

---

## PRO FORMA OF APPLICABLE PRICING SUPPLEMENT

---

Set out below is the form of the Applicable Pricing Supplement which will be completed for each Tranche of Notes issued under the Programme:



GetBucks Limited  
trading as GetBucks Botswana  
(“**GetBucks Botswana**” or the “**Issuer**”)  
Incorporated in the Republic of Botswana on 12 March 2012  
Company No. CO 2012/2454

### **BWP 500,000,000 DOMESTIC MEDIUM NOTE PROGRAMME**

This document constitutes the Applicable Pricing Supplement relating to the issue of Notes described herein. Terms used herein shall bear the meanings assigned to them set forth in the Terms and Conditions in the Programme Memorandum dated 23 December 2016. The Notes described in this Applicable Pricing Supplement are subject to the Terms and Conditions in the Programme Memorandum and this Applicable Pricing Supplement must be read in conjunction with such Programme Memorandum as read together with any Supplementary Programme Memorandum that may be issued. 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.

Any capitalised terms not defined in this Applicable Pricing Supplement shall have the meanings ascribed to them in the section of the Programme Memorandum headed “*Definitions*”.

***Prospective investors in the Notes of the Issuer as with any other listed security should ensure that they fully understand the nature of the Issuer’s operations, its valuation and the extent of their exposure to risks, and that they consider the suitability of the Issuer’s Notes as an investment in light of their own circumstances and financial position. The BSE’s approval of the listing of the Issuer’s Notes should not be taken in any way as an indication of the merits of the Issuer. The BSE has not verified the accuracy and truth of the contents of the documentation submitted to it, and the BSE accepts no liability of whatever nature for any loss, liability, damage or expense resulting directly or indirectly from the investment in the said instrument.***

## 1. PARTIES

1.1. Issuer	GetBucks Limited
1.2. BSE Sponsoring Broker	African Alliance Botswana Securities Limited
1.3. Arranger(s)	AfrAsia Corporate Finance International Limited  African Alliance Botswana Securities Limited
1.4. Paying Agent	Transaction Management Services (Proprietary) Limited t/a Corpserve
Specified Office	Unit 206, Showgrounds Close Plot 64516 Fairgrounds Botswana
1.5. Calculation Agent	Transaction Management Services (Proprietary) Limited t/a Corpserve
Specified Office	Unit 206, Showgrounds Close Plot 64516 Fairgrounds Botswana
1.6. Transfer Secretary	Transaction Management Services (Proprietary) Limited t/a Corpserve
Specified Office	Unit 206, Showgrounds Close Plot 64516 Fairgrounds Botswana

## 2. PROVISIONS RELATING TO THE NOTES

2.1. Status of Notes	Senior Notes, Guaranteed
2.2. Guarantor	MyBucks SA
2.3. Form of Notes	Listed Notes (Botswana Stock Exchange)
2.4. Series Number	1
2.5. Tranche Number	1
2.6. Aggregate Nominal Amount:	BWP 50,000,000
i. Series	BWP 0 – BWP 50,000,000
ii. Tranche	BWP 50,000,000
iii. Minimum Subscription Amount	BWP 100,000
2.7. Interest	Interest-bearing
2.8. Interest Payment Basis	Fixed Rate

2.9.	Opening Date of Offer	23 December 2016
2.10.	Closing Date of Offer	03 February 2017
2.11.	Issue Date	24 February 2017
2.12.	Specified Denomination	BWP 100,000
2.13.	Specified Currency	Botswana Pula
2.14.	Issue Price	BWP 50,000,000
2.15.	Interest Commencement Date	The latter of 24 February 2017 or the date upon which the payment is received by Issuer, as detailed in other conditions in paragraph 12 <i>below</i> .
2.16.	Maturity Date/Settlement Date	31 December 2021
2.17.	Applicable Business Day Convention	Following Business Day
2.18.	Final Redemption Amount	BWP 50,000,000
2.19.	Last Day to Register	10 days prior to each Interest Payment Date
2.20.	Books Closed Period(s)	The Register will be closed from the 20 <sup>th</sup> of each month until the last date of each month
2.21.	Default Rate	3 (three) percent over the Fixed Rate of Interest
2.22.	Other Events of Default	As stipulated in the Programme Memorandum.
<b>3.</b>	<b>FIXED RATE NOTES</b>	
3.1.	Fixed Rate of Interest	18 (eighteen) percent per annum, payable monthly in arrears
3.2.	Interest Commencement Date	The latter of 24 February 2017 or the date upon which the payment is received by Issuer, as detailed in other conditions in paragraph 12 <i>below</i>
3.3.	Fixed Interest Payment Date(s)	the last business day of each month
3.4.	First Interest Payable	31 March 2017
3.5.	Day Count Fraction	Bond Basis as defined in the Programme Memorandum
<b>4.</b>	<b>PROVISIONS REGARDING REDEMPTION / MATURITY</b>	

- |   |                |
|---|----------------|
| 4.1. Redemption at the Option of the Noteholders:   | No             |
| if yes:   |                |
| a) Optional Redemption Amount(s)                    | BWP 50,000,000 |
| b) Other terms applicable on Redemption             | None.          |
| 4.2. Redemption in the event of a Change of Control | Yes            |
| if yes:   |                |
| c) Optional Redemption Amount(s)                    | BWP 50,000,000 |
| d) Other terms applicable on Redemption             | None.          |

**GENERAL**

- |                       |  |
|-----------------------|--|
| 5. Financial exchange | BSE  |
| 6. BSE Code           | GBL001   |
| 7. ISIN Number        | BW0000001726   |
| 8. Listing Date       | 24 February 2017   |
| 9. Method of Offering | Auction  |
| 10. Governing law     | Botswana Law<br>Guarantee governed by English Law  |
| 11. Use of proceeds   | <ul style="list-style-type: none"> <li>a. Refinance of existing debt facilities including portion of Shareholder Loans</li> <li>b. Growth of Issuer loan book</li> </ul> |
| 12. Other provisions  | a. Payment extension past the issue date to 28 February 2017   |

**13. DISCLOSURE BY ISSUER**

The Issuer will, for as long as any Tranche of Notes remains Outstanding, notify the Noteholders of any material change in the financial position of the Issuer.

#### 14. RESPONSIBILITY

The Issuer accepts full responsibility for the information contained in this Applicable Pricing Supplement. To the best of the knowledge and belief of the Issuer (who has taken all reasonable care to ensure that such is the case) the information contained in this Applicable Pricing Supplement is in accordance with the facts and does not omit anything which would make any statement false or misleading and all reasonable enquiries to ascertain such facts have been made. This Applicable Pricing Supplement contains all information required by applicable law and the listing requirements of the BSE.

Application is hereby made to list this issue of Notes on 24 February 2017

**SIGNED** at Gaborone on this 21<sup>th</sup> day of February day of 2017

For and on behalf of

**GETBUCKS LIMITED**



---

Name: Albertus Marthinus de Kock  
Capacity: Managing Director  
Who warrants her authority hereto



---

Name: Rodger Mcdesi Solomon  
Capacity: Chairman  
Who warrants his authority hereto