) and 16(2)(a)(vii) OF THE SAID NOTICE.

Introduction

As required by paragraphs 15(1)(a)(ii) and 16(2)(a)(vii) of the Securitisation Regulations (Government Notice 2, Government Gazette 30628 of 1 January 2008) issued by the Registrar of Banks (the **"Securitisation Regulations"**), we have reviewed whether or not the issue of up to ZAR2,500,000,000 Lease Receivables Backed Notes (the **"Notes"**) by MW Asset Rentals (RF) Limited (the **"Issuer"**) pursuant to the Receivables Backed Note Programme (the **"Programme"**), as documented in the Programme Memorandum dated 9 November 2016 (the **"Programme Memorandum"**), will be compliant with the relevant provisions of the Securitisation Regulations.

Compliance with the provisions of the Securitisation Regulations is the responsibility of the Issuer. We report on such compliance.

Responsibility of the auditor

Our responsibility if to express our conclusions based on our independent assurance engagement performed in accordance with the International Standard on Assurance Engagements ISAE 3000 Assurance engagements other than audits or reviews of historical financial information, which standard requires us to comply with ethical requirements and to plan and perform the assurance engagement to obtain limited assurance expressed below, regarding compliance in all respects by the Issuer with the Notice.

Scope

Our procedures were generally limited to an examination of the Programme Memorandum with regard to compliance with the relevant provisions of the Securitisation Regulations. In a limited assurance engagement, our evidence gathering procedures are more limited that for a reasonable assurance engagement and therefore less assurance is obtained than in a reasonable assurance engagement.

It should be recognised that our procedures did not constitute an audit in accordance with International Standards on Auditing or a review in accordance with International Standards on Review Engagements and may not necessarily have revealed all material facts.

Findings

Based on our work described in this report, nothing has come to our attention which indicates that the Issuer will not be in compliance, in all material respects, with the relevant provisions of the Securitisation Regulations with regard to the proposed issue of the Notes pursuant to the Programme and the conduct of the scheme as described in the Programme Memorandum.

Our report is presented solely for the purpose set out in the first paragraph of the report and is not to be used for any other purpose.

HRANT THORNTON

GRANT THORNTON JOHANNESBURG Registered Auditors

KT Kuhn Partner Registered Auditor Chartered Accountant (SA)

14 November 2016

@Grant Thornton Wanderers Office Park 52 Corlett Drive Illovo, 2196

Appendix B: Pool Data

MW Asset Rentals (RF) Limited

		Servicer Report			
Pool Stratifications				а	s at: 10-Jan-24
Exposure of Participating Assets	2,498,781,666	WA Yield	15.52%	Weighted Average Credit Rating Score	13.90
Number of Borrowers	3183	WA Yield - Prime plus	3.77%	Credit Rating Score of greater than 20	2.54%
Number of Loans	5462	WA Original Term (Months)	50.96	SMME Rating Model	0.51%
Average Original Loan Size	R 747,448	WA Remaining Term (Months)	33.58	Not rated deals	1.89%
Average Current Loan Size	R 457,485	WA Seasoning (Months)	17.38	Balloon Payment	0.70%
Max Loan Size (Current Exposure)	R 58,803,213			Structured Repayment	1.47%
				Extended Term	0.00%
				Consumer finance	4.04%

