



Bayport Securitisation (RF) Ltd

Investor Report

December 2011

## Monthly Investor Report

### Financial statistics for the period ended December 2011

		Dec 11	Nov 11	Oct 11	Sep 11	Aug 11	Jul 11	Jun 11	May 11	Apr 11	Mar 11	Feb 11	Jan 11
<b>Performance ratios *</b>													
Income yield on gross advances	%	<b>37.6%</b>	37.6%	37.6%	37.9%	37.0%	36.9%	38.1%	38.5%	38.5%	38.9%	39.2%	39.4%
Operating expenses to gross advances	%	<b>10.7%</b>	10.4%	10.0%	9.5%	8.8%	8.1%	8.0%	8.0%	7.9%	7.9%	7.9%	8.0%
Operating expenses to income	%	<b>28.5%</b>	27.7%	26.6%	25.1%	23.7%	22.1%	21.0%	20.7%	20.6%	20.2%	20.3%	20.2%
Return on assets	%	<b>3.7%</b>	3.8%	4.0%	4.4%	4.6%	4.8%	5.1%	5.6%	5.2%	5.8%	5.9%	6.0%
Gearing ratio	times	<b>3.8</b>	3.7	3.7	3.7	3.7	3.8	3.8	3.8	3.8	3.9	3.9	4.0
Interest spread	%	<b>18.5%</b>	18.9%	18.7%	18.9%	19.1%	19.0%	19.4%	19.5%	19.5%	19.7%	19.7%	19.7%
<b>Asset and credit quality ratios</b>													
Gross advances	R '000	<b>3 479 013</b>	3 360 009	3 217 859	3 087 287	2 950 291	2 861 894	2 772 130	2 670 880	2 604 357	2 559 481	2 508 034	2 439 038
Non-Performing Loans ("NPLs")	R '000	<b>998 994</b>	946 471	900 707	859 482	802 713	767 302	726 338	680 914	640 226	607 663	581 255	553 701
Total impairment provisions	R '000	<b>429 848</b>	412 325	402 732	390 706	357 613	345 117	325 719	312 996	308 505	288 719	280 637	270 380
Net advances	R '000	<b>3 049 165</b>	2 947 684	2 815 127	2 696 581	2 592 678	2 516 777	2 446 411	2 357 884	2 295 852	2 270 762	2 227 397	2 168 658
NPLs to gross advances	%	<b>28.7%</b>	28.2%	28.0%	27.8%	27.2%	26.8%	26.2%	25.5%	24.6%	23.7%	23.2%	22.7%
Impairment provisions to gross advances	%	<b>12.4%</b>	12.3%	12.5%	12.7%	12.1%	12.1%	11.7%	11.7%	11.8%	11.3%	11.2%	11.1%
<b>Funding and cash reserves</b>													
Interest bearing liabilities	R '000	<b>2 991 486</b>	3 143 025	2 711 968	2 580 254	2 412 384	2 354 652	2 384 738	2 304 949	2 304 145	2 295 462	2 118 409	2 126 689
Average cost of funding	%	<b>11.6%</b>	11.4%	11.6%	11.6%	11.8%	11.7%	11.7%	11.8%	11.7%	11.7%	11.8%	11.8%
Cash and statutory assets	R '000	<b>249 570</b>	465 646	141 944	98 488	118 244	96 581	147 921	193 349	207 376	201 260	104 910	144 526

\* 12 month rolling average

## Monthly Investor Report

### Sales of new loans

		% MoM	Dec 11	Nov 11	Oct 11	Sep 11	Aug 11	Jul 11	Jun 11	May 11	Apr 11	Mar 11	Feb 11	Jan 11
Disbursements	R '000	-16.7%	<b>210 076</b>	252 077	241 500	206 558	165 146	158 479	176 013	138 052	115 198	132 922	128 076	146 542
Number of new loans		-16.7%	<b>15 755</b>	18 920	17 484	15 205	14 043	13 354	14 970	12 336	9 409	11 347	10 564	11 346
Number of loans on book		2.4%	<b>275 007</b>	268 683	261 346	257 879	254 288	246 472	242 570	236 319	231 848	229 988	225 713	222 065
Average loan size at acquisition	Rand	0.1%	<b>13 334</b>	13 323	13 813	13 585	11 728	11 338	11 922	11 462	11 941	11 610	12 261	12 956
Average acquisition term	Months	3.5%	<b>32</b>	31	31	32	30	29	30	29	29	28	29	30

