#### enX Corporation Limited

(Incorporated with limited liability in South Africa under registration number 1984/007045/06)

Unconditionally and irrevocably guaranteed by ListCo, the Parent Guarantor and the Subsidiary Guarantors

#### APPLICABLE PRICING SUPPLEMENT

# Issue of ZAR225,000,000 Senior Unsecured Extendible Floating Rate Notes with a Stock Code ENX04 Under its ZAR4,000,000,000 Domestic Medium Term Note Programme

This document constitutes the Applicable Pricing Supplement relating to the issue of Notes described in this Applicable Pricing Supplement.

This Applicable Pricing Supplement must be read in conjunction with the Programme Memorandum of enX Corporation Limited dated 7 May 2018, as amended or supplemented from time to time. 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 Terms and Conditions. References in this Applicable Pricing Supplement to the Terms and Conditions are to the section of the Programme Memorandum headed "Terms and Conditions of the Notes". References to any Condition in this Applicable Pricing Supplement are to that Condition of the Terms and Conditions.

The Issuer certifies that to the best of its knowledge and belief there are no facts that have been omitted from the Programme Memorandum which would make any statement false or misleading and that all reasonable enquiries to ascertain such facts have been made and that the Programme Memorandum, together with this Applicable Pricing Supplement, contains all information required by Applicable Law and, in relation to any Tranche of Notes listed on the Interest Rate Market of the JSE, the JSE Debt Listings Requirements. The Issuer accepts full responsibility for the accuracy of the information contained in the Programme Memorandum and the annual financial statements and any Applicable Pricing Supplements and the annual report of the Issuer and any amendments or supplements to the aforementioned documents, except as otherwise stated therein.

The JSE takes no responsibility for the contents of the Programme Memorandum and the annual financial statements and this Applicable Pricing and/or the annual report of the Issuer and any amendments or supplements to the aforementioned documents. The JSE makes no representation as to the accuracy or completeness of the Programme Memorandum, the annual financial statements and this Applicable Pricing Supplement and the annual report of the Issuer and any amendments or supplements to the aforementioned documents and expressly disclaims any liability for any loss arising from or in reliance upon the whole or any part of the aforementioned documents. The JSE's approval of the registration of the Programme Memorandum

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and listing of the Notes is not to be taken in any way as an indication of the merits of the Issuer or of the Notes and that, to the extent permitted by law, the JSE will not be liable for any claim whatsoever.

# **DESCRIPTION OF THE NOTES**

1.	Issuer	enX Corporation Limited			
2.	ListCo	enX Group Limited (Registration number 2001/029771/06)			
3.	Parent Guarantor	enX Leasing Investments Proprietary Limited (Registration number 2015/323818/07)			
4.	Subsidiary Guarantors	Each of Saficon Industrial Equipment (Pty) Ltd (Registration number 1970/002074/07) and Eqstra TA Equipment (Pty) Ltd (trading as Terex Africa) (Registration number 1974/002797/07) and any additional Subsidiary of enX Leasing Investments Proprietary Limited that accedes to the Subsidiary Guarantee, if and for so long as each such company is a party to the Subsidiary Guarantee in accordance with the provisions of the Terms and Conditions.			
5.	Status of the Notes	Senior Notes			
6.	Security	Unsecured			
7.	Listed/Unlisted	Listed N/A 209			
8.	Class, if applicable				
9.	Series number				
10.	Tranche number	1			
11.	Aggregate Principal Amount of this Tranche	R225,000,000			
12.	Interest/Payment Basis	Floating Rate			
13.	Issue Date(s)	18 February 2019			



14.	Minimum Denomination per Note	R1,000,000		
15.	Specified Denomination (Principal Amount per Note)	R1,000,000		
16.	Issue Price(s)	100%		
17.	Applicable Business Day Convention, if different to that specified in the Terms and Conditions	Following Business Day		
18.	Interest Commencement Date(s)	18 February 2019		
19.	Step-Up Date	1 March 2020		
20.	Final Redemption Date	1 March 2020, subject to the extension of such date as set out below.		
		The Issuer shall be entitled, having given not less than 60 days' notice to the Noteholders (in the manner set out in Condition 16), the Central Securities Depository and the JSE, to extend the Final Redemption Date for a period of 2 years to 1 March 2022.		
21.	Specified Currency	ZAR		
22.	Additional Business Centre	N/A		
23.	Maturity Amount	R225,000,000		
24.	Set out the relevant description of any additional/other Terms and Conditions relating to the Notes (including additional covenants, if any)	Condition 11.2.2 is amended by deleting "any Encumbrance created over any asset owned, acquired, developed or constructed" and replacing it with "any Encumbrance created over any asset acquired, developed or constructed".		
		The Issuer undertakes to disclose through SENS if it has obtained any irrevocable commitments from any Noteholders in relation to how Noteholders will exercise their voting rights in relation to any resolution to be voted on by Noteholders		

