



## **Amended and Reinstated Applicable Pricing Supplement**

### **ABSA BANK LIMITED**

*(Incorporated in the Republic of South Africa with limited liability with company registration number 1986/004794/06)*

*Amended and restated as at 20 May 2025*

### **Issue of ZAR412,900,000 Industrial Development Corporation of South Africa Limited Credit Linked Notes due November 2029**

### **under its ZAR80,000,000,000 Master Structured Note Programme**

This Amended and Restated Applicable Pricing Supplement (“this Applicable Pricing Supplement”) must be read in conjunction with the Master Structured Note Programme Memorandum dated 16 August 2021 and registered with the JSE on or about 18 August 2021, as amended and/or supplemented from time to time (“the Master Programme Memorandum”), prepared by Absa Bank Limited in connection with the Absa Bank Limited ZAR80,000,000,000 Master Structured Note Programme.

With effect from the date on which this Applicable Pricing Supplement is signed, this Applicable Pricing Supplement shall replace and supersede any previous Applicable Pricing Supplement in all respects and this Applicable Pricing Supplement shall constitute the only pricing supplement relating to the Notes of this Tranche.

Any capitalised terms not defined in this Applicable Pricing Supplement and/or the Applicable Product Supplement shall have the meanings ascribed to them in the Glossary of Terms.

This document constitutes the Applicable Pricing Supplement relating to the issue of Notes described herein. The Notes described herein are issued on and subject to the Terms and Conditions as replaced and/or amended by

the Applicable Product Supplement and/or this Applicable Pricing Supplement. To the extent that there is any conflict or inconsistency between the provisions of this Applicable Pricing Supplement and the provisions of the Master Programme Memorandum and/or the Applicable Product Supplement, the provisions of this Applicable Pricing Supplement will prevail.

The Noteholders should ensure that: (i) they fully understand the nature of the Notes and the extent of their exposure to risks, and (ii) they consider the suitability of the Notes as an investment in the light of their own circumstances and financial position.

The Notes involve a high degree of risk, including the risk of losing some or a significant part of the Noteholder’s initial investment. A Noteholder should be prepared to sustain a total loss of its investment in the Notes. The Notes represent general, unsecured, unsubordinated, contractual obligations of the Issuer and rank *pari passu* in all respects with each other.

Noteholders are reminded that the Notes constitute obligations of the Issuer only and of no other person. Therefore, potential Noteholders should understand that they are relying on the credit worthiness of the Issuer.

| DESCRIPTION OF THE NOTES          |                                                                                                                     |
|-----------------------------------|---------------------------------------------------------------------------------------------------------------------|
| 1. Issuer:                        | Absa                                                                                                                |
| 2. Applicable Product Supplement: | 2014 Credit Linked Notes Applicable Product Supplement contained in Section IV-B of the Master Programme Memorandum |
| 3. Status of Notes:               | Unsubordinated and unsecured.                                                                                       |
| 4. Listing:                       | Listed Notes                                                                                                        |
| 5. Issuance Currency:             | ZAR                                                                                                                 |
| 6. Series Number:                 | 2025-026                                                                                                            |
| 7. Tranche Number:                | 1                                                                                                                   |
| 8. Aggregate Nominal Amount:      |                                                                                                                     |

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| (a) Series:                                                                              | ZAR 412,900,000.00                                                                                                    |
| (b) Tranche:                                                                             | ZAR 412,900,000.00                                                                                                    |
| 9. Interest:                                                                             | Interest bearing                                                                                                      |
| 10. Interest Payment Basis:                                                              | Floating                                                                                                              |
| 11. Automatic/Optional Conversion from one Interest/Redemption/Payment Basis to another: | Not Applicable                                                                                                        |
| 12. Form of Notes:                                                                       | Registered Listed Notes: The Notes in this Tranche will be issued in uncertificated form and held by the CSD.         |
| 13. Issue Date:                                                                          | 28 February 2025                                                                                                      |
| 14. Trade Date:                                                                          | 21 February 2025                                                                                                      |
| 15. Specified Denomination:                                                              | ZAR 1,000,000 per Note.                                                                                               |
| 16. Issue Price:                                                                         | 100.0783972% of the Aggregate Nominal Amount being an issue price of R413,223,702.17                                  |
| 17. Interest Commencement Date:                                                          | 25 February 2025                                                                                                      |
| 18. Maturity Date:                                                                       | 25 November 2029, subject to adjustment in accordance with the Applicable Business Day Convention.                    |
| 19. Business Day Convention:                                                             | Following Business Day Convention.                                                                                    |
| 20. Business Days:                                                                       | Johannesburg                                                                                                          |
| 21. Final Redemption Amount:                                                             | ZAR412,900,000                                                                                                        |
| 22. Last Date to Register:                                                               | The 11th (eleventh) calendar day before each Floating Interest Payment Date, i.e. each 14 February, 14 May, 14 August |

