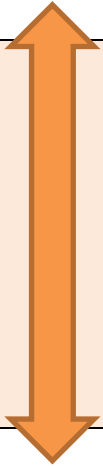


## RANKING OF DEBT SECURITIES

This document forms part of a Limited Disclosure Document ("**LDD**") dated 29 September 2017 as may be supplemented from time to time, for the issue of subordinated redeemable shares (the "**SBS Capital Bond**") by Southland Building Society, trading as SBS Bank.

Financial Information stated as at 30 September 2018 for the Banking Group.

	Ranking on liquidation of the Bank	Examples	Indicative Amount <sup>1</sup>
Higher ranking	Liabilities that rank in priority to the SBS Capital Bonds	Creditors preferred by law (such as employees of the Bank and IRD for unpaid tax), secured creditors, deposits (issued without redeemable shares), other unsecured debt (such as redeemable shares issued by the Bank in respect of everyday transactional and savings accounts and call and term investments, including accrued interest) and general creditors	\$4,163m
	Liabilities that rank equally with the SBS Capital Bonds	SBS Capital Bonds, including accrued Interest, issued under the LDD	\$97m
		SBS Wholesale Capital Bonds, including accrued interest, issued under a Terms Sheet dated 26 March 2018	
		SBS AUD Capital Bonds, including accrued interest, to be issued under a Terms Sheet to be dated on or about 28 November 2018 <sup>2</sup>	
		Subordinated Redeemable Shares, including accrued interest, issued by the Bank under an Investment Statement for Subordinated Redeemable Shares dated 30 April 2014 (the " <b>Premier Bonds</b> ") <sup>3</sup> and any future instruments issued under the Master Deed which rank equally with the SBS Capital Bonds (there are none at present)	
	Liabilities that rank below the SBS Capital Bonds	Junior Creditors (as defined in the Master Deed)	Nil
Lower ranking	Equity	Relevant Tier 1 Capital Instruments (as defined in the Master Deed)	Nil
		Reserves and retained earnings.	\$314m

<sup>1</sup> In the event of a liquidation of the Bank, the actual amounts of liabilities and equity of the Bank will differ from the indicative figures provided above. The amounts shown are presented in millions of New Zealand dollars and may be subject to rounding adjustments.

<sup>2</sup> As all indicative figures are as at 30 September 2018, the indicative amount of \$97m does not include any of the up to A\$30,000,000 of SBS AUD Capital Bonds SBS anticipates will be issued under the Terms Sheet (as none were issued as at 30 September 2018).

<sup>3</sup> The Premier Bonds will be progressively repaid from 12 May 2019 and will be fully repaid by 20 September 2019.