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25. Additional events of default

The auditors of the South African Group qualify the audited annual financial statements of the Issuer, Listco, the Parent Guarantor or any Subsidiary Guarantor:

- (i) on the grounds that the information supplied to them or to which they had access was inadequate or unreliable; or
- (ii) on the grounds that they are unable to prepare such financial statements on a going concern basis.

# **FIXED RATE NOTES**

#### N/A

#### **FLOATING RATE NOTES**

27.

26. Interest Payment Date(s)

Interest Period(s)

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The first Interest Payment Date of 1 April 2019 (the **First Interest Payment Date**) and thereafter the first day of each month of each calendar year until the Final Redemption Date or, if such day is not a Business Day, the Business Day on which the interest will be paid, as determined in accordance with the applicable Business Day Convention (as specified in this Pricing Supplement)

Each period commencing on (and including)

1 April and ending on (but excluding) 1 May,
and commencing on (and including) 1 May
and ending on (but excluding) 1 June, and
commencing on (and including) 1 June and
ending on (but excluding) 1 July, and
commencing on (and including) 1 July and
ending on (but excluding) 1 August, and
commencing on (and including) 1 August
and ending on (but excluding) 1 September,
and commencing on (and including) 1



September and ending on (but excluding) 1 October, and commencing on (and including) 1 October and ending on (but excluding) 1 November, and commencing on (and including) 1 November and ending on (but excluding) 1 December, and commencing on (and including) December and ending on (but excluding) 1 January, and commencing on (and including) 1 January and ending on (but excluding) 1 February, and commencing on (and including) 1 February and ending on (but excluding) 1 March, and commencing on (and including) 1 March and ending on (but excluding) 1 April of each calendar year until the Final Redemption Date; provided that the first Interest Period shall be from (and including) the Interest Commencement Date and ending on (but excluding) the First Interest Payment Date (each Interest Payment Date as adjusted in accordance with the Applicable **Business** Dav Convention)

28. Manner in which the Interest Rate is to be determined

Screen Rate Determination

29. Margin/Spread for the Interest Rate during the Initial Period

230 basis points per annum to be added to the relevant Reference Rate for the period commencing on (and including) the Issue Date and ending on (but excluding) the Interest Payment Date falling on 1 March 2020) (the **Initial Period**)

 Margin/Spread for the Interest Rate during the Extension Period, if applicable 260 basis points per annum to be added to the relevant Reference Rate for the period commencing on (and including) the Step-Up Date and ending on (but excluding) the Final Redemption Date (the **Extension Period**)

31. If Screen Determination

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(a) Reference Rate (including relevant period by 7.009% per annum for the first Interest reference to which the Interest Rate is to be Period (being an interpolated rate between calculated) 1 month and 3 month ZAR-JIBAR-SAFEX), and thereafter ZAR-JIBAR-SAFEX with a designated maturity of one month (b) Rate Determination Date(s) The trade date of 14 February 2019 for the first Interest Period, and the first Business Day of each Interest Period thereafter (c) Relevant Screen page and Reference Code Reuters screen SAFEY page or any successor page 32. If Interest Rate to be calculated otherwise than by reference to Screen Rate Determination, insert basis for determining Interest Rate/Margin/Fall back provisions 33. Any other terms relating to the particular method of N/A calculating interest **ZERO COUPON NOTES** N/A **INDEXED NOTES** N/A **OTHER NOTES** N/A PROVISIONS REGARDING REDEMPTION/MATURITY Redemption at the option of the Issuer: if yes: 34. No (a) Optional Redemption Date(s) N/A (b) Optional Redemption Amount(s) and method, if N/A any, of calculation of such amount(s) (c) Minimum period of notice N/A

