

Date of issue hereof: September 4, 2009



## **THE REPUBLIC OF BOTSWANA**

**Pricing Supplement dated September 4, 2009**

**Issue of BWP300, 000,000 7.50% Fixed Rate Notes due 9 March 2012**

**Issued under the BWP 5,000,000,000 Note Programme  
dated March 4, 2008**

**to form the first issue of BW006 at  
7.50% Fixed Rate Notes due 9 March 2012**

### **PART A – CONTRACTUAL TERMS**

Terms used herein shall be deemed to bear the same meaning as ascribed thereto in the Programme Memorandum dated March 4, 2008 (“the Note Programme Memorandum”). This document constitutes the Pricing Supplement of the Notes described herein and must be read in conjunction with the Note Programme Memorandum. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of this Pricing Supplement and the Note Programme Memorandum. The Note Programme Memorandum is available for viewing at the office of the Transfer Agent.

The Notes described herein shall be named BW006 7.50% Fixed Rate Notes due 9 March 2012 first issued on 9 September 2009. The principal amount outstanding in respect of the issue shall be BWP300, 000, 000.

This Pricing Supplement is to be read in conjunction with the Note Programme Memorandum and in particular, but without derogating from the generality of the foregoing, the section thereof entitled "Terms and Conditions of the Notes".

All the provisions of the Note Programme Memorandum unless specifically and explicitly amended modified or stated to be inapplicable by this Pricing Supplement to the Notes the subject of this Pricing Supplement, shall apply to the Notes described herein.

Application has been made to the Botswana Stock Exchange for the admission for listing of the Notes described herein under

ISIN Code BW 000 000 0850

Common Code BW006

**DATE OF ISSUE HEREOF: September 4, 2009**

1.	Issuer:	The Republic of Botswana
2.	Series Number:	BW006
3.	Aggregate Nominal Amount of the Notes described herein to be admitted to trading:	BWP300,000,000
4.	Cumulative Aggregate Nominal Amount of the BW006 Notes after the Issue Date:	BWP300,000,000
5.	Issue Price:	100.17953
6.	Specified Denominations:	BWP25,000
7.	Settlement Date:	09 September 2009
8.	Interest Commencement Date	09 September 2009
9.	Maturity Date:	09 March 2012
10.	Interest Basis:	7.50 per cent. Fixed Rate
11.	Redemption / Payment Basis:	Redemption at par (100) Actual / 365
12.	Change of Interest or Redemption/Payment Basis:	N/A

- |     |                   |               |
|-----|-------------------|---------------|
| 13. | Method of sale:   | Auction       |
| 14. | Rules of Auction: | Dutch Uniform |

**PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

- |     |   |  |
|-----|---|--|
| 15. | <b>Fixed Rate Note Provisions</b>   | Applicable   |
|     | (i) Rate(s) of Interest:  | 7.50 per cent. per annum payable semi- annually in arrears   |
|     | (ii) Interest Payment Date(s):  | 9 September and 9 March  |
|     | (iii) Fixed Coupon Amount(s):   | BWP37,500 per BWP One Million Nominal  |
|     | (iv) Day Count Fraction:  | Actual / 365   |
|     | (v) Determination Dates:  | 9 September and 9 March  |
|     | (vi) Other terms relating to the method of calculating interest for Fixed Rate Notes: | If interest is required to be calculated for a period other than a full interest period (six months), it will be calculated on the basis of the actual number of days, calculated on the basis of including the first day and excluding the last day in such period, divided by 365. |
| 16. | <b>Floating Rate Note Provisions</b>  | Not Applicable   |
| 17. | <b>Zero Coupon Note Provisions</b>  | Not Applicable   |
| 18. | <b>Treasury Bill Provisions</b>   | Not Applicable   |
| 19. | <b>Books Closed Period</b>  |  |
|     | (i) Commencement  | 30 August and 27 February  |
|     | (ii) Termination  | 09 September and 9 March   |
| 20. | <b>Last Day to Register</b>   |  |
|     | (i) in respect of interest  | 17h00 on the last Business Day before the first day of a Books Closed Period   |
|     | (ii) in respect of redemption   | 17h00 on the last Business Day before the first day of the Books Closed Period in respect of Redemption  |

## PROVISIONS RELATING TO REDEMPTION

21.	<b>Final Redemption Amount of each Note</b>	Aggregate Principal Amount
(i)	Calculation Agent responsible for calculating the Final Redemption Amount:	Bank of Botswana
(ii)	Determination Date(s):	Final Redemption Date
(iii)	Payment Date:	9 March 2012
(vii)	Final Redemption Amount:	Aggregate Principal Amount

## GENERAL PROVISIONS APPLICABLE TO THE NOTES

22.	Form of Notes	Registered Notes
23.	Review of Programme Memorandum:	Not Applicable

## PART B – OTHER INFORMATION

### 24. LISTING

This Pricing Supplement comprises the pricing supplement required to list and have admitted to trading the issue of Notes described herein, pursuant to the BWP5,000,000,000 Note Programme of the Republic of Botswana

(i)	Listing:	BSE
(ii)	Admission to trading:	Application has been made for the Notes to be admitted to trading on the BSE with effect from September 4, 2009
(iii)	Estimate of total expenses related to admission to trading:	N/A
(iv)	Date of submission of Note Programme Memorandum and Supplement to BSE	March 4, 2008
(iv)	Date of approval of BSE to Listing and admission to trade	N/A

### 25. RATINGS

Ratings: Notes to be issued are not rated

26. **YIELD** – *(Fixed Rate Notes only)* 7.420%  
Indication of yield:

27. **OPERATIONAL INFORMATION**

ISIN Code: BW 000 000 0850  
Common Code: BW006

**RESPONSIBILITY**

The Republic of Botswana accepts responsibility for the information contained in this Pricing Supplement. The Republic of Botswana confirms that such information has been accurately reproduced and that, so far as it is aware, no facts have been omitted which would render the Pricing Supplement inaccurate or misleading.

Signed on behalf of the Republic of Botswana:

By: .....  
Honourable Acting Minister of Finance & Development Planning

A handwritten signature in purple ink, consisting of several loops and a long horizontal stroke, positioned over the signature line.