

OFFER MADE BY FMB CAPITAL HOLDINGS Plc (FMBCH) TO THE SHAREHOLDERS OF FIRST MERCHANT BANK Plc (FMB).

In terms of the takeover scheme proposed by FMBCH whereby FMBCH offers to the shareholders of FMB to acquire their shares in FMB in exchange for shares in FMBCH, shareholders of FMB are reminded that the offer for the share swap closes on **8 September, 2017**.

The following documents, which were issued in support of the Offer, were sent out to shareholders of FMB:

- The Offer Document which details out the terms of the offer
- The Reply to Offer Document which outlines the reasons why the directors of FMB recommend the acceptance of the offer
- The Prelisting Statement issued in support of the intention to list FMBCH on the Malawi Stock Exchange on **18 September, 2017**, in the event the offer becomes unconditional and FMBCH meets the Listing Requirements of the Malawi Stock Exchange

All shareholders of FMB who have not responded to the Offer are reminded that the Offer closes on **8 September, 2017**. Shareholders are requested to send the “Responses to the Offer Form” to FMB through any FMB branch or any registered stockbroker. If you are a shareholder of FMB and have not received the documents specified above, please contact FMB Transfer Secretaries on telephone numbers 01821955, email: nyasha.katola@fmbmalawi.com or your stockbroker.

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