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	(d) If redeemable in part:	N/A
	Minimum Redemption Amount(s)	N/A
	Higher Redemption Amount(s)	N/A
	(e) Other terms applicable on Redemption	N/A
35.	Redemption at the option of the holders of the Senior Notes (Put Option): if yes	No
	(a) Optional Redemption Date(s) (Put)	N/A
	(b) Optional Redemption Amount(s) (Put) and method, if any, of calculation of such amount(s)	N/A
	(c) Minimum period of notice	N/A
	(d) If redeemable in part:	
	Minimum Redemption Amount(s)	N/A
	Higher Redemption Amount(s)	N/A
	(e) Other terms applicable on Redemption	N/A
36.	Optional Redemption in respect of a Put Event	
	(a) Delisting of Notes in a relevant Series of Senior Notes on the Interest Rate Market of the JSE or another regulated, regularly operating, recognised stock exchange or securities market	Yes
	(b) Delisting of the ordinary shares of ListCo on the JSE or another regulated, regularly operating, recognised stock exchange or securities market	Yes
	(c) Trading of the Notes on the JSE is suspended for a period of 45 consecutive trading days or more, provided that trading of the Notes shall not be considered to be	Yes
	suspended on any trading day on which a	

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general suspension of trading on the JSE has occurred

37. Early Redemption Amount(s) payable on Yes redemption for Taxation reasons in terms of Condition 8.3 or Optional Redemption following a Put Event in terms of Condition 8.6 or early redemption following an Event of Default in terms of Condition 12: if yes

Early Redemption Amount and method, if any, of calculation of such amount

as per Condition 8.7

#### **GENERAL**

38,	Additional selling restrictions	N/A			
39.	International Securities Numbering (ISIN)	ZAG000157223			
40.	Stock Code	ENX04			
41:	Financial Exchange	JSE (Interest Rate Market)			
42.	Dealer(s)	Nedbank Limited, acting through its Corporate and Investment Banking division			
<b>43</b> .	If syndicated, names of Lead Manager(s)	N/A			
44.	Method of distribution	Private placement			
45.	Rating assigned to the Parent Guarantor	A-(ZA) by the Rating Agency Standard & Poor's			
46.	Rating Agency				
<b>4</b> 7.	Governing Law	South Africa			
48.	Last Day to Register	By 17h00 on 26 January, 23 February, 26 March, 25 April, 26 May, 25 June, 26 July, 26 August, 25 September, 26 October, 25 November and 26 December of each calendar year until the Final Redemption Date, being the day preceding the Books Closed Period, or if such day is not a			



		Business Day, the immediately preceding day that is a Business Day		
49.	Books Closed Period	The register will be closed from 27 Januar to 31 January, 24 February to 28 February 27 March to 31 March, 26 April to 30 April 27 May to 31 May, 26 June to 30 June, 2 July to 31 July, 27 August to 31 August, 2 September to 30 September, 27 October to 31 October, 26 November to 30 November and 27 December to 31 December of each year until the Final Redemption Date (if each case both days inclusive)		
50.	Calculation Agent	Nedbank Limited, acting through its Corporate and Investment Banking division		
51.	Specified Office of the Calculation Agent	135 Rivonia Road, Sandown, Sandton, 2196		
52.	Transfer Agent	Nedbank Limited, acting through its  Corporate and Investment Banking division		
53.	Specified Office of the Transfer Agent	135 Rivonia Road, Sandown, Sandton, 2196		
54.	Paying Agent	Nedbank Limited, acting through its Corporate and Investment Banking division		
55.	Specified Office of the Paying Agent	135 Rivonia Road, Sandown, Sandton, 2196		
56.	Debt Sponsor	Rand Merchant Bank, a division of FirstRand Bank Limited		
57.	Issuer's Settlement Agent	Nedbank Limited, acting through its Corporate and Investment Banking division		
58.	Specified Office of the Issuer's Settlement Agent	135 Rivonia Road, Sandown, Sandton, 2196		
59.	Stabilisation Manager, if any	N/A		



60. Programme Amount

R4,000,000,000. The authorised amount of the Programme has not been exceeded.

