
APPLICABLE PRICING SUPPLEMENT

Absa Bank Limited

(Incorporated with limited liability in the Republic of South Africa under Registration Number 1986/004794/06)

Issue of Subordinated Unsecured Registered (Tier2) Notes under BESA Stock Code ^**ABCPI2 ^****Under its ZAR 30,000,000,000 Domestic Medium Term Note Programme ^**

This document constitutes the 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 Programme Memorandum dated 11 August 2008 (the "**Programme Memorandum**") as amended. This Pricing Supplement must be read in conjunction with such Programme Memorandum. To the extent that there is any conflict or inconsistency between the contents of this Pricing Supplement and the Programme Memorandum, the provisions of this Pricing Supplement shall prevail.

DESCRIPTION OF THE NOTES

1. Issuer	Absa Bank Limited ^
2. Whether the Notes are Senior Notes or Subordinated	Subordinated Notes: Dated Tier 2 notes ^
3. Series No.	1
4. Nominal Amount for this Series	ZAR 3,000,000,000 ^
5. Aggregate Nominal Amount	ZAR 3,000,000,000 ^
6. Interest/Payment Basis	Index Notes ^
7. Automatic/Optional Conversion from one Interest/Payment Basis to another	N/A
8. Issue Date	20 March 2009 ^
9. Specified Denomination	Notes are subject to a minimum denomination of R1,000,000 ^
10. Additional Business Centre	N/A
11. Issue Price	At Par ^
12. Coupon	6% NACS ^
13. Details relating to Partly-Paid Notes: amount of each payment comprising the Issue Price and date on which each payment is to be made and consequences (if any) of failure to make any such payment and the rate of Interest to accrue on the first and subsequent instalments after the due date for payment of such instalments	N/A ^
14. Interest Commencement Date	20 March 2009

15. Maturity Date	20 September 2019 ^Λ
16. Last Day to Register	9 th March and 9 th September
17. Final Redemption Amount	ZAR3,000,000,000, adjusted by the CPI Adjustment for the Optional Redemption Date, provided that if the amount so adjusted is less than ZAR 3,000,000,000, the Final Redemption Amount will be ZAR 3,000,000,000.

INSTALMENT NOTES

18. Instalment Dates	N/A
19. Instalment Amounts (expressed as a percentage of the Nominal Amount of the Notes)	N/A

FIXED RATE NOTES

20. Fixed Rate of Interest	N/A
21. Fixed Interest Date(s)	N/A
22. Initial Broken Amount	N/A
23. Final Broken Amount	N/A
24. Any other terms relating to the particular method of calculating interest	N/A

INDEXED NOTES

25. Real Yield	6% NACS ^Λ
26. Interest Payment Date(s)	20 th March and 20 th September ^Λ
27. Applicable Business Day Convention	Following ^Λ
28. Interest Period(s)	6 months ^Λ
29. ISDA Inflation Definitions	The 2006 ISDA Inflation Derivatives Definitions (as published by the International Swaps and Derivatives Association, Inc.)
30. Incorporation of the ISDA Inflation Definitions	The ISDA Inflation Definitions are incorporated by reference into this Pricing Supplement

31. Type of Indexed Notes	Indexed Interest and Indexed Redemption Amount Note ^Λ
32. Index by reference to which the Interest Amount and the Final Redemption Amount are to be determined	ZAR – non-revised Consumer Price Index (CPI) ^Λ
33. Reference CPI or Ref CPI _{date}	<p>Means, in relation to a date:</p> <p>(1) if the date is the first day of a calendar month, Reference CPI is the CPI for the fourth calendar month preceding the calendar month in which the date occurs (which CPI is typically published during the third calendar month preceding the calendar month in which the date occurs); and</p> <p>(2) if the date occurs on any day other than the first day of any calendar month, then reference CPI shall be determined in accordance with the following formula:</p> $\text{Ref CPI}_{\text{Date}} = \text{Ref CPI}_J + \left[\frac{t-1}{D} \right] \times (\text{Ref CPI}_{J+1} - \text{Ref CPI}_J)$ <p>Where:</p> <p>(i) Ref CPI _J is the Index level for the first day of the fourth Reference Month four calendar months preceding the relevant Interest Payment Date;</p> <p>(ii) Ref CPI _{J+1} is the Index level for the Reference Month three calendar months preceding the Interest Payment Date;</p> <p>(ii) t is the calendar day corresponding to date; and</p> <p>(iv) D is the number of days in the calendar month in which date occurs.</p>
34. Base CPI	Means, 164.23548 being the Reference CPI for 20 March 2009. ^Λ

