

Eqstra Corporation Limited

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

Unconditionally and irrevocably guaranteed by Eqstra Investments Proprietary Limited and the Subsidiary
Guarantors

AMENDED AND RESTATED APPLICABLE PRICING SUPPLEMENT

With effect from the Effective Date, this amended and restated Applicable Pricing Supplement amends and restates the Applicable Pricing Supplement dated 8 April 2013

**Issue of ZAR340,000,000 Senior Unsecured Floating Rate Notes, Stock Code EQS06
due 9 April 2020**

Under its ZAR8 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 issued by Eqstra Corporation Limited dated 16 March 2012, as may be 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. For the purposes of this Applicable Pricing Supplement the term "**Effective Date**" shall bear the meaning ascribed thereto in the written notice given by the Issuer convening a meeting of the holders of all the outstanding Notes of Series 191 dated 30 June 2016.

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 contains all information required by Applicable Law and the JSE Listings Requirements. The Issuer accepts full responsibility for the information contained in the Programme Memorandum, the Applicable Pricing Supplements and the annual financial report and any amendments to the annual financial report or any supplements from time to time, except as otherwise stated therein.

The JSE assumes no responsibility or liability of whatsoever nature for the contents of the Programme Memorandum or this Applicable Pricing Supplement or the annual financial report or any other information incorporated by reference into the Programme Memorandum (as amended or restated from time to time),

and the JSE makes no representation as to the accuracy or completeness of the Programme Memorandum or this Applicable Pricing Supplement, the annual financial report or any other information incorporated by reference into the Programme Memorandum (as amended or restated from time to time). The JSE expressly disclaims any liability for any loss arising from or in reliance upon the whole or any part of the Programme Memorandum or this Applicable Pricing Supplement or the annual financial report or any other information incorporated by reference into the Programme Memorandum (as amended or restated from time to time).

DESCRIPTION OF THE NOTES

1.	Issuer	Eqstra Corporation Limited
2.	Parent Guarantor	Eqstra Investments Proprietary Limited (Registration number 2015/323818/07)
3.	Subsidiary Guarantors	Each of Saficon Industrial Equipment (Pty) Ltd (Registration number 1970/002074/07), Eqstra NH Equipment (Proprietary) Limited (Registration number 1959/001593/07), Eqstra TA Equipment (Pty) Ltd (trading as Terex Africa) (Registration number 1974/002797/07) and any additional Subsidiary of Eqstra 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.
4.	Status of the Notes	Senior Notes
5.	Form of Notes	Uncertificated
6.	Security	Unsecured
7.	Issue Number	N/A
8.	Series number	191
9.	Tranche number	1
10.	Aggregate Principal Amount of this Tranche	R340,000,000
11.	Interest/Payment Basis	Floating

12.	Issue Date(s) and first settlement date	9 April 2013
13.	Minimum Denomination per Note	ZAR1,000,000
14.	Specified Denomination (Principal Amount per Note)	ZAR1,000,000
15.	Issue Price(s)	100%
16.	Applicable Business Day Convention, if different to that specified in the Terms and Conditions	Following Business Day
17.	Interest Payment Dates	9 July, 9 October, 9 January and 9 April of each year until the Maturity Date
18.	Interest Commencement Date(s)	9 April 2013
19.	Step-Up Date	N/A
20.	Final Redemption Date	9 April 2020
21.	Specified Currency	ZAR
22.	Additional Business Centre	N/A
23.	Maturity Amount	33.33% of the Aggregate Principal Amount on 9 April 2018, 9 April 2019 and the Final Redemption Date, based on a straight line amortisation.
24.	Set out the relevant description of any additional/other Terms and Conditions relating to the Notes	<p>The Issuer undertakes to use all reasonable endeavours to maintain the listing of the Notes.</p> <p>The Issuer undertakes to notify Noteholders should any Notes purchased by the Issuer exceed 35% of the Outstanding Principal Amount of the Notes in issue.</p>
25.	Additional covenants	None
26.	Additional events of default	None

FLOATING RATE NOTES

27. Interest Payment Date(s) 9 July, 9 October, 9 January and 9 April of each year until the Maturity Date
28. Interest Period(s) From and including the Interest Commencement Date and ending on but excluding the immediately following Interest Payment Date and thereafter from and including the applicable Interest Payment Date and ending on but excluding following Interest Payment Date.
29. Manner in which the Interest Rate is to be determined Screen Rate Determination
30. Margin/Spread for the Interest Rate 252 basis points to be added to the relevant Reference Rate
31. Margin/Spread for the Step-Up Rate N/A
32. If Screen Determination
- (a) Reference Rate (including relevant period by reference to which the Interest Rate is to be calculated) 3 month JIBAR
- (b) Rate Determination Date(s) The first Business Day of each Interest Period
- (c) Relevant Screen page and Reference Code Reuters page SAFETY code 0#SFXMM: or any successor page
33. If Interest Rate to be calculated otherwise than by reference to Screen Rate Determination, insert basis for determining Interest Rate/Margin/Fall back provisions N/A
34. Any other terms relating to the particular method of calculating interest N/A

PROVISIONS REGARDING REDEMPTION/MATURITY

35.	Redemption at the option of the Issuer: if yes:	No
	(a) Optional Redemption Date(s)	N/A
	(b) Optional Redemption Amount(s) 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	
36.	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
37.	Early Redemption Amount(s) payable on redemption for Taxation reasons or Optional Redemption in terms of Condition 8.6 on Event of Default: if yes	Yes
	Amount payable	as per Condition 8.7

GENERAL

38.	Additional selling restrictions	N/A
39.	International Securities Numbering (ISIN)	ZAG000104449
40.	Financial Exchange	JSE
41.	Dealer(s)	Nedbank Capital, a division of Nedbank Limited
42.	Stock Code	EQS06
43.	If syndicated, names of Lead Manager(s)	N/A
44.	Method of distribution	Bookbuild
45.	Rating assigned to Parent Guarantor as at 26 April 2016, to be reviewed annually	zaB. The Issuer undertakes to use all reasonable endeavours to continue to have the Parent Guarantor rated.
46.	Rating Agency	Standard and Poor's
47.	Governing Law	South Africa
48.	Last Day to Register	by 17h00 on 28 June, 28 September, 29 December and 29 March of each year until the Maturity Date
49.	Books Closed Period	from and including 29 June to but excluding 9 July, from and including 29 September to but excluding 9 October, from and including 30 December to but excluding 9 January and from and including 30 March to but excluding 9 April of each year until the Maturity Date
50.	Calculation Agent	Nedbank Capital, a division of Nedbank Limited
51.	Specified Office of the Calculation Agent	135 Rivonia Road, Sandton, 2196
52.	Transfer Agent	Nedbank Capital, a division of Nedbank Limited
53.	Specified Office of the Transfer Agent	135 Rivonia Road, Sandton, 2196

54. Paying Agent	Nedcor Investor Services
55. Specified Office of the Paying Agent	33 Hoofd Street, Forum IV, Braampark, Braamfontein, Johannesburg, 2001
56. Stabilisation Manager, if any	N/A
57. Programme Amount	ZAR8 000 000 000
58. Aggregate Outstanding Principal Amount of Notes in issue on the Issue Date of this Tranche	R2,681,000,000 excluding this Tranche of Notes and any other Tranche(s) of Notes to be issued on the Issue Date
59. Other provisions	N/A

EQSTRA CORPORATION LIMITED (Issuer)

By: 

 J.L. SERFONTEIN
 Director, duly authorised

Date: 7 NOVEMBER 2016

By: 

 H.M. Lindeque
 Director, duly authorised

Date: 7 November 2016