



Developed Markets Accelerator

Brochure

February 2023

START

Table of Contents

03	Summary of offering
04	Features of the investment
04	Principal preservation
05	Equity exposure
05	Payoff return examples
05	Investment objective
06	Risk factors
06	Risks associated with credit-linked debt
07	Liquidity through a secondary market or early redemption
07	Fees
08	Tax
08	Economies of scale
08	Rand hedge
08	Debt Instruments within the current offering of Britannic Opportunities Limited
09	How to invest
09	Financial advisor FSP license requirements
10	Important dates
10	Daily pricing and monthly overviews
10	How can you contact us?
11	Supplier details
11	Recent accolades of the investment adviser to the company

Click on the numbers to jump straight to the section

Summary of Offering

Exposure to Developed Equity Markets in USD



The shares' return is linked to a diverse basket of indices:

INDEX	GEOGRAPHY	WEIGHTING
S&P 500	USA	40%
Euro Stoxx 50	Europe	30%
Nikkei 225	Japan	30%

Return



The product will return the growth of the index basket multiplied by a participation of 150%, with index growth capped at an indicative 38%. Therefore, the maximum return is 57% in USD (150% x 38%) which is equal to an annualized return of 9.4%.

Capital Preservation



100% capital protection at maturity in USD²³

Term



5-year investment with potential to exit the investment early in normal market conditions (applications close on 24 April 2023).

Minimum Investment



USD 12,000

or

GBP 11,000

Notes:



1. The Developed Markets Accelerator will be the 3rd offering within Britannic Opportunities Limited. This will replace the 2nd offering which expires on 24 April 2023.
2. The index growth cap is dependent on market conditions on trade date (the current conservative cap is 38%). Britannic Opportunities Limited reserves the right to trade a minimum index growth cap of 33% if required by market conditions on trade date.
3. The investor's capital, in US dollars, is protected if the investment is held to maturity. Structured products provide principal protection through the assumption of credit risk. They are intended for sophisticated investors who understand and accept the risks associated. In this case, capital protection is achieved by buying credit linked notes which will mature at 100% of investors' capital. The notes are issued by Morgan Stanley and they reference the subordinated debt of three credit reference entities in equal proportions (33.3% each), namely Lloyds Banking Group PLC, Standard Chartered PLC, and Natwest Group PLC. Principal protection is preserved to the extent that the issuer continues to honour any outstanding obligations and the reference entities do not experience a credit event such as a default. The issuer and the credit reference entities are all large, international banks with investment grade ratings.



Features of the investment

The investment is in shares ("Shares") in a company called Britannic Opportunities Limited ("the Company"), registration number 57717. The Company is incorporated in Guernsey and listed on the Bermuda

Stock Exchange. The Company offers preservation of capital of the principal amount initially invested if held until maturity, subject to the exceptions set out below.

The Principal Amount will be invested by the Company in:

USD denominated credit-linked debt instruments

(“Debt Instruments”). The anticipated issuer is Morgan Stanley Finance LLC with Morgan Stanley Group, Inc as the debt guarantor. The Debt Instruments proportionately reference the subordinated, Tier 2 debt of three reference entities (“Reference Entities”). The three anticipated Reference Entities are Lloyds Bank Group PLC, Standard Chartered PLC, and Natwest Group PLC, all of which are international banks with investment grade ratings. Further purchases of Debt Instrument/s (if any) will be made in line with the requirements of the Prospectus. The Debt Issuer and the Reference Entities (in respect

of the initial Debt Instruments and on any top-up portion) may be different to the names mentioned above but will remain one or more local and/or international banks to be selected by the Investment Adviser on or before the Trade Date, each with a long-term rating equal to or better than the rating of Investec Bank Limited.

An Equity instrument(s) issued by an international bank or entity(ies) in the group of an international bank (such bank or entity(ies) having a minimum international S&P rating of "A") to provide equity exposure.

