
APPLICABLE PRICING SUPPLEMENT



UNITRANS SERVICES (PROPRIETARY) LIMITED

(Incorporated in the Republic of South Africa with limited liability under Registration Number 1983/006201/07)

Unconditionally and irrevocably guaranteed, jointly and severally, by

UNITRANS HOLDINGS (PROPRIETARY) LIMITED

(Incorporated in the Republic of South Africa with limited liability under Registration Number 1994/007379/07)

UNITRANS SUPPLY CHAIN SOLUTIONS (PROPRIETARY) LIMITED

(Incorporated in the Republic of South Africa with limited liability under Registration Number 1967/010920/07)

UNITRANS PASSENGER (PROPRIETARY) LIMITED

(Incorporated in the Republic of South Africa with limited liability under Registration Number 1968/008699/07)

UNITRANS FUEL AND CHEMICAL (PROPRIETARY) LIMITED

(Incorporated in the Republic of South Africa with limited liability under Registration Number 1999/006604/07)

UNITRANS AUTOMOTIVE (PROPRIETARY) LIMITED

(Incorporated in the Republic of South Africa with limited liability under Registration Number 1997/009861/07)

STEINHOFF INTERNATIONAL HOLDINGS LIMITED

(Incorporated in the Republic of South Africa with limited liability under Registration Number 1998/003951/06)

and

STEINHOFF AFRICA HOLDINGS (PROPRIETARY) LIMITED

(Incorporated in the Republic of South Africa with limited liability under Registration Number 1969/015042/07)

Issue of ZAR250,000,000 10.16% Senior Unsecured Fixed Rate Notes due 10 September 2017 Under its ZAR3,500,000,000 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 20 November 2007. The Notes described in this Applicable Pricing Supplement are subject to the Terms and Conditions in the Programme Memorandum. This Applicable Pricing Supplement contains the final terms of the Notes and this Applicable 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 Applicable Pricing Supplement and the Programme Memorandum, the provisions of this Applicable Pricing Supplement shall prevail.

DESCRIPTION OF THE NOTES

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|-------------------------|--|
| 1. Issuer | Unitrans Services (Proprietary) Limited |
| 2. Unitrans Guarantors | Unitrans Holdings (Proprietary) Limited;
Unitrans Supply Chain Solutions (Proprietary) Limited;
Unitrans Passenger (Proprietary) Limited;
Unitrans Fuel and Chemical (Proprietary) Limited;
Unitrans Automotive (Proprietary) Limited, jointly and severally |
| 3. Steinhoff Guarantors | Steinhoff International Holdings Limited; |

	Steinhoff Africa Holdings (Proprietary) Limited, jointly and severally
4. Status of Notes	Senior Unsecured
5. Series Number	40
6. Tranche Number	1
7. Aggregate Nominal Amount:	
(a) Series	ZAR250,000,000
(b) Tranche	ZAR250,000,000
8. Interest	Interest bearing
9. Interest/Payment Basis	Fixed Rate
10. Automatic/Optional Conversion from one Interest/Redemption/Payment Basis to another	N/A
11. Form of Notes	Registered Notes
12. Issue Date	10 September 2010
13. Business Centre	Johannesburg
14. Additional Business Centre	N/A
15. Nominal Amount per Note	ZAR1,000,000
16. Specified Denomination	ZAR1,000,000
17. Issue Price	100 per cent
18. Interest Commencement Date	10 September 2010
19. Maturity Date	10 September 2017
20. Specified Currency	ZAR
21. Applicable Business Day Convention	Following Business Day
22. Final Redemption Amount	100% of Nominal Amount
23. Last Date to Register	by 17h00 on 1 March and 1 September of each year
24. Books Closed Period(s)	The Register will be closed from: 2 March to 9 March; and 2 September to 9 September (all dates inclusive) in each year until the Maturity Date.
25. Default Rate	N/A

FIXED RATE NOTES	N/A
26. (a) Fixed Rate of Interest	10.16 per cent per annum payable semi-annually in arrear
(b) Fixed Interest Payment Dates	10 March and 10 September in each year up to and including the Maturity Date
(c) Fixed Coupon Amounts	N/A
(d) Initial Broken Amount	N/A
(e) Final Broken Amount	N/A
(f) Determination Date(s)	10 March and 10 September in each year
(g) Day Count Fraction	N/A
(h) Any other terms relating to the particular method of calculating interest	N/A
FLOATING RATE NOTES	N/A
ZERO COUPON NOTES	N/A
PARTLY-PAID NOTES	N/A
INSTALMENT NOTES	N/A
MIXED RATE NOTES	N/A
INDEX-LINKED NOTES	N/A
DUAL CURRENCY NOTES	N/A
EXCHANGEABLE NOTES	N/A
OTHER NOTES	N/A
PROVISIONS REGARDING REDEMPTION/MATURITY	
27. Issuer Optional Redemption: if yes:	No
(a) Optional Redemption Date(s)	N/A
(b) Optional Redemption Amount(s) and method, if any, of calculation of such amounts	N/A
(c) Minimum period of notice (if different from Condition 13.4	N/A
(d) If redeemable in part:	N/A
Minimum Redemption Amounts	N/A
Higher Redemption	