20%

18%

16% 14%

12%

10%

8% 6%

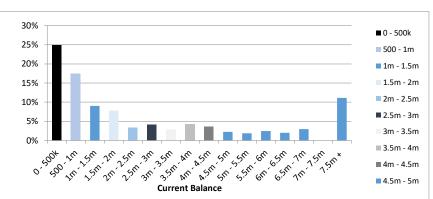
4%

2%

0%

Original Principal Balance (Ranges in Rand)	Original Principal Balance	Percentage of Original	Number of Loans	Percentage of Loans	
	in Rand	Balance	Number of Loans	Percentage of Loans	
0 - 500k	636,673,394	15.59%	3552	65.03%	
500 - 1m	711,068,130	17.42%	1015	18.58%	
1m - 1.5m	416,654,199	10.21%	337	6.17%	
1.5m - 2m	224,777,045	5.51%	128	2.34%	
2m - 2.5m	253,964,108	6.22%	114	2.09%	
2.5m - 3m	156,647,514	3.84%	57	1.04%	
3m - 3.5m	164,371,610	4.03%	51	0.93%	
3.5m - 4m	107,341,189	2.63%	29	0.53%	
4m - 4.5m	94,641,098	2.32%	22	0.40%	
4.5m - 5m	119,847,299	2.94%	25	0.46%	
5m - 5.5m	115,440,671	2.83%	22	0.40%	
5.5m - 6m	79,528,388	1.95%	14	0.26%	
6m - 6.5m	75,042,225	1.84%	12	0.22%	
6.5m - 7m	80,911,186	1.98%	12	0.22%	
7m - 7.5m	81,076,994	1.99%	11	0.20%	
7.5m +	764,576,544	18.73%	61	1.12%	
Total	4,082,561,595	100%	5462	100%	

Current Exposure Balance (Ranges in Rand)	Current Exposure Balance			Percentage of Loans
	in Rand	Exposure Balance		
0 - 500k	621,012,814	24.85%	4315	79.00%
500 - 1m	436,443,054	17.47%	627	11.48%
1m - 1.5m	225,915,797	9.04%	185	3.39%
1.5m - 2m	193,552,677	7.75%	112	2.05%
2m - 2.5m	83,517,058	3.34%	38	0.70%
2.5m - 3m	103,321,120	4.13%	38	0.70%
3m - 3.5m	71,499,456	2.86%	22	0.40%
3.5m - 4m	104,781,148	4.19%	28	0.51%
4m - 4.5m	89,607,545	3.59%	21	0.38%
4.5m - 5m	56,919,437	2.28%	12	0.22%
5m - 5.5m	47,721,352	1.91%	9	0.16%
5.5m - 6m	62,137,595	2.49%	11	0.20%
6m - 6.5m	50,429,896	2.02%	8	0.15%
6.5m - 7m	74,546,626	2.98%	11	0.20%
7m - 7.5m	-	0.00%	0	0.00%
7.5m +	277,376,092	11.10%	25	0.46%
Total	2,498,781,666	100%	5462	100%



0' 500 th' 150 20 250 30 350 10 150 50 50 50 50 10 150

Current Balance

🔳 0 - 500k

500 - 1m

🔳 1m - 1.5m

🔳 1.5m - 2m

🔳 2m - 2.5m

2.5m - 3m

3m - 3.5m

3.5m - 4m

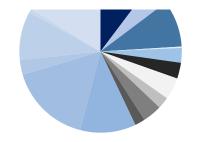
■ 4m - 4.5m ■ 4.5m - 5m ■ 5m - 5.5m

7.5m*

Asset Type	Current Exposure Balance in Rand	Percentage of Current Exposure Balance	Number of Loans	Percentage of Loans
Agriculture	256,505,483	10.27%	221	4.05%
Aviation	111,941,972	4.48%	53	0.97%
Commercial vehicles	231,551,341	9.27%	234	4.28%
Fittings and Furniture	7,084,542	0.28%	16	0.29%



Forklift	73,429,576	2.94%	204	3.73%
Gardening & Golf	78,744,236	3.15%	112	2.05%
IT Equipment	109,442,318	4.38%	394	7.21%
Light & Medium Vehicles	58,617,429	2.35%	114	2.09%
Manufacturing Equipment	95,324,159	3.81%	106	1.94%
Medical Equipment	50,950,629	2.04%	190	3.48%
Mining/Construction P&E	276,818,650	11.08%	161	2.95%
Office Equipment	407,911,695	16.32%	2216	40.57%
Other	73,115,764	2.93%	75	1.37%
Renewable energy	242,043,010	9.69%	751	13.75%
Software	18,386,430	0.74%	49	0.90%
Trailers	406,914,432	16.28%	566	10.36%
Total	2,498,781,666	100%	5462	100%