Principal preservation

The percentage of the Principal Amount invested in the Debt Instruments will be determined so that the amount received by the Company at the end of the investment period in USD, will be equal to at least 100% of the Principal Amount in USD, as applicable, provided that there was no default by the Debt Issuer, no Credit Event(s) (as defined below) occurred in relation to any Reference Entity (as defined above), and no Adjustments Events (as described below) or early redemption events occurred in relation to the Debt Instruments. Should a Credit Event occur in relation to a Reference Entity, then the aggregate nominal amount of the Debt Instruments will be reduced in proportion, taking into account the recovery percentage in relation to such Reference Entity.

The investor's capital is at risk if (i) the issuer defaults or any of these Reference Entities experience a Credit Event (as defined below); or (ii) an Adjustment Event occurred under the Debt Instruments (such as a change in law, tax, hedging costs etc) that will reduce the amount to be paid to the Company; or (iii) if there is an early redemption event under the Debt Instruments. The issuer and the Reference Entities are all large, international banks with investment grade ratings.

“Credit Event” means any one or more of Bankruptcy, Failure to Pay, Restructuring, Obligation Acceleration, Repudiation/Moratorium and Government Intervention, terms as defined in the 2014 Credit Derivative Definitions of the International Swaps and Derivatives Association.

Equity exposure

A targeted basket of offshore indices, namely the S&P500 (40% weighting), Eurostoxx50 (30% weighting), Nikkei 225 (30% weighting).

The Index Basket value at maturity will be calculated as the aggregate of the simple average of the closing values of the basket on the same date in each month in the averaging period. The maximum averaging period will be 12 months; however, a 3-month period is targeted.

Payoff Return Examples

Assuming the basket starts at USD100 equivalent, below are examples of the expected returns based off a participation of 150% and an index cap of 38%.

Example	Assumed Basket Level (Initial)	Assumed Basket Level (Final)	Basket Index Return%	Option Return at 150% Participation (max of 57%)	Debt Return	Total Share Value at Maturity
Index basket decreases	100	50	-50	0	100	100
Index basket increases by less than 38%	100	120	20	30	100	130
Index Basket increases by more than 38%	100	150	50	57	100	157

Investment Objective

The investment objective as described in the Prospectus of the Company is twofold:

1. to preserve the investor's capital in USD; and
2. to give meaningful participation in the growth in international equity markets

Interest rates and credit spreads have shown significant volatility in recent months as global inflation and the prospect of recession in many countries has influenced markets. As of early January 2023, interest rates are at elevated levels, which in turn improves the potential equity participation of the Company over the next 5.3 years. The Investment Advisor (Investec Bank Limited) will therefore seek to purchase some instruments (being some of the Debt Instruments as well as interest rate hedges) ahead of the product trade date in order to secure these attractive levels.

Please note that it is not possible to purchase all of the Debt Instruments ahead of trade date given the uncertain size of the trade.

These instruments will be sold on to the Company on trade date at the same levels at which they are acquired. This will ensure that the Company can still meet its investment objectives even if the market yield on the Debt Instruments is lower than current levels on trade date. In addition, the interest rate hedge will ensure that the Company still benefits from any further material increases in interest rates (more than a 0.5% increase in the USD 5yr swap rate).

Investors should therefore be aware that movement in interest rates between the date of acquisition of the Debt Instruments and the trade date will have the following effect on the payoff and day 1 valuation in various scenarios.

Change in USD 5y Swap	-1.0%	-0.5%	0%	0.5%	1.0%
Indicative equity participation cap	37.47%	37.73%	38%	38.27%	42.81%
Change in equity participation cap	-0.53%	-0.27%	0.00%	0.27%	4.81%
Day 1 valuation gain or loss*	3.36%	1.68%	0.00%	-1.68%	-1.68%

Note: The above indicative table assumes a total company size of \$130m on trade date. Any valuation gain or loss on day one will only be realized to the extent that the Investor sells his/her Shares prior to the end of the investment term.