	Amounts	N/A
(e)	Other terms applicable on redemption	N/A
28.	Redemption at the Option of the Senior Noteholders: if yes:	No
(a)	Optional Redemption Date(s)	N/A
(b)	Optional Redemption Amount(s)	N/A
(c)	Minimum period of notice (if different from Condition 13.5	N/A
(d)	If redeemable in part:	N/A
	Minimum Redemption Amounts	N/A
	Higher Redemption Amounts	N/A
(e)	Other terms applicable on redemption	N/A
(f)	Attach <i>pro forma</i> put notice(s)	N/A
29.	Early Redemption Amount(s) payable on redemption for taxation reasons or on Event of Default (if required). If no:	Yes
(a)	Amount payable; or	N/A
(b)	Method of calculation of amount payable	N/A

GENERAL

30.	Financial Exchange	The JSE Limited (Interest Rate Market) (the "JSE")
31.	Calculation Agent	The Standard Bank of South Africa Limited
32.	Paying Agent	The Standard Bank of South Africa Limited
33.	Specified office of the Paying Agent	25 Sauer Street, Johannesburg
34.	Transfer Agent	The Standard Bank of South Africa Limited
35.	Provisions relating to stabilisation	N/A
36.	Stabilising manager	N/A
37.	Additional selling restrictions	None
38.	ISIN	ZAG000080052
39.	Stock Code	UTR40

40. The notice period required for exchanging interests in Global Certificates for Individual Certificates	As per Condition 15.8
41. Method of distribution	As per Condition 15.8
42. If syndicated, names of Managers	N/A
43. If non-syndicated, name of Dealer	Absa Capital, a division of Absa Bank Limited
44. Credit Rating assigned to Notes (if any)	No
45. Receipts attached?	No
46. Coupons attached?	No
47. Talons attached?	No
48. Stripping of Receipts and/or Coupons prohibited as provided in Condition 17.4	No
49. Governing law (if the laws of South Africa are not applicable)	N/A
50. Other Banking Jurisdiction	N/A
51. Surrendering of Notes	10 days after the date on which the Certificate in respect of the Note to be redeemed has been surrendered to the Issuer
52. Pricing Methodology	Standard pricing methodology

DISCLOSURE REQUIREMENTS IN TERMS OF PARAGRAPH 3(5) OF THE COMMERCIAL PAPER REGULATIONS

53. Paragraph 3(5)(a)

The ultimate borrower is the Issuer.

54. Paragraph 3(5)(b)

The Issuer is a going concern and can in all circumstances be reasonably expected to meet its commitments under the Notes.

55. Paragraph 3(5)(c)

The auditor of the Issuer is Deloitte & Touche.

56. Paragraph 3(5)(d)

As at the date of this issue:

- (i) the Issuer has issued ZAR1,963,000,000 (exclusive of this issue) commercial paper; and
- (ii) to the best of the Issuer's knowledge and belief, the Issuer estimates to issue a further ZAR1,537,000,000 of commercial paper during the current financial year, ending 30 June 2011.

57. Paragraph 3(5)(f)

There has been no material adverse change in the Issuer's financial position since the date

of its last audited financial statements.

58. Paragraph 3(5)(g)

The Notes issued will be listed on the Interest Rate Market of the JSE.

59. Paragraph 3(5)(h)

The funds to be raised through the issue of the Notes are to be used by the Issuer for its general corporate purposes.

60. Paragraph 3(5)(i)

The obligations of the Issuer in respect of the Notes are unsecured, however, guaranteed, jointly and severally, by the Unitrans Guarantors and Steinhoff Guarantors.

61. Paragraph 3(5)(j)

Deloitte & Touche, the statutory auditors of the Issuer, have confirmed that nothing has come to their attention which indicates that this issue of Notes issued under the Programme will not comply, in all respects, with the relevant provisions of the Commercial Paper Regulations.

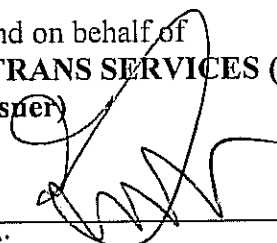
Responsibility:

The Issuer accepts responsibility for the information contained in this Applicable Pricing Supplement.

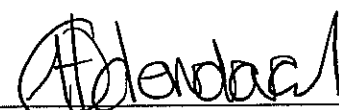
Application is hereby made to list this issue of Notes on 10 September 2010.

SIGNED at SANDTON this 9 day of SEPTEMBER 2010.

For and on behalf of
UNITRANS SERVICES (PROPRIETARY) LIMITED
(as Issuer)



Name:
Capacity: Director
Who warrants his authority hereto



Name:
Capacity: Director
Who warrants his authority hereto