## Capital instruments' main features template

## Investec plc

See below capital instruments' main features template at 30 September 2014 in line with article 437 of the Capital Requirements Regulation.

| 1  | Capital instruments' main features template   | Ordinary shares         | Perpetual preferred securities EUR 200m Investec Tier 1 (UK) LP  | Perpetual preference              | Non-redeemable, non-<br>cumulative, non-<br>participating perpetual<br>preference shares -<br>Rand denominated |  | subordinated step-up        | Guaranteed undated subordinated callable step-up notes                                     | Callable subordinated notes Kensington Group plc                  |
|----|---|-------------------------|--|-----------------------------------|--|--|-----------------------------|--|---|
|    | Unique identifier (eg CUSIP, ISIN or Bloomberg identifier                               | invested pid            | Invested Her I (OK) LI   | invested pid                      | invested pid   | invested bank pid  | invested i mande pid        | invested i mande pid   | Rensington Group pic  |
| 2  | for private placement)  | GB00B17BBQ50            | XS0222692328   | GB00B1N73946                      | GB00B4B0Q974   | XS0593062788   | XS0186999669                | XS0283613437   | XS0233803153  |
|    | Governing law(s) of the instrument  | English Law             | English Law  | English Law                       | English Law  | English Law  | English Law                 | English Law  | English Law   |
| 1  | Regulatory treatment Transitional CRR rules   | Common Equity Tier 1    | Additional tier 1  | Additional tier 1                 | Tier 2   | Tier 2   | Tier 2                      | Tier 2   | Tier 2  |
| 5  | Post-transitional rules   | Common Equity Tier 1    | Ineligible   | Ineligible                        | Tier 2   | Tier 2   | Ineligible                  | Ineligible   | Ineligible  |
|    | Eligible at solo/(sub-) consolidated/ solo & (sub-)                                     |                         |  |                                   |  |  | 3                           | Ĭ  |   |
| 6  | consolidated  | Consolidated            | Consolidated   | Consolidated                      | Consolidated   | Solo and Consolidated  | Solo and Consolidated       | Solo and Consolidated  | Consolidated  |
| 7  | Instrument type (types to be specified by each jurisdiction)                            | Ordinary charge         | Additional tier 1 instrument   | Additional tier 1 instrument      | Tier 2 instruments   | Tier 2 instruments   | Tier 2 instruments          | Tier 2 instruments   | Tier 2 instruments  |
| /  | Amount recognised in regulatory capital (currency in                                    | Ordinary Strates        | instrument   | mstrument                         | Her 2 monuments  | THE Z INSTRUMENTS  | Her 2 mstruments            | Her 2 monuments  | Her 2 mstruments  |
|    | million, as of most recent reporting date)  | £180,286                | £156m  | £129m                             | £20m   | £571m  | £10m                        | £18m   | £17m  |
|    |   |                         | €200m (£156m   |                                   | ZAR227.594m (£20m  |  |                             |  |   |
|    | Nominal amount of instrument  | £180,286                | equivalent)<br>1.00581%  | £129m<br>£8.87                    | equivalent) ZAR100   | £575m<br>99.981%   |                             | £17.861m<br>99.239%  | £69.767m  |
| 9a | Issue price   | NA                      | Par plus unpaid  | 20.01                             | ZARTUU   | 99.901%  | 99.438%                     | 99.239%  | 99.568%   |
| 9b | Redemption price  | NA                      | distributions accrued since the immediately preceding distribution   | NA                                | NA   | Par plus accrued but unpaid interest                           |                             | Par plus accrued but unpaid interest   | Par plus accrued but unpaid interest                              |
|    |   |                         | Non-controlling interest   |                                   |  |  |                             |  |   |
|    | Accounting classification   | Shareholders' equity    | in consolidated<br>subsidiary  | Shareholders' equity              | Shareholders' equity 29 June 2011 & 11   | 17 February 2011   |                             |  | Liability - amortised cost<br>21 November 2005                    |
|    | Original date of issuance Perpetual or dated  | NA<br>Perpetual         | 24 June 2005<br>Perpetual  | 22 February 2007 Perpetual        | August 2011 Perpetual  | 17   |                             | 23 January 2007<br>Perpetual   | (31 August 2006 tap) Dated  |
|    | Original maturity date  | No maturity             | No maturity  | No maturity                       | No maturity  | 17 February 2022   | 01 March 2016               | No maturity  | 21 December 2015  |
| 14 | Issuer call subject to prior supervisory approval                                       | NA                      | Yes  24 June 2015; Subject to tax call; Redemption at par plus accrued but unpaid distributions since the immediately preceding distribution | NA                                | NA   | NA; Subject to tax and regulatory call; Redemption at par plus | 1 March 2011; Subject to    | No 23 January 2017; Subject to tax call; Redemption at par plus                            | No  21 December 2010; Subject to tax call; Redemption at par plus |