Risk Factors

Investors should refer to the “Risk Factors” in the Company Prospectus, which is available upon request from the Investment Adviser to the Company or from the Administrator;

- Significant price movements prior to the launch, making the targeted return unachievable and therefore returning cash to Investors without interest
- Tax and regulatory changes
- Exchange rate risk
- Credit risk on counterparties of the Company, in particular the providers of the principal protection and equity options
- Lack of liquidity in the Shares
- Adverse market movements on interim share valuations

Risks associated with credit-linked debt

- Structured products provide principal protection through the assumption of credit risk. They are intended for sophisticated investors who understand this risk and are willing to take it. There is credit risk on the Debt Issuer, each Reference Entity (the credit risk relates to the subordinated debt issued by such Reference Entities) and the equity investment provider(s). A default by any such party(ies) may cause the value of such investment of the Company to be reduced or to become zero, which may adversely affect the Share price or cause the Shares to become worthless.
- Shareholders should be aware that any such breach or default by any party in relation to an investment made by the Company, or any

adjustment made by the issuer of an investment made by the Company may adversely affect the ability of the Company to meet its investment objectives.

- If any of the Company's investments are terminated early for any reason the directors will take such steps as they, in their sole discretion, consider practicable in order to enable the Company to achieve its investment objectives. There can be no assurance that this will be possible.
- Should a Potential Failure to Pay have occurred, then the Termination Date shall be postponed to determine whether the Potential Failure to Pay will be cured or whether a Credit Event has occurred.

Liquidity through a secondary market or early redemption

Investors will not have the right to redeem their Shares prior to the maturity date. However, should Investors wish to sell their Shares during the investment period:

1. The Administrator will facilitate a book-over of their Shares where it identifies a willing buyer, for a fee of GBP 150 per transaction (deducted from the proceeds due to the seller). In order to assist this process an independent trust ('the Trust') (declared on 2 September 2009 in Guernsey known as The Basket Trust) has declared its willingness to purchase Shares (although the Trust is not obliged to do so); and

2. If no buyer is identified, the Company, upon Directors' approval, can arrange a potential early redemption of the Shares at a price either in GBP for A Class Shares, or USD for B Class Shares, at which the Company can liquidate underlying assets. In the event of either of the above occurring, there is an early exit fee of up to 1.25% plus any additional administration and applicable banking fees. Please refer to the Company prospectus for further details on the fees.

In the event of death, Guernsey probate may need to be sought and the Administrator and the Investment Adviser to the Company may assist.

Fees

An initial once off expense provision of 0.50% of the Principal Amount will be set aside to cover the Company's costs over the investment period and the Company will not invest this amount.

Annual fees to be paid by the Company to service providers are in USD and will be as follows:

Distributors	0.60% per annum
Investment Adviser	0.60% per annum
Administrator	0.13% first year fee, then reduced to 0.11% per annum

Other than the upfront fees, there are expenses and fees described above which should not affect the potential investment return of the Shares. On the maturity of the investment, the Investor will receive the full-realised fair market value of the Shares in the

The distributors may charge a once off upfront fee of up to 2% plus VAT on new Shares issued for either A Class GBP denominated Shares or B Class USD denominated Shares. This will be deducted from the gross GBP or USD investment amount paid by each subscriber to the Company such that only the net amount ("the Principal Amount") will be invested in Shares of the Company.

currency that it subscribed for, based on the value certified by the Company's auditors. Please refer to the Company prospectus for further details on the fees.

Tax

1. The Company has a **Guernsey tax exemption certificate**.
2. The Company has the **ability to pay dividends during the term**.
3. Depending on Investors' circumstances and their intentions when buying or selling the Shares, Investors who hold the Shares to maturity and then sell them to the Trust prior to redemption **may be taxed subject to the tax laws and revenue practice prevailing at the time**.
4. Taxation of individual shareholders will depend on personal circumstances and they should seek independent tax advice. **A change in tax regulations may affect the taxation of Investors.**

Economies of scale

The public offering results in minimizing overall costs and the provision of efficient asset pricing.

Rand Hedge

The Shares may provide a Rand hedge if the Rand depreciates against the USD as the underlying debt instruments and equity linked options are in US dollars. If the Rand appreciates against the USD, then the Investors bear such currency risk on maturity of the investment.