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| 35. CPI Adjustment | Means, in relation to an amount to be valued or paid on a date, that amount divided by the Base CPI and multiplied by the Reference CPI for that date, as determined by the Calculation Agent. |
| 36. Interest Amount | The amount determined by adjusting ZAR1,000,000 by the CPI Adjustment for the relevant Interest Payment Date, and multiplying the adjusted amount by the Real Yield, and dividing the result by two. |
| 37. Index delay and disruption event provisions | The provisions of the ISDA Inflation Definitions will apply, on the basis that the Related Bond means the Government of South Africa Government Issue Loan No. R189 |

ZERO COUPON NOTES

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| 38. Accrual Yield | N/A |
| 39. Reference Price | N/A |
| 40. Any other formula or basis for determining amount(s) payable | N/A |

PROVISIONS REGARDING REDEMPTION / MATURITY

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| 41. Issuer's Optional Redemption: if yes | Yes. The Issuer may at its option and subject to the written consent of the Registrar of Banks, having given notice as set out in the Programme Memorandum, redeem the Notes on the date set out below ('Call Option'). |
| (a) Optional Redemption Date(s) | 20 September 2014 ^ |
| (b) Optional Redemption Amount(s) and method, if any, of calculation of such amount | The Nominal Amount for this Series , plus CPI Adjustment |
| (c) If redeemable in part: | |
| Minimum Redemption Amount(s) | N/A |
| Higher Redemption Amount(s) | N/A |
| (d) Other terms applicable on Redemption | If the Call Option is not exercised by the Issuer then a coupon step up of 150 bps shall apply, resulting in a new coupon of 7.5% NACS. |
| 42. Early Redemption Amount(s) payable on redemption for taxation reasons or on event of | N/A ^ |

default (if required)

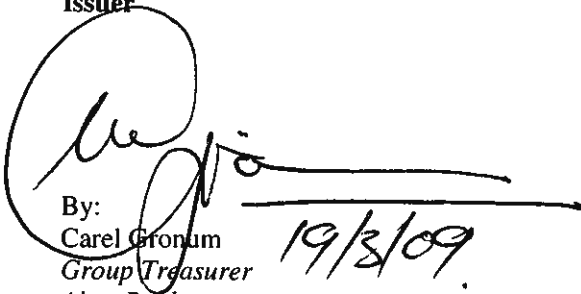
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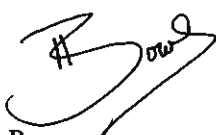
43. Details of relevant stabilising manager	N/A
44. Additional selling restrictions	N/A
45. ISIN issued by BESA	ZAG000065251
46. BESA Stock Code	ABCP12
47. Financial Exchange	BESA
48. The notice period required for exchanging interests in a Global Certificate for Definitive Certificates	14 days
49. Method of distribution	Private
50. If syndicated, names of managers	None
51. Credit Rating assigned to Issuer (if any)	AAA.zaf and Aa1.za
52. Any other terms and conditions	The proceeds obtained through the issue of this instrument qualify as capital for the issuing bank in terms of the provisions of the Banks Act, 1990. Any direct or indirect acquisition of this instrument by a bank or a controlling company, as defined in the Banks Act, 1990, or by a non-bank subsidiary of a bank or controlling company, shall be regarded as a deduction against the capital of the acquiring bank or controlling company in question, in an amount equal to the book value of the said investment in the instrument

Application is hereby made to list this tranche of Notes pursuant to the listing of the ZAR30,000,000,000 Domestic Medium Term Note Programme of Absa Bank Limited as from 20 March 2009.

ABSA BANK LIMITED

Issuer


 By:
 Carel Gronum
 Group Treasurer
 Absa Bank
 19/3/09


 By:
 Paul Bowes
 Head: Funding and Liquidity Management
 Absa Bank