

## TABLE 2: MAIN FEATURES OF CAPITAL INSTRUMENTS

This table has been updated to reflect the redemption of the RPS regulatory capital instrument on 16<sup>th</sup> September 2013.

The table below summarises the main features of all financial instruments included in the regulatory capital.

The full terms and conditions of all of Suncorp Group's regulatory capital instruments are available at [www.suncorpgroup.com.au/investors/securities](http://www.suncorpgroup.com.au/investors/securities)<sup>2</sup>.

	Ordinary share capital <sup>1</sup>	Capital notes <sup>1</sup>	Reset preference shares (RPS)
1 Issuer	Suncorp-Metway Limited	Suncorp-Metway Limited	Suncorp-Metway Limited
2 Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)	No unique identifier	No unique identifier	SBKPA
3 Governing law(s) of the instrument	Commonwealth of Australia	Queensland	Commonwealth of Australia
<b>Regulatory treatment</b>			
4 Transitional Basel III rules	Common Equity Tier 1	Additional Tier 1	RPS was redeemed on 16-Sep-13
5 Post-transitional Basel III rules	Common Equity Tier 1	Additional Tier 1	
6 Eligible at solo/group/group&solo	Solo and Group	Solo and Group	
7 Instrument type (ordinary shares/preference shares/subordinated notes/other)	Ordinary Shares	Other	
8 Amount recognised in regulatory capital (Currency in mil, as of most recent reporting date)	\$2,452m	\$450m	
9 Par value of instrument	\$9.74 (average)	\$100	
10 Accounting classification	Shareholders' equity	Shareholders' equity	
11 Original date of issuance	Various	17-Dec-12	
12 Perpetual or dated	Perpetual	Perpetual	
13 Original maturity date	no maturity	no maturity	
14 Issuer call subject to prior supervisory approval	n/a	No	
15 Optional call date, contingent call dates and redemption amount	n/a	n/a	
16 Subsequent call dates, if applicable	n/a	n/a	
<b>Coupons/dividends</b>			
17 Fixed or floating dividend/coupon	n/a	Floating	
18 Coupon rate and any related index	n/a	BBSW90+ 4.65%	
19 Existence of a dividend stopper	No	No	
20 Fully discretionary, partially discretionary or mandatory	Fully discretionary	Fully discretionary	
21 Existence of step up or other incentive to redeem	No	No	
22 Noncumulative or cumulative	Non-cumulative	Non-cumulative	
23 Convertible or non-convertible	n/a	Non-convertible	
24 If convertible, conversion trigger (s)	n/a	n/a	
25 If convertible, fully or partially	n/a	n/a	
26 If convertible, conversion rate	n/a	n/a	
27 If convertible, mandatory or optional conversion	n/a	n/a	
28 If convertible, specify instrument type convertible into	n/a	n/a	
29 If convertible, specify issuer of instrument it converts into	n/a	n/a	
30 Write-down feature	No	Yes	
31 If write-down, write-down trigger(s)	n/a	Write-off on Non-Viability; upon determination by APRA; in accordance with contract terms or by operation of law	
32 If write-down, full or partial	n/a	May be written down fully or partially	
33 If write-down, permanent or temporary	n/a	Permanent	
34 If temporary write-down, description of write-up mechanism	n/a	n/a	
35 Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	Capital notes	Floating Rate Capital Notes	
36 Non-compliant transitioned features	No	No	
37 If yes, specify non-compliant features	n/a	n/a	

### Notes

1. 'Internal' capital instruments issued by SML to related entities within the Suncorp Group such as SBGH Limited and Suncorp Group Limited.
2. For 'internal' instruments, the published terms and conditions instead represent the comparable capital instruments issued by Suncorp Group Limited to external investors. The terms of these instruments may differ slightly to those instruments issued by the regulatory Level 2 group.

**TABLE 2: MAIN FEATURES OF CAPITAL INSTRUMENTS  
(continued)**

	Subordinated notes <sup>1</sup>	Perpetual subordinated notes (FRCN)
1 Issuer	Suncorp-Metway Limited	Suncorp-Metway Limited
2 Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)	No unique identifier	SBKHB
3 Governing law(s) of the instrument	Queensland	Commonwealth of Australia
<i>Regulatory treatment</i>		
4 Transitional Basel III rules	Tier 2	Tier 2
5 Post-transitional Basel III rules	Tier 2	Ineligible
6 Eligible at solo/group/group&solo	Solo and Group	Solo and Group
7 Instrument type (ordinary shares/preference shares/subordinated notes/other)	Subordinated Notes	Subordinated Notes
8 Amount recognised in regulatory capital (Currency in mil, as of most recent reporting date)	\$670m	\$170m
9 Par value of instrument	\$100	\$100
10 Accounting classification	Liability - amortised cost	Liability - amortised cost
11 Original date of issuance	14-Jun-13	10-Dec-98
12 Perpetual or dated	Dated	Perpetual
13 Original maturity date	22-Nov-23	no maturity
14 Issuer call subject to prior supervisory approval	Yes	Yes
15 Optional call date, contingent call dates and redemption amount	Some or all of the Notes on 22 November 2018; or all (but not some) at any time if a Tax event or Regulatory event occurs. Redemption amount will be the Face Value	Anytime after first 5 years as determined by SML
16 Subsequent call dates, if applicable	Any subsequent interest payment date following 22 November 2018; At any time regarding a Regulatory or Tax Event	Anytime after first 5 years as determined by SML
<i>Coupons/dividends</i>		
17 Fixed or floating dividend/coupon	Floating	Floating
18 Coupon rate and any related index	BBSW90 + 2.85%	BBSW90 + 0.75%
19 Existence of a dividend stopper	No	No
20 Fully discretionary, partially discretionary or mandatory	Mandatory	Mandatory
21 Existence of step up or other incentive to redeem	No	No
22 Noncumulative or cumulative	Cumulative	Cumulative
23 Convertible or non-convertible	Convertible	Non-convertible
24 If convertible, conversion trigger (s)	Non-viability	n/a
25 If convertible, fully or partially	may convert fully or partially	n/a
26 If convertible, conversion rate	SML will convert or write-off all Relevant Capital instruments, or an amount of the Relevant Capital Instruments to the extent APRA is satisfied that conversion or write-off of that amount will be sufficient to ensure that SML does not become non-viable.	n/a
27 If convertible, mandatory or optional conversion	Mandatory	n/a
28 If convertible, specify instrument type convertible into	Common Equity Tier 1	n/a
29 If convertible, specify issuer of instrument it converts into	Suncorp-Metway Limited	n/a
30 Write-down feature	Yes	No
31 If write-down, write-down trigger(s)	Write-off on Non-Viability; upon determination by APRA; in accordance with contract terms or by operation of law	n/a
32 If write-down, full or partial	May be written down fully or partially	n/a
33 If write-down, permanent or temporary	Permanent	n/a
34 If temporary write-down, description of write-up mechanism	n/a	n/a
35 Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	Unsubordinated creditors	Subordinated notes
36 Non-compliant transitioned features	No	Yes
37 If yes, specify non-compliant features	n/a	There is no non-viability conversion/write-down feature in the terms

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