

# FINANCIAL SERVICES BOARD

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<b>DATE:</b>	May 2017	<b>E-MAIL:</b>	<a href="mailto:Michael.kabai@fsb.co.za">Michael.kabai@fsb.co.za</a>

**Mr Leon Rossouw**  
Chief Executive Officer  
Granite Central Securities Depository (Pty) Limited  
PO Box 1720  
Gallo Manor  
Johannesburg

Dear Mr Rossouw,

**GRANITE CENTRAL SECURITIES DEPOSITORY (PTY) LIMITED ("GRANITE"):  
APPLICATION FOR A CENTRAL SECURITIES DEPOSITORY LICENCE IN TERMS OF  
SECTION 29 OF THE FINANCIAL MARKETS ACT, 19 OF 2012**

1. The above application refers.
2. The Registrar hereby grants Granite Central Securities Depository (Pty) Limited, a licence to perform the functions referred to in section 30 of the Financial Markets Act, 19 of 2012. The signed central securities depository licence is attached for your ease of reference.
3. The Central Securities Depository licence is granted subject to the terms and conditions as set out in the Annexure attached to the licence.

Yours faithfully

REGISTRAR OF SECURITIES SERVICES

**Board Members:** AM Sithole (Chairperson) H Wilton (Deputy Chairperson) Z Bassa JV Mogadime  
Prof PJ Sutherland FE Groepe D Turpin HMH Ratshefola D Msomi I Momoniat O Makhubela (Alternate)  
**Executive Officer:** DP Tshidi

**SABS**  
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**FINANCIAL SERVICES BOARD**

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*THIS IS TO CERTIFY THAT*

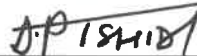
*I, DP Tshidi, Registrar of Securities Services, hereby grant*

***GRANITE CENTRAL SECURITIES DEPOSITORY PROPRIETARY LIMITED***  
***(Registration No 2011/125706/07)***

*a central securities depository licence in terms of section 29(1) of the Financial Markets Act, Act 19 of 2012 ("the Act") to perform functions under section 30 of the Act.*

*IT IS HEREBY RECORDED THAT*

*Granite Central Securities Depository Proprietary Limited shall operate under the terms and conditions set out in the attached Annexure:*



**REGISTRAR OF SECURITIES SERVICES**  
**REPUBLIC OF SOUTH AFRICA**

**TERMS AND CONDITIONS**

1. *The registered office and principal place of business in the Republic of South Africa where the central securities depository may be operated is situated at:  
**Rivonia Gate Office Park, 381 Rivonia Boulevard, Sandton, 2012***
2. *The central securities depository may not be operated at any other place without the written approval of the Registrar of Securities Services.*
3. *Granite Central Securities Depository (Proprietary) Limited's licence is restricted to the following securities:*
  - (a) *Bonds; and*
  - (b) *Money market securities;*
4. *Granite Central Securities Depository (Proprietary) Limited may not conduct any additional business or functions not provided for in section 30 of the Act without the prior written approval of the Registrar of Securities Services.*
5. *In the event that the Minister of Finance prescribes asset and resources requirements for market infrastructures, Granite Central Securities Depository (Proprietary) Limited will be required to comply with such requirements with effect from the date of application of such requirements.*
6. *The founding shareholders undertake not to sell their shares in Granite Central Securities Depository for a period of three years from the granting of the central securities depository licence. Should any of the founding shareholders wish to sell their shares during the three year lock-in period such shareholder may only do so with the prior written approval of the Registrar.*

7. *If after the granting of the licence any of the management of Granite Central Securities Depository is replaced by a new person or any change occurs in the personal circumstances of any of the members of the management team which renders that person to no longer be fit and proper no such person may be permitted to take part in the management of Granite Central Securities Depository, unless such person has been verified to be fit and proper by the Registrar.*
8. *The central securities depository licence is not transferrable and this includes, but is not limited to, either a sale of shares, transfer of ownership or on liquidation of the Granite Central Securities Depository.*
9. *The Registrar may impose additional conditions as he deems fit any time after the granting of the Central Securities Depository licence.*

Signed at Pretoria on

*18<sup>th</sup> May*

2017

*JP Ismail*

**REGISTRAR OF SECURITIES SERVICES**