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|                                                                                                                     | and 14 November of each calendar year or if such day is not a Business Day then the close of business on the Business Day immediately preceding the first day of a Books Closed Period during the period commencing on the Issue Date and ending on the Maturity Date.                                                                                                                                                                                          |
| 23. Books Closed Period:                                                                                            | The Register will be closed for a period of 10 (ten) calendar days prior to each Floating Interest Payment Date and prior to the Maturity Date, i.e. each of the following periods, 15 February to 25 February, 15 May to 25 May, 15 August to 25 August and 15 November to 25 November of each calendar year during the term of the Notes.                                                                                                                     |
| 24. Value of aggregate Nominal Amount of all Notes issued under the Structured Note Programme as at the Issue Date: | <p>As at the Issue Date, the Issuer has issued Notes in the aggregate total amount of ZAR 63,636,554,863.46 under the Master Structured Note Programme and which notes have not been redeemed and remain in issue.</p> <p>The aggregate Nominal Amount of all Notes issued under the Master Structured Note Programme as at the Issue Date, together with the aggregate Nominal Amount of this Tranche (when issued), will not exceed the Programme Amount.</p> |
| 25. <b>FLOATING RATE NOTES</b>                                                                                      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
| (a) Floating Interest Payment Date(s)                                                                               | Means each of 25 February, 25 May, 25 August and 25 November of each calendar year during the term of the Notes, commencing on 25 May 2025 and ending on the Maturity Date, or, if such day is not a Business Day, the Business                                                                                                                                                                                                                                 |

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|                                                                                                                   | Day on which the interest will be paid, as determined in accordance with the Business Day Convention.                                                                                                                                                                                            |
| (b) Minimum Interest Rate:                                                                                        | Not Applicable                                                                                                                                                                                                                                                                                   |
| (c) Maximum Interest Rate:                                                                                        | Not Applicable                                                                                                                                                                                                                                                                                   |
| (d) Other terms relating to the method of calculating interest (e.g.: Day Count Fraction, rounding up provision): | The Day Count Fraction is Actual/365 (Fixed).                                                                                                                                                                                                                                                    |
| (e) Manner in which the Interest Rate is to be determined:                                                        | Screen Rate Determination                                                                                                                                                                                                                                                                        |
| (f) Margin:                                                                                                       | 220 basis points (or 2.20%) to be added to the relevant Reference Rate.                                                                                                                                                                                                                          |
| (g) If Screen Determination:                                                                                      |                                                                                                                                                                                                                                                                                                  |
| i. Reference Rate (including relevant period by reference to which the Interest Rate is to be calculated):        | ZAR-JIBAR-SAFEX (3 months)                                                                                                                                                                                                                                                                       |
| ii. Interest Rate Determination Dates:                                                                            | The first Interest Determination Date will be 25 November, thereafter each of 25 February, 25 May, 25 August and 25 November in each calendar year, during the term of the Notes, ending on 25 August 2029, as adjusted or determined in accordance with the Applicable Business Day Convention. |

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| iii. Relevant Screen Page and Reference Code:                                                                                                      | Reuters RIC <SFX3MYLD> on Reuters Page "SAFEY" (Page number ZA01209).                                                                                                                                                                                                                                                                                                                                        |
| (h) If Interest Rate to be calculated otherwise than Screen Determination, insert basis for determining Interest Rate/Margin/ Fallback provisions: | Not Applicable                                                                                                                                                                                                                                                                                                                                                                                               |
| (i) Interest Period:                                                                                                                               | 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); |
| <b>CREDIT EVENT REDEMPTION</b>                                                                                                                     |                                                                                                                                                                                                                                                                                                                                                                                                              |
| 26. Credit Event Backstop Date:                                                                                                                    | Applicable                                                                                                                                                                                                                                                                                                                                                                                                   |
| 27. Type of Credit Linked Note:                                                                                                                    | Single Name CLN                                                                                                                                                                                                                                                                                                                                                                                              |
| 28. Redemption at Maturity:                                                                                                                        | Final Redemption Amount                                                                                                                                                                                                                                                                                                                                                                                      |
| 29. Redemption following the occurrence of Credit Events:                                                                                          | Applicable                                                                                                                                                                                                                                                                                                                                                                                                   |
| 30. Extension interest:                                                                                                                            | Not Applicable                                                                                                                                                                                                                                                                                                                                                                                               |
| 31. Reference Entity:                                                                                                                              | Industrial Development Corporation of South Africa Limited                                                                                                                                                                                                                                                                                                                                                   |