61. Aggregate Outstanding Principal Amount of all Notes in issue on the Issue Date of this Tranche

R914,299,999.69, excluding this Tranche of Notes and any other Tranche(s) of Notes to be issued on the Issue Date

62. Other provisions

If a Disposal Event occurs, then the Notes will be redeemed in full, at their Outstanding Principal Amount, together with accrued unpaid interest (if any) thereon, on the Early Redemption Date.

**Disposal Event** means the date on which any agreement for the sale by enX and its subsidiaries of their interest in the enX fleet management and logistics division becomes unconditional in accordance with its terms.

**Early Redemption Date** means the first Interest Payment Date after the occurrence of the Disposal Event, or, if the Disposal Event occurs after the 20<sup>th</sup> day of a calendar month, then on the second Interest Payment Date thereafter.

Within 3 Business Days of the occurrence of a Disposal Event, the Issuer will give notice to the Noteholders (in the manner set out in Condition 16), the Central Securities Depository and the JSE, of the occurrence of such Disposal Event and what date the Early Redemption Date will be in accordance with the provisions set out above.

The early redemption date of the Notes will thus be a minimum of 5 Business Days after the date on which the trigger event occurs,



as required by the JSE Debt Listings Requirements.

As at the date of this Pricing Supplement, following due and careful enquiry, there has been no material change in the financial or trading position of the Issuer, ListCo, the Parent Guarantor or any of the Subsidiary Guarantors since the end of the last financial period for which audited annual consolidated financial statements have been published. No auditors have been involved in making such statement.

As at the date of this Pricing Supplement, none of the Issuer, ListCo, the Parent Guarantor or any of the Subsidiary Guarantors is engaged in any legal or arbitration proceedings, including any proceedings that are pending or threatened, of which the Issuer is aware, other than those disclosed in the Programme Memorandum and/or the Pricing Supplement, if any, that may have or have had in the recent past, being the previous 12 months, a material effect on the financial position of the Issuer, ListCo, the Parent Guarantor or any of the Subsidiary Guarantors.

As at the date of this Pricing Supplement, none of the Issuer, ListCo, the Parent Guarantor or any of the Subsidiary Guarantors is failing to comply with any Applicable Laws to which it is subject, in a manner which would reasonably be expected to have a material adverse effect on the financial position or the operations of the Issuer, ListCo, the Parent Guarantor or any of the Subsidiary Guarantors.

Application is hereby made to list this Tranche of Notes, as from 18 February 2019, pursuant to the enX Corporation Limited Programme. The updated Programme was registered with the JSE on 18 May 2018.



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

At the date of this Applicable Pricing Supplement:

#### Paragraph 3(5)(a)

The ultimate borrower is enX Corporation Limited.

#### 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.

#### Paragraph 3(5)(c)

The auditor of the Issuer is Deloitte & Touche.

# Paragraph 3(5)(d)

As at the date of this issue:

- (a) the Outstanding Principal Amount of all Notes issued by the Issuer is R914,299,999.69 excluding this
   Tranche of Notes any other Tranche(s) of Notes to be issued on the Issue Date; and
- (b) it is anticipated that the Issuer will issue additional Notes with an estimated nominal value of RNil during the remainder of its current financial year ended 31 August 2019, in addition to the Notes forming part of this issue of Notes.

#### Paragraph 3(5)(e)

Prospective investors in the Notes are to consider this Applicable Pricing Supplement, the Programme Memorandum and the documentation incorporated therein by reference in order to ascertain the nature of the financial and commercial risks of an investment in the Notes. In addition, prospective investors in the Notes are to consider the latest audited financial statements of the Issuer which are incorporated into the Programme Memorandum by reference and which may be requested from the Issuer.

#### 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.

#### Paragraph 3(5)(g)

The Notes issued will be listed, as stated in the Applicable Pricing Supplement.

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# Paragraph 3(5)(h)

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

#### Paragraph 3(5)(i)

The Notes are guaranteed by ListCo in terms of the ListCo Guarantee, by the Parent Guarantor in terms of the Parent Guarantee and by the Subsidiary Guarantors in terms of the Subsidiary Guarantee, but are otherwise unsecured.

# Paragraph 3(5)(i)

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

# **ENX CORPORATION LIMITED (Issuer)**

Ву:	PDMan	Ву:	X	1	
	Director, duly authorised	Director, duly authorised			horised
Name:	Paul Mansour	Name:	Inrra	w F	RIEDMAN
Date:	February 14, 2019	Date:	14	Dy	2019