Debt Instruments Within the Current Offering of Britannic Opportunities Limited

The existing offering within Britannic Opportunities Limited provides capital protection to its shareholders through holding debt instruments that are issued by FirstRand Bank Ltd and ABSA Group Ltd. The 3rd offering within Britannic Opportunities Limited is subject to the existing FirstRand Bank Ltd and ABSA Group Ltd debt within the company being called (i.e. being early redeemed at the election of the issuer of the debt instruments) on 23 April 2023 and 25 April 2023 ("the first call date") respectively. If the existing debt instruments are not called on the first call date, the Developed Markets Accelerator offering in this brochure will no longer be available. In the event that the debt instruments are not called, the shares issued under the existing offering will be redeemed when the debt instruments have all been called or it matures. The debt instruments are callable every six months

after the first call date until the final maturity date of the debt instruments (23 April 2028 and 25 April 2028 respectively). If the debt instruments are not called, existing shareholders of Britannic Opportunities Limited will receive a dividend on 24 April 2023 that is equal to the payout from the existing equity option within the Company. Thereafter, shareholders will receive a dividend equal to the semi-annual coupons from the debt instruments until the debt instruments are either called or it matures. 30% of the total debt within the Company is issued by FirstRand Bank Ltd which will pay the prevailing 5-year USD swap rate + 3.561%, and 70% is issued by ABSA Group Ltd which will pay the prevailing 5-year USD swap rate + 3.523%. The 5-year USD swap rate as of 27-Jan-2023 is 3.6102%.

How to invest

Minimum investment of USD 12,000 for B Class USD denominated Shares, or GBP 11,000 for A Class GBP denominated Shares.

Investors can follow the underlying four investment avenues:

- **Offshore allowances** (or any SARB approved offshore allowance)
- **Disclosed** amnesty assets and disclosed foreign assets
- **International assets** held by non-South African Investors
- **Foreign Portfolio Investment Allowance** (asset swap)

Financial Advisor FSP License Requirements

FSP Category 1 ("CAT I") and Category 2 ("CAT II") license holders qualifying criteria to provide financial services on structured shares:

- Where advice is being given, financial advisors/ stockbrokers/ wealth managers should ensure that they understand the underlying instruments and are able to advise clients appropriately; and
- The onus is on the financial advisor/stockbroker/ wealth manager to ensure that they have the appropriate license to provide financial services on this share.
- As a result of continuous review of the various subcategories required to distribute structured shares, we have established that in order to distribute this share, a distributor must be authorised to provide financial services in the following subcategories

FSP category	Financial products
CAT I license holders	1.8 Shares 1.4 Long-term insurance subcategory C (life wrapper only)
CAT II license holders	2.5 Shares 2.2 Long-term insurance subcategory C (life wrapper only)



Important dates

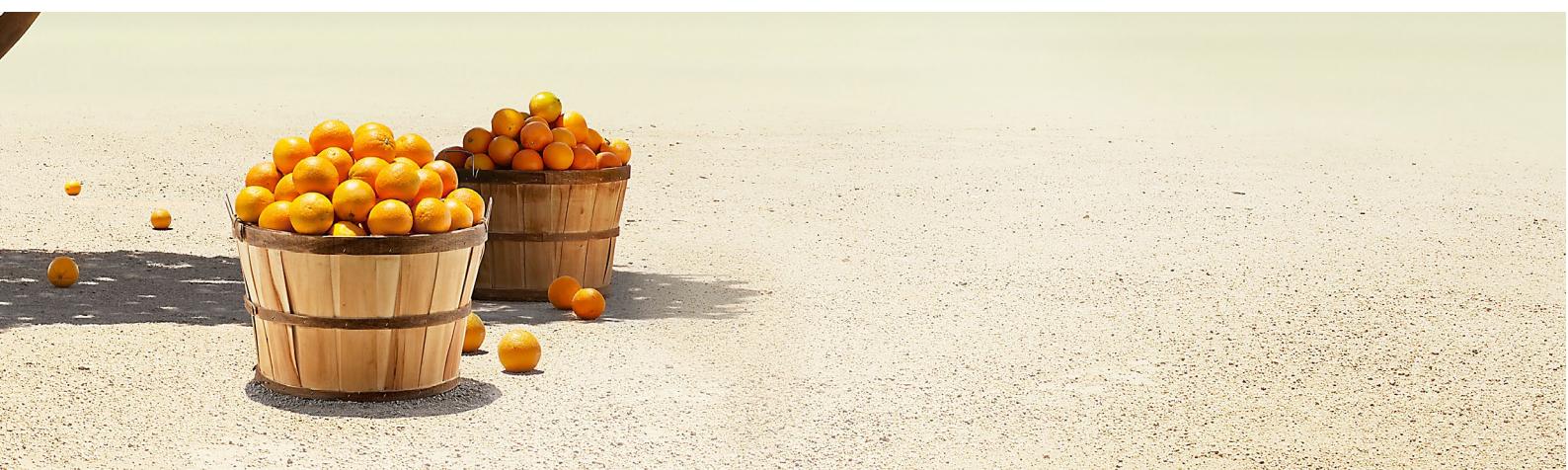
Closing date	24 April 2023
Trade date	Within 25 business days of the Closing Date
Contract notes	Within 10 business days of the Trade Date
Fees paid	Within 10 business days of Contract Notes issued, provided all client due diligence is in order