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| 32. Financial Statements of the Reference Entity: | The Issuer of the Reference Obligation is listed on the interest rate market of the JSE and as per rule 4.32(c)(i) of the JSE DSS Listings Requirements, no additional information is required to be provided herein.                                                           |
| 33. Standard Reference Obligation:                | Not Applicable                                                                                                                                                                                                                                                                  |
| 34. Reference Obligation:                         | <p>The obligation identified as follows:</p> <p>Primary Obligor: Industrial Development Corporation of South Africa Limited</p> <p>Maturity: 25 November 2029</p> <p>CUSIP/ISIN: ZAG000210733</p>                                                                               |
| 35. Transaction Type:                             | Not Applicable                                                                                                                                                                                                                                                                  |
| 36. All Guarantees:                               | Not Applicable                                                                                                                                                                                                                                                                  |
| 37. Conditions to Settlement:                     | <p>Applicable</p> <p>Credit Event Notice: Applicable</p> <p>Notice of Physical Settlement: Applicable</p> <p>Notice of Publicly Available Information: Applicable</p>                                                                                                           |
| 38. Credit Events:                                | <p>The following Credit Events apply:</p> <p>Bankruptcy</p> <p>Failure to Pay</p> <p>Grace Period Extension: Applicable</p> <p>Grace Period: 30 calendar days</p> <p>Payment Requirement:</p> <p>ZAR10,000,000.00</p> <p>Obligation Default</p> <p>Repudiation / Moratorium</p> |

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|                                    | <p>Restructuring</p> <p>Default Requirement: ZAR 250,000,00.00</p> <p>Mod R: Not Applicable</p> <p>Mod R: Not Applicable</p> <p>Multiple Holder Obligation: Applicable</p> <p>Governmental Intervention</p>                                                                                                                                                                                                                                                                                                                                                                                               |
| 39. Obligation Category:           | Reference Obligation Only                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
| 40. Excluded Obligations:          | Not Domestic Currency and Not Domestic Law                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| 41. CLN Settlement Method:         | Physical Settlement                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| 42. Credit Event Redemption Amount | <p>Means in respect of each Physically Delivered CLN, such Deliverable Obligations with a Due and Payable Amount or an Outstanding Principal Balance in an aggregate amount (excluding any accrued and unpaid interest) equal to:</p> <p>(i) The Aggregate Nominal Amount of the Notes outstanding as of the relevant Event Determination Date; minus</p> <p>(ii) a Due and Payable Amount or an Outstanding Principal Balance of such Deliverable Obligations with a market value determined by the Calculation Agent equal to such Note's pro rata share of the Settlement Expenses and Swap Costs.</p> |



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| 43. Deliverable Obligation:                                     | Reference Obligation Only                                                                                                                                                                                                                                                                                                                                     |
| <b>Terms Relating to Physical Settlement:</b>                   |                                                                                                                                                                                                                                                                                                                                                               |
| 44. Physical Settlement Period:                                 | As specified in the 2014 Credit Linked Conditions.                                                                                                                                                                                                                                                                                                            |
| 45. Partial Cash Settlement due to Impossibility or Illegality: | Applicable                                                                                                                                                                                                                                                                                                                                                    |
| 46. Fallback CLN Settlement Method:                             | Cash Settlement                                                                                                                                                                                                                                                                                                                                               |
| <b>PROVISIONS REGARDING REDEMPTION / MATURITY</b>               |                                                                                                                                                                                                                                                                                                                                                               |
| 47. Redemption at the option of the Issuer:                     | <p>Yes.</p> <p>In the event that the Reference Obligation ceases to qualify as a high-quality liquid asset as defined in Section 1 (1) of the Banks Act (Act. 94 of 1990) together with the Regulations relating to South African Banks, the Issuer shall be entitled to redeem the Note and physically settle the Reference Obligation as consideration.</p> |
| i) Minimum period of Notice:                                    | The minimum period of written or oral notice for the purposes of this paragraph 47 shall be Ten Day (10) Business Days and the notice shall be called an <b>“Optional Call Redemption Notice”</b> .                                                                                                                                                           |
| 48. Redemption at the Option of Noteholders:                    | <p>No</p> <p>The Issuer will not provide secondary liquidity for the Notes as a matter of course. In instances where secondary liquidity is provided at the sole discretion of the Issuer the pricing of such liquidity will be determined with reference to the pricing of liquidity for senior unsecured</p>                                                |