Gardening & Golf
IT Equipment
Light & Medium Vehicles
Manufacturing Equipment
Medical Equipment
Mining/Construction P&E
Office Equipment
Other
Renewable energy
Software
Trailers

In deaters	Current Exposure Balance	Percentage of Current	Number of Loans	Percentage of Loans	
Industry	in Rand	Exposure Balance	Number of Loans	Fercentage of Loans	
Agriculture	357,596,487	14.31%	354	6.48%	
Business Services	757,750,577	30.32%	2097	38.39%	
Construction	45,226,358	1.81%	121	2.22%	
Electricity, Gas and Water Supply	25,467,932	1.02%	111	2.03%	
Manufacturing	120,455,053	4.82%	233	4.27%	
Mining	232,144,219	9.29%	128	2.34%	
Personnel Services	195,741,832	7.83%	704	12.89%	
Transport, Storage and Communication	572,377,727	22.91%	1038	19.00%	
Wholesale and Retail Trade	192,021,481	7.68%	676	12.38%	
Total	2,498,781,666	100%	5462	100%	

in Rand

Province

Eastern Cape

KwaZulu Natal

Northern Cape

Western Cape

Other

Total

Mpumalanga North West province

Free State

Gauteng

Limpopo

Current Exposure Balance Percentage of Current

69,538,944

102,667,691

240,920,048

45,905,136

98,611,920

23,997,465

274,030,667

2,498,781,666

260,326,687

1,382,783,109

Exposure Balance

2.78%

4.11%

9.64%

1.84%

10.42%

3.95%

0.96%

10.97%

0.00%

100%

55.34%

Number of Loans

241

146

2796

787

88

343

120

44

0

897

5462

Percentage of Loans

4.41%

2.67%

51.19%

14.41%

1.61%

6.28%

2.20%

0.81%

0.00%

16.42%

100%

Eastern Cape
Free State
Gauteng
KwaZulu Natal
Limpopo
Mpumalanga
North West province
Northern Cape

Agriculture
 Business Services
 Construction

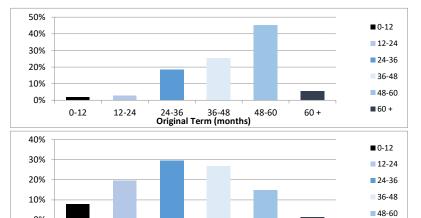
Manufacturing
 Mining
 Personnel Services

Electricity, Gas and Water Supply

Transport, Storage and Communication
 Wholesale and Retail Trade

- Western Cape
- Other

Length of Original Term in months	Current Exposure Balance	Percentage of Current	Number of Loans -	Percentage
	in Rand	Exposure Balance	Original Term	of Loans
0-12	52,418,815	2.10%	12	0.22%
12-24	72,045,987	2.88%	59	1.08%
24-36	464,306,456	18.58%	1134	20.76%
36-48	637,258,087	25.50%	1069	19.57%
48-60	1,131,083,675	45.27%	3140	57.49%
60 +	141,668,646	5.67%	48	0.88%
Total	2,498,781,666	100%	5462	100%



24-36 36-48 48-60 Current Remaining Term (months)

■ 60 +

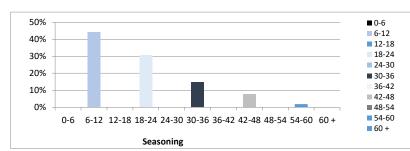
60 +

Length of Remaining Term in months	Current Exposure Balance	Percentage of Current	Number of Loans	Percentage	
Length of Remaining Term in months	in Rand	Exposure Balance	Number of Loans	of Loans	
0-12	195,558,882	7.83%	1008	18.45%	
12-24	487,825,807	19.52%	1181	21.62%	
24-36	740,084,610	29.62%	1266	23.18%	
36-48	670,895,267	26.85%	1376	25.19%	
48-60	368,435,331	14.74%	624	11.42%	
60 +	35,981,769	1.44%	7	0.13%	
Total	2,498,781,666	100%	5462	100%	