### Statistics

#### Book by geographic location

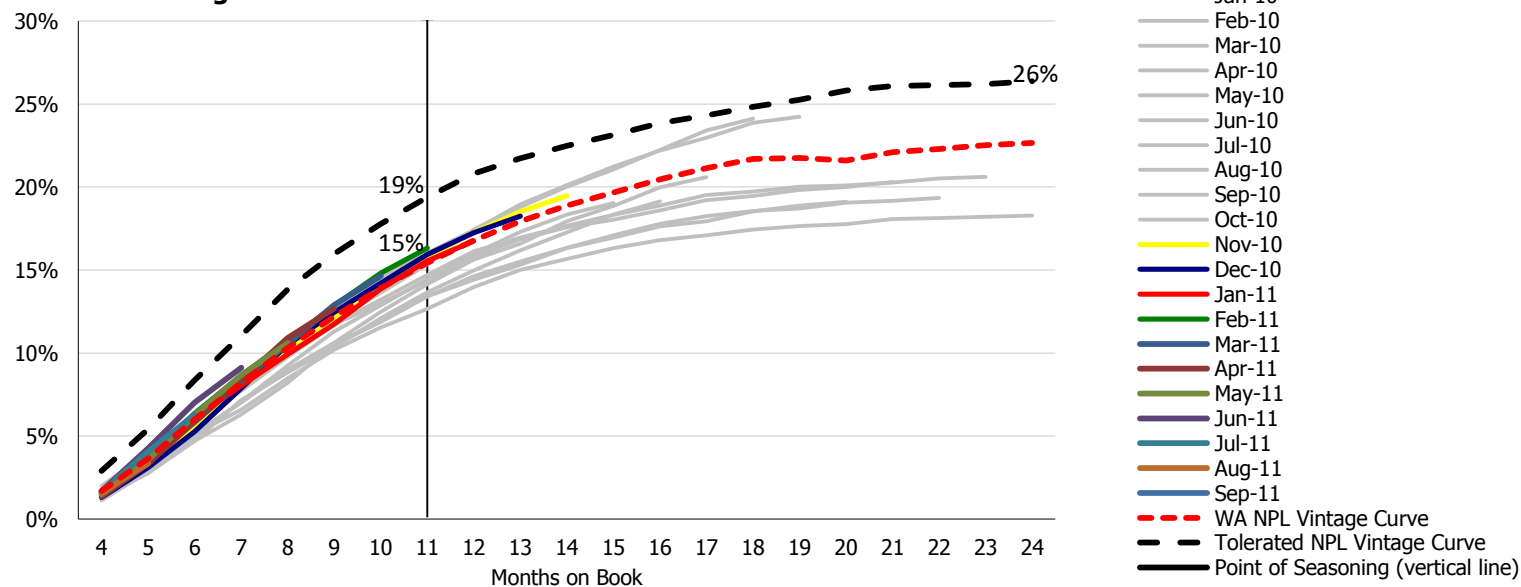
Province	Cellular	Payroll	Debit order	Total
Eastern Cape	11%	10%	10%	<b>10%</b>
Free State	6%	7%	7%	<b>7%</b>
Gauteng	32%	47%	30%	<b>31%</b>
Kwazulu-Natal	16%	11%	22%	<b>20%</b>
Limpopo	7%	3%	5%	<b>6%</b>
Mpumalanga	8%	3%	4%	<b>5%</b>
Northern Cape	3%	2%	3%	<b>3%</b>
Northwest	7%	5%	5%	<b>5%</b>
Western Cape	10%	12%	14%	<b>13%</b>
	<b>100%</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>