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|                                                                                                                                                                               | bonds issued by the Issuer. In addition, the Issuer may take into account other factors such as, but not limited to, the length of time the Notes have been issued for. |
| 49. Early Redemption Amount(s) payable on redemption for taxation reasons, Additional Early Redemption Event, Illegality, Change in Law or on Event of Default (if required): | Yes                                                                                                                                                                     |
| If yes:                                                                                                                                                                       |                                                                                                                                                                         |
| (a) Amount payable; or                                                                                                                                                        | The Early Redemption Amount determined and calculated by the Calculation Agent in accordance with Condition 8.5 of the Terms and Conditions of the Notes.               |
| (b) Method of calculation of amount payable:                                                                                                                                  | Not Applicable                                                                                                                                                          |
| <b>GENERAL</b>                                                                                                                                                                |                                                                                                                                                                         |
| 50. Financial Exchange:                                                                                                                                                       | JSE Limited t/a The Johannesburg Stock Exchange                                                                                                                         |
| 51. Calculation Agent City:                                                                                                                                                   | Johannesburg                                                                                                                                                            |
| 52. Specified office of the Paying, Calculation and Settlement Agent:                                                                                                         | 15 Alice Lane<br>Sandton<br>2196<br>Gauteng<br>Republic of South Africa                                                                                                 |

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| 53. | Settlement, Calculation & Paying Agent                   | Absa Bank Limited (acting through its Corporate and Investment Banking division) or an affiliate thereof.                                                                                                                                                                                                                                                                                     |
| 54. | Additional selling restrictions:                         | Not Applicable                                                                                                                                                                                                                                                                                                                                                                                |
| 55. | ISIN No.:                                                | ZAG000213042                                                                                                                                                                                                                                                                                                                                                                                  |
| 56. | Stock Code:                                              | ASC220                                                                                                                                                                                                                                                                                                                                                                                        |
| 57. | Method of distribution:                                  | Private Placement                                                                                                                                                                                                                                                                                                                                                                             |
| 58. | If syndicated, names of Managers:                        | Not Applicable                                                                                                                                                                                                                                                                                                                                                                                |
| 59. | If non syndicated, name of Dealer:                       | Absa Bank Limited (acting through its Corporate and Investment Banking division) or an affiliate thereof.                                                                                                                                                                                                                                                                                     |
| 60. | Governing law:                                           | The laws of the Republic of South Africa                                                                                                                                                                                                                                                                                                                                                      |
| 61. | Issuer Rating on Issue Date:                             | <p>Issuer National Rating: Aaa.za as assigned by Moody's on 06 March 2024 and to be reviewed by Moody's from time to time.</p> <p>Issuer National Rating: zaAA as assigned by S &amp; P on 31 July 2024 and to be reviewed by S &amp; P from time to time.</p> <p>Issuer National Rating: AA+(zaf) as assigned by Fitch on 08 October 2024 and to be reviewed by Fitch from time to time.</p> |
| 62. | Issuer Central Securities Depository Participant (CSDP): | Absa Bank Limited                                                                                                                                                                                                                                                                                                                                                                             |
| 63. | Debt Listing Requirements:                               | In accordance with Section 4.17 of the DSS Listing Requirements, the Issuer                                                                                                                                                                                                                                                                                                                   |

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|                                                      | confirms that the Programme Amount has not been exceeded at the time of the issuing of the Notes.                                                                                                                                                                                                                                                                                                      |
| 64. Material Change in Financial or Trading Position | The Issuer confirms that as at the date of this Applicable Pricing Supplement, there has been no material change in the financial or trading position of the Issuer and subsidiaries (where applicable) since the date of the Issuer’s audited financial results for the annual reporting period ended 30 June 2024. This statement has not been confirmed nor verified by the auditors 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 statement false or misleading and that all reasonable enquiries to ascertain such facts have been made as well as that this Applicable Pricing Supplement contains all information required by law and the JSE Debt Listing Requirements. The Issuer accepts full responsibility for the accuracy of the information contained in this Applicable Pricing Supplement and the annual financial report, the amendments to the annual financial report or any supplements from time to time, except as otherwise stated therein.

The JSE takes no responsibility for the contents of the Applicable Pricing Supplement and the annual financial report 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 Applicable Pricing Supplement and the annual financial report 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 listing of the debt securities is not to be taken in any way as an indication of the merits of the Issuer or of the debt securities 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 28 February 2025.

**ABSA BANK LIMITED**

|           |           |
|-----------|-----------|
| Name:     | Name:     |
| Capacity: | Capacity: |
| Date:     | Date:     |