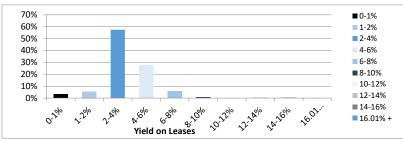
0%

0-12

12-24



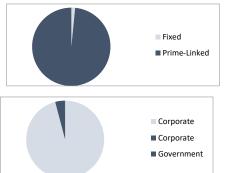
Concerning in Months	Current Exposure Balance	Percentage of Current	Number of Loans Percentage of Lo	Deveentere of Loone
Seasoning in Months	in Rand	Exposure Balance		Percentage of Loans
0-6		0.00%		0.00%
6-12	1,106,987,073	44.30%	1649	30.19%
12-18		0.00%		0.00%
18-24	768,018,799	30.74%	1775	32.50%
24-30		0.00%		0.00%
30-36	371,303,769	14.86%	1088	19.92%
36-42		0.00%		0.00%
42-48	199,145,002	7.97%	582	10.66%
48-54		0.00%		0.00%
54-60	46,864,287	1.88%	335	6.13%
60 +	6,462,737	0.26%	33	0.60%
Total	2,498,781,666	100%	5462	100%



/ield Range	Current Exposure Balance	Percentage of Current	Number of Loans	Percentage of Loans
Tield Range	in Rand	Exposure Balance	Number of Loans	Percentage of Loans
0-1%	79,630,967	3.19%	197	3.61%
1-2%	135,984,944	5.44%	93	1.70%
2-4%	1,438,208,808	57.56%	2519	46.12%
4-6%	685,892,546	27.45%	1649	30.19%
6-8%	142,366,747	5.70%	721	13.20%
8-10%	12,239,651	0.49%	205	3.75%
10-12%	3,747,506	0.15%	62	1.14%
12-14%	546,722	0.02%	9	0.16%
14-16%	124,020	0.00%	5	0.09%
16.01% +	39,755	0.00%	2	0.04%
Total	2,498,781,666	100%	5462	100%

Fixed or linked contracts	Current Exposure Balance	Percentage of Current	Number	Demonstrate of Leave	
	in Rand	Exposure Balance	of Loans	Percentage of Loans	
Fixed	39,132,971	1.57%	130	2.38%	
Prime-Linked	2,459,648,695	98.43%	5332	97.62%	
Total	2,498,781,666	100%	5462	100%	

Corporate Vs Government	Current Exposure Balance in Rand	Percentage of Current Exposure Balance	Number of Loans	Percentage of Loans
Corporate	2,395,070,987	95.85%	4795	87.79%
Corporate	101,035,446	4.04%	661	12.10%
Government	2,675,234	0.11%	6	0.11%
Total	2,498,781,666	100%	5462	100%



Cycle of Payment	Current Exposure Balance in Rand	Percentage of Current Exposure Balance	Number of Loans	Percentage of Loans
Monthly	2,304,296,025	92.22%	5344	97.84%
Quarterly	194,485,642	7.78%	118	2.16%
Semi-annually	-	0.00%	0	0.00%
Annually	-	0.00%	0	0.00%
Total	2,498,781,666	100%	5462	100%

Annually
Direct Debit
EFT

MonthlyQuarterlySemi-annually

Payment Method	Current Exposure Balance in Rand	Percentage of Current Exposure Balance	Number of Loans	Percentage of Loans
Direct Debit	2,078,950,232	83.20%	4092	74.92%
EFT	419,831,435	16.80%	1370	25.08%
Total	2,498,781,666	100%	5462	100%
	0		-	