|    | Optional call date, contingent call dates and redemption amount                         | NA                      | date and additional amounts payable Any subsequent   | NA                                | NA   | accrued but unpaid interest                                    | unpaid interest             | accrued but unpaid interest Each interest payment  | accrued but unpaid interest                                       |
| 16 | Subsequent call dates, if applicable  | NA                      | distribution payment date after 24 June 2015   | NA                                | NA   |  | At any time after 1         | date after 23 January<br>2017  | NA  |
| 4= | Coupons/ dividends  |                         |  |                                   |  |  | li .                        |  | F: 1  |
|    | Fixed or floating dividend/ coupon  Coupon rate and any related index                   | Floating                | 7.7075% fixed converting to 3 month EURIBOR plus 5.625%  | Bank of England Base Rate plus 1% | South African prime lending rate multiplied by 95%   | 9.625%   | 6.482% fixed (on 1          | Fixed to Floating 6.25% fixed converting to 3 month GBP LIBOR + 2.11% (on 23 January 2017) | 9% fixed reset to 7.285% fixed (on 21 December 2010)              |
|    | Existence of a dividend stopper   | No                      | Yes  | Yes                               | Yes  | No   | No                          | No   | No  |
|    | Fully discretionary, partially discretionary or mandatory (in                           |                         |  |                                   |  |  |                             |  |   |
|    | terms of timings) Fully discretionary, partially discretionary or mandatory (in         |                         | Fully discretionary  | Fully discretionary               | Fully discretionary  | Mandatory  | •                           | Mandatory  | Mandatory   |
|    | terms of amount)  Existence of step up or other incentive to redeem                     | Fully discretionary     | Fully discretionary Yes  | Mandatory<br>No                   | Fully discretionary No   | Mandatory<br>No  | Mandatory<br>Yes            | Mandatory<br>Yes   | Mandatory<br>Yes  |
|    | Noncumulative or cumulative   | Noncumulative           | Noncumulative  | Noncumulative                     | Noncumulative  |  | Cumulative                  | Cumulative   | Cumulative  |
| 23 | Convertible or non-convertible  | Nonconvertible          | Nonconvertible   | Nonconvertible                    | Nonconvertible   | Nonconvertible   | Nonconvertible              | Nonconvertible   | Nonconvertible  |
|    | If convertible, conversion trigger(s)   | NA                      | NA   | NA                                | NA   | NA   | NA                          | NA   | NA  |
|    | If convertible, fully or partially If convertible, conversion rate                      | NA<br>NA                | NA<br>NA   | NA<br>NA                          | NA<br>NA   | NA<br>NA   | NA<br>NA                    | NA<br>NA   | NA<br>NA  |
|    | If convertible, mandatory or optional conversion  | NA                      | NA   | NA                                | NA   | NA   | NA                          | NA   | NA  |
|    | If convertible, specify instrument type convertible into                                | NA                      | NA   | NA                                | NA   | NA   |                             | NA   | NA  |
|    |   | NA                      | NA   | NA                                | NA   | NA   | NA                          | NA   | NA  |
|    | Write-down features   | NA                      | NA   | NA                                | NA   | NA   |                             | NA   | NA  |
| 31 | If write-down, write-down triggers(s)   | NA                      | NA   | NA                                | NA   | NA   | NA                          | NA   | NA  |
|    | If write-down, full or partial  | NA<br>NA                | NA<br>NA   | NA<br>NA                          | NA   | NA<br>NA   | NA<br>NA                    | NA   | NA  |
|    | If write-down, permanent or temporary  If temporary write-down, description of write-up | INA                     | NA   | INA                               | NA   | NA   | NA                          | NA   | NA  |
|    | mechanism   | NA Represents the most  | NA   | NA                                | NA Subordinated to payments of any amounts due and   | payments of any  | Subordinated to payments of | NA Subordinated to payments of any amounts due and   | NA Subordinated to payments of any amounts due and                |
|    | Position in subordinated hierarchy in liquidation (specify                              | subordinate claim in    |  |                                   | payable to Senior  |  |                             | payable to Senior  | payable to Senior   |
| 35 | instrument type immediately senior to instrument)                                       | liquidation of the bank | Tier 2 instruments   | Tier 2 instruments                | Creditors  | Creditors  | Creditors                   | Creditors  | Creditors   |
| 36 | Non-compliant transitioned features   | NA                      | Yes  No point of non-viability   | Yes No point of non-viability     | No   | No   | Yes                         | Yes  | Yes   |
| 37 | If yes, specify non-compliant features  | NA                      | triggers   | triggers                          | NA   | NA   | Incentive to redeem         | Incentive to redeem  | Incentive to redeem   |

Note 1: Amount recognised in regulatory capital at 30 September 2014 is post the annual phase out of non-qualifying instruments but before the allocation of surplus capital attributable to non-controlling interests.