Daily pricing and monthly overviews

To access the daily pricing and monthly overviews please use the Administrator's website at:

<https://www.apexgroup.com/investec-basket-information/>

GBP A Class		USD B Class	
ISIN	GG00BKX3YT28	ISIN	GG00BJQRB269
Bloomberg	BRIOPPO GU	Bloomberg	BRIOBUS GU



How can you contact us?

Please contact one of our product specialists for further information:

Japie Lubbe	+27 21 416 3307	japie.lubbe@investec.co.za
John Sherry	+27 11 384 5307	john.sherry@investec.co.za
Brian McMillan	+27 11 291 3180	brian.mcmillan@investec.co.za
Aneeqah Samie	+27 11 263 5203	aneeqah.samie@investec.co.za
James Cook	+27 11 291 0190	james.cook@investec.co.za

Supplier Details

www.investec.com/invest

As required by the Financial Advisory and Intermediary Services Act ('FAIS'), please find below the details of the product supplier/ issuer:

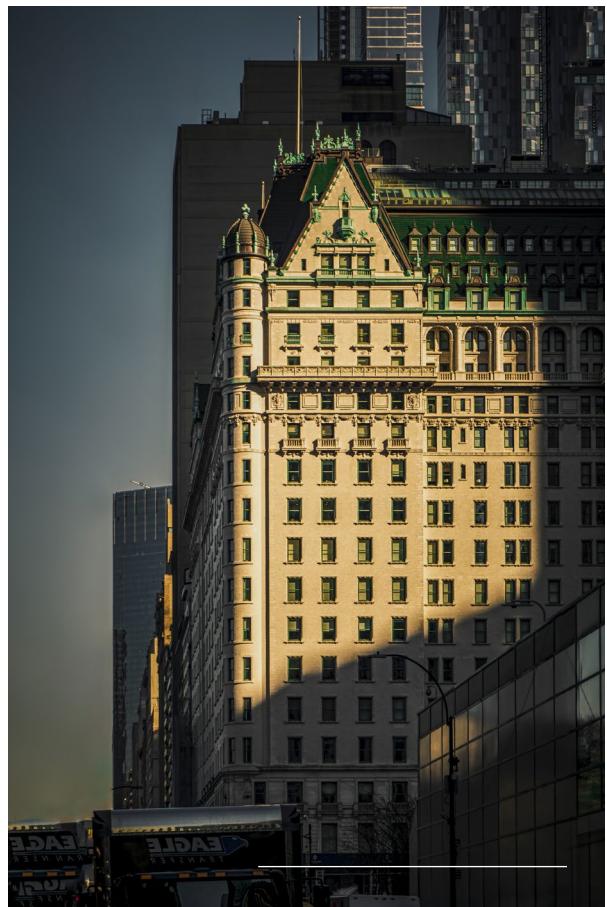
Product supplier	Britannic Opportunities Limited
Physical address	Sarnia House, Le Truchot, St Peter Port, Guernsey GY1 4NA
Contact number	+44 1481 737 622
Postal address	Sarnia House, Le Truchot, St Peter Port, Guernsey GY1 4NA