## Monthly Investor Report

### Asset quality

	% MoM	Dec 11 R '000	Nov 11 R '000	Oct 11 R '000	Sep 11 R '000	Aug 11 R '000	Jul 11 R '000	Jun 11 R '000	May 11 R '000	Apr 11 R '000	Mar 11 R '000	Feb 11 R '000	Jan 11 R '000
<b>Gross advances</b>	3.5%	<b>3 479 013</b>	3 360 009	3 217 859	3 087 287	2 950 291	2 861 894	2 772 130	2 670 880	2 604 357	2 559 481	2 508 034	2 439 038
Performing	2.8%	<b>2 480 019</b>	2 413 538	2 317 152	2 227 805	2 147 578	2 094 592	2 045 792	1 989 966	1 964 131	1 951 818	1 926 779	1 885 337
Non-performing	5.6%	<b>998 994</b>	946 471	900 707	859 482	802 713	767 302	726 338	680 914	640 226	607 663	581 255	553 701
<b>Impairment provisions</b>													
Opening balance	2.4%	<b>412 325</b>	402 732	390 706	357 613	345 117	325 719	312 996	308 505	288 719	280 637	270 380	260 525
Bad debt written-off	-36.3%	<b>-15 345</b>	-24 086	-21 995	-26 949	-20 598	-3 761	-18 987	-19 624	-16 203	-23 978	-19 426	-25 927
Provision raised	-2.4%	<b>32 868</b>	33 679	34 021	60 042	33 094	23 159	31 710	24 115	35 989	32 060	29 683	35 782
Total impairment provisions	4.3%	<b>429 848</b>	412 325	402 732	390 706	357 613	345 117	325 719	312 996	308 505	288 719	280 637	270 380

### NPL Vintage



## Monthly Investor Report

### Asset quality (continued)

Contractual delinquency (CD) portfolio distribution *	Dec 11	Nov 11	Oct 11	Sep 11	Aug 11	Jul 11	Jun 11	May 11	Apr 11	Mar 11	Feb 11	Jan 11
	%	%	%	%	%	%	%	%	%	%	%	%
0	59%	61%	61%	60%	58%	60%	62%	62%	63%	63%	65%	65%
1	6%	5%	5%	5%	8%	6%	6%	6%	6%	6%	6%	6%
2	3%	3%	3%	4%	4%	4%	3%	4%	4%	4%	3%	3%
3	3%	3%	3%	3%	3%	3%	3%	3%	3%	3%	3%	3%
4 +	29%	28%	28%	28%	27%	27%	26%	25%	24%	24%	23%	23%

### Monthly debtors movement

	R'000	R'000	R'000	R'000	R'000	R'000	R'000	R'000	R'000	R'000	R'000	R'000
Balance as at previous month end	3 360 009	3 217 859	3 087 287	2 950 291	2 861 894	2 772 130	2 670 880	2 604 357	2 559 481	2 508 034	2 439 038	2 356 308
Capital value of new loans	210 076	252 077	241 500	206 558	165 146	158 479	176 013	138 052	115 198	132 922	128 076	146 542
Interest revenue	82 452	77 637	78 301	74 416	80 084	78 558	67 745	69 282	66 381	65 135	63 589	62 565
Non-interest revenue	64 493	64 039	60 587	80 218	46 638	39 530	40 390	42 459	38 231	35 759	40 189	37 400
Collections	-225 488	-229 442	-233 682	-207 845	-190 479	-188 728	-166 105	-167 835	-160 576	-160 542	-145 810	-140 640
Bad debt write-offs and write-backs	-12 529	-22 161	-16 134	-16 351	-12 992	1 925	-16 793	-15 435	-14 358	-21 827	-17 048	-23 137
Balance at end of month	3 479 013	3 360 009	3 217 859	3 087 287	2 950 291	2 861 894	2 772 130	2 670 880	2 604 357	2 559 481	2 508 034	2 439 038

\* Arrears instalments

## Monthly Investor Report

### Liquidity and funding

		Dec 11	Nov 11	Oct 11	Sep 11	Aug 11	Jul 11	Jun 11	May 11	Apr 11	Mar 11	Feb 11	Jan 11
Funding	% MoM	R '000	R '000	R '000	R '000	R '000	R '000	R '000	R '000	R '000	R '000	R '000	R '000
Class A Notes	0.0%	<b>2 199 711</b>	2 199 711	1 814 711	1 724 711	1 775 599	1 775 599	1 775 599	1 703 579	1 703 579	1 703 579	1 647 374	1 647 374
Senior Warehouse funding	-68.2%	<b>70 000</b>	220 000	220 000	200 000	35 000	0	0	0	0	0	0	0
Class B Notes	0.0%	<b>169 848</b>	169 848	114 848	114 848	115 783	115 783	115 783	116 695	116 695	116 695	117 583	117 583
Other subordinated funding	-0.3%	<b>551 927</b>	553 466	562 409	540 695	486 002	463 270	493 356	484 675	483 871	475 188	353 452	361 732
Total Interest bearing liabilities	-4.8%	<b>2 991 486</b>	3 143 025	2 711 968	2 580 254	2 412 384	2 354 652	2 384 738	2 304 949	2 304 145	2 295 462	2 118 409	2 126 689
Average cost of funding	0.2%	<b>11.6%</b>	11.4%	11.6%	11.6%	11.8%	11.7%	11.7%	11.8%	11.7%	11.7%	11.8%	11.8%
Total cash reserves	-46.4%	<b>249 570</b>	465 646	141 944	98 488	118 244	96 581	147 921	193 349	207 376	201 260	104 910	144 526
Average cash reserves (3 months)	21.4%	<b>285 720</b>	235 360	119 559	104 438	120 916	145 950	182 882	200 662	171 182	150 232	101 856	90 946

## Monthly Investor Report

### Liquidity and funding (continued)

#### Listed Notes in issue

Instrument	Coupon rate	Class	Nominal amount at issue	Month end principal balance	Issue date	Maturity date
BAYA01	12.550%	A	425 000 000	346 231 161	2010/03/31	2016/03/31
BAYA02	3-month JIBAR plus 4.750%	A	75 000 000	75 000 000	2010/03/31	2013/06/30
BAYA03	3-month JIBAR plus 4.900%	A	300 000 000	300 000 000	2010/06/28	2012/06/30
BAYA04	11.480%	A	20 000 000	16 850 537	2010/08/31	2015/09/30
BAYA05	11.450%	A	33 000 000	27 822 468	2010/09/27	2015/09/30
BAYA06	11.920% *	A	550 000 000	531 437 264	2010/09/30	2016/09/30
BAYA07	11.360%	A	34 000 000	28 749 649	2010/10/25	2015/12/31
BAYA08	11.780%	A	50 000 000	50 000 000	2010/11/15	2017/12/31
BAYA09	3-month JIBAR plus 5.000%	A	75 000 000	62 484 069	2010/12/06	2015/12/31
BAYA10	3-month JIBAR plus 5.000%	A	40 000 000	33 256 394	2010/12/13	2015/12/31
BAYA11	3-month JIBAR plus 5.000%	A	60 000 000	53 248 206	2011/01/03	2016/03/31
BAYA12	11.005%	A	20 000 000	18 453 680	2011/01/12	2016/03/31
BAYA13	12.070%	A	80 000 000	73 972 202	2011/03/10	2016/03/31
BAYA14	11.480%	A	13 000 000	10 952 849	2010/08/31	2015/09/30
BAYA15	11.530%	A	100 000 000	96 252 870	2011/06/14	2016/06/30
BAYA16	10.380%	A	10 000 000	10 000 000	2011/10/12	2016/09/30
BAYA17	3-month JIBAR plus 4.450%	A	80 000 000	80 000 000	2011/10/21	2016/09/30
BAYA18	3-month JIBAR plus 4.450%	A	100 000 000	100 000 000	2011/11/30	2016/09/30
BAYA19	3-month JIBAR plus 4.450%	A	135 000 000	135 000 000	2011/11/30	2016/12/31
BAYA20	3-month JIBAR plus 3.900%	A	150 000 000	150 000 000	2011/11/30	2014/09/30
<b>Subtotal A Class notes</b>			<b>2 350 000 000</b>	<b>2 199 711 349</b>		
BAYB01	3-month JIBAR plus 7.750%	B	90 000 000	90 000 000	2010/02/25	2012/03/31
BAYB02	15.550%	B	30 000 000	24 847 800	2010/03/31	2016/03/31
BAYB03	15.360%	B	55 000 000	55 000 000	2011/11/30	2016/12/31
<b>Subtotal B Class notes</b>			<b>175 000 000</b>	<b>169 847 800</b>		
<b>Total</b>			<b>2 525 000 000</b>	<b>2 369 559 149</b>		

\*To 30 Sep 2012, the greater of (1) 11.920% and (2) 3-month JIBAR plus 4.750% and from 01 Oct 2012, 3-month JIBAR plus 4.750%. Current rate 11.920%.