South African product promoter	Investec Corporate and Institutional Banking, a division of Investec Bank Limited
Physical address	100 Grayston Drive, Sandown, Sandton, 2196, Gauteng, South Africa
Postal address	P O Box 785700, Sandton, 2146, Gauteng, South Africa
Contact number	+27 11 286 7000
Contractual relationship	Investment Adviser to the Board of Asia Pacific Basket Limited
Compliance officer	Chulekazi Jikijela
Contact number	+27 11 286 7323

Recent accolades of the Investment Adviser to the Company

- Africa Structured Products & Derivatives Awards
- Best Performance (South Africa): 2016, 2017, 2019 and 2022.
- Best Distributor South Africa: 2016, 2017, 2019, 2020 & 2022
- Best Distributor Offshore: 2019
- Best House Africa: 2017
- Deal of the Year 2017 & 2019

*2018 awards took place in 2019





Disclaimer

This is not a prospectus, nor does it constitute an offer to the public in respect of the Shares for this offering. The information contained in this communication is for informative purposes and is not intended to constitute advice in any form, including but not limited to investment, accounting, tax, legal or regulatory advice. As provider, Investec is not in a position to have regard to the specific investment objectives, financial situation, or particular needs of any specific recipient. The material is based upon information that we consider to be reliable, but we do not represent that it is accurate or complete, and it should not be relied upon as such. All illustrations, forecasts or hypothetical data are for illustrative purposes only and are not guaranteed. Investec accepts no liability whatsoever for any loss or damage of any kind arising out of the use of all or any part of this communication. Investec does not make representation that the information provided is appropriate for use in all jurisdictions or by all Investors or other potential clients. Parties are therefore responsible for compliance with applicable local laws and regulations. Prospective Investors should be fully aware of the risks involved in trading investment related products. Returns and benefits are dependent on the performance of underlying assets and other variable market factors and are not guaranteed.

This product is not sponsored, endorsed, sold, or promoted by the Index or indices, as specified herein, or the relevant Index sponsor, being the corporation or other entity that (a) is responsible for setting and reviewing the rules and procedures and the methods of calculation and adjustments, if any, related to the relevant Index and (b) announces (directly or through an agent) the level of the relevant Index on a regular basis. No Index sponsor makes any representation whatsoever, whether express or implied, either as to the results to be obtained from the use of the Index and/or the levels at which the Index stands at any particular time on any particular date or otherwise. No Index or Index sponsor shall be liable (whether in negligence or otherwise) to any person for any error in the Index and the Index Sponsor is under no obligation to advise any person of any error therein. No Index sponsor is making any representation whatsoever, whether express or implied, as to the advisability of purchasing or assuming any risk in connection with entering into any transaction in respect of this product. Neither Investec nor the investor shall have any liability to the other for any act or failure to act by the Index sponsor in connection with the calculation, adjustment, or maintenance of the Index. Investec has no affiliation with or control over the Index or Index sponsor or any control over the computation, composition, or dissemination of the indices. Although Investec will obtain information concerning the indices from publicly available sources it believes reliable, it will not independently verify this information. Accordingly, no representation, warranty or undertaking (express or implied) is made and no responsibility is accepted by Investec as to the accuracy, completeness and timeliness of information concerning the indices.

Investec Corporate and Institutional Banking (referred herein as "Investec") is a division of Investec Bank Limited registration number 1969/004763/06, an Authorised Financial Services Provider (11750), a Registered Credit Provider (NCRCP 9), an authorised Over the Counter Derivatives Provider, and a member of the JSE. Investec is committed to the Code of Banking Practice as regulated by the Ombudsman for Banking Services. Copies of the Code and the Ombudsman's details are available on request or visit Investec COBP