## Monthly Investor Report

### Covenant compliance

Financial covenants	Current Requirement	Current											
		Dec 11	Nov 11	Oct 11	Sep 11	Aug 11	Jul 11	Jun 11	May 11	Apr 11	Mar 11	Feb 11	Jan 11
Senior Debt Cash Flow Cover Ratio	≥ 1.50 times	<b>4.3</b> <sup>1</sup>	5.1 <sup>1</sup>	5.3 <sup>1</sup>	4.8	4.4	4.6	5.5	5.6	5.5	5.6	5.4	5.0
Senior Debt Interest Cover Ratio	≥ 3.50 times	<b>4.3</b>	4.8	5.0	7.2	5.4	4.8	4.9	5.1	4.9	4.8	5.3	4.7
Senior Debt to Net Qualifying Asset Value	≤ 72.5%	<b>69.7%</b> <sup>1</sup>	70.9%	68.8%	68.9%	66.8%	67.9%	68.4%	66.8%	68.1%	68.9%	70.6%	71.2%
Bad and Doubtful Debt Ratio	≤ 17.5%	<b>14.3%</b>	14.3%	14.4%	14.5%	14.6%	14.5%	14.4%	14.3%	14.1%	13.8%	13.5%	13.3%
Equity invested in the Company by the Originator	> 19%	<b>20.5%</b>	21.0%	22.2%	22.0%	22.0%	21.4%	22.6%	22.8%	22.6%	22.4%	22.5%	23.0%
Cellular Contracts as a % of the Portfolio	≤ 20%	<b>7.1%</b>	7.2%	7.2%	7.3%	8.8%	8.6%	8.6%	8.5%	8.5%	8.4%	8.1%	8.2%

Cash reserves	Current Requirement	Current											
		Dec 11	Nov 11	Oct 11	Sep 11	Aug 11	Jul 11	Jun 11	May 11	Apr 11	Mar 11	Feb 11	Jan 11
Arrears reserve													
Weighted NPLs as a percentage of the portfolio*	≤ 26.2%	<b>20.9%</b>	20.8%	20.8%	20.7%	20.6%	20.7%	20.9%	21.1%	N/A	N/A	N/A	N/A
Reserve required (R'000)		<b>0</b>	0	0	0	0	0	0	0	0	0	0	0
Asset performance reserve													
Collections Ratio	≥ 80.75%	<b>122.6%</b>	118.2%	113.7%	107.1%	103.0%	101.2%	98.7%	98.6%	97.6%	97.3%	96.9%	96.5%
Reserve required (R'000)		<b>0</b>	0	0	0	0	0	0	0	0	0	0	0
		<b>R '000</b>	R '000	R '000	R '000	R '000	R '000	R '000	R '000	R '000	R '000	R '000	R '000
Expected collections (6 month average)		<b>156 281</b>	155 894	154 995	154 710	152 801	149 383	145 764	141 575	137 800	132 697	127 417	122 684
Actual receipts (6 month average)		<b>191 525</b>	184 273	176 178	165 705	157 445	151 120	143 906	139 525	134 442	129 147	123 510	118 370
Capital Redemption reserve													
		<b>0</b>	0	0	0	0	0	0	0	0	0	0	0

\* reserve implemented during May 2011

<sup>1</sup> Ratio and percentage calculated by incorporating the Quarter's principal repayment on senior debt, although payment thereof was made on 3 January 2012 due to the Following Business Day Convention rule.

Had these covenants been prepared at period end on a cash flow basis, the ratios and percentages would appear as follows:

	Dec 11	Nov 11	Oct 11
Senior Debt Cash Flow Cover Ratio	7.3	9.4	10.1
Senior Debt to Net Qualifying Asset Value	68.8%	70.9%	68.8%



## Monthly Investor Report

### Glossary of terms

<b>CD</b>	Contractual delinquency = accumulative arrears / contractual instalments originally due
<b>MOB</b>	Month on book
<b>MoM</b>	Month on Month
<b>NPL</b>	Non-performing loans are defined as those loans with a CD greater than three
<b>N/A</b>	Not applicable
<b>YTD</b>	Year to date