



FDH Bank

SHARE APPLICATION FORM

For the public offer of 1,380,206,250 ordinary shares of
FDH Bank Limited at MWK10.00 per ordinary share
Offer opens 29 June 2020, at 09:00 and closes on 17th July 2020, at 17:00

FDH Bank Plc
Incorporated in Malawi on 16th May 2007
("FDH", "Bank", or "Company")

Please read the Prospectus including the Terms and Conditions of the Offer and refer to the guide on the reverse side before completing this form. The form should be completed in CAPITALS and all fields must be completed. Incomplete or erroneously completed applications may be rejected.

Applicant's declaration to the Directors of FDH Bank

I/We hereby declare that I/we have read and understood in full (a) this Application Form including the instructions on the reverse of this form (b) the Terms and Conditions of the Offer and (c) the Prospectus which was prepared and published by the Company in relation to the IPO. I/We understand that this is the Application Form referred to in the Prospectus. In particular, I/We do hereby accept the Terms and Conditions set out in the Prospectus pertaining to the IPO and declare that all details and statements made by me/us on this Application Form are complete and accurate.

I/We represent, warrant and undertake to the Company that our subscription for the below shares will not cause the Company or me/us to violate the laws of Malawi or any other jurisdiction which may be applicable to this subscription for shares in the Company. Accordingly, I/We do hereby submit this application to subscribe for the number of shares set out below.

Signatures: _____

Date: ____ / ____ / ____ (dd/mm/yyyy)

Assisted by (in case of minors): _____

Application Type (Tick the appropriate one):	Individual	Joint Individuals	Corporate	Other Specify:
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1. APPLICANT DETAILS

Title(s): (circle appropriate title(s), or fill in the blank if not listed)	Dr.	Mr.	Mrs.	Miss.	Rev.	Other (Specify)
Name of Applicant:	First Name		Other Names		Surname	
Identification Details: (Choose one)	National ID Number		Passport Number		Other ID	
Nationality:						
Date of Birth:	Day		Month		Year	

Legal Name of Applicant: (if a Corporate or Other Entity)	Name	Registration Number

Postal Details:		
Email Address:		
Phone Number:		
Physical Address:		

2. APPLICATION FOR SHARES

(NOTE: Minimum of 500 shares are to be applied for and thereafter in multiples of 100 shares)

Number of Shares Applied for (In figures)	Total Amount Payable (In figures)	Total Amount Payable (In words)

3. APPLICANT'S ACCOUNT DETAILS

(in the event of a refund due to you, the refund will be sent to the account details here)

Account Details of Applicant	Bank Name	Branch Name	Account Name	Account Number	
Mode of payment for Shares (Tick appropriate box)	Cash <input type="checkbox"/>	Banker's cheque <input type="checkbox"/>	Bank Draft <input type="checkbox"/>	Electronic Transfer <input type="checkbox"/> (Insert FT Number below)	Internet Banking/ Mobile Money <input type="checkbox"/>
FT Number (In the case of electronic transfer)					

4. PREFERRED BROKER

(Tick the box next to your preferred broker)

Alliance Stockbrokers Limited <input type="checkbox"/>	Cedar Capital Limited <input type="checkbox"/>
Continental Capital Limited <input type="checkbox"/>	Stockbrokers Malawi Limited <input type="checkbox"/>

5. CSD ACCOUNT NUMBER DETAILS

CSD Account Number	
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Please fill in CSD Form 1 to accompany this Application Form if you do not have a CSD account

GUIDE TO THE APPLICATION FORM

You should read the Prospectus carefully including the Terms and Conditions of the Offer before completing this Application Form.

Instructions:

- Please fill out all relevant fields of the Application Form in CAPITAL LETTERS
- Write your full name. Initials are not acceptable for first name and surname of individual applicants. The application must be in the name of natural persons, companies or other legal entities acceptable to the Company. At least one full given name and surname is required for each natural person
- Insert the number of shares that you wish to apply for (not less than 500 shares and in multiples of 100 shares thereafter). Insert the corresponding amount payable for shares applied for in words and figures under Section 2 "Application for Shares"
An illustrative number of shares applied for and corresponding monies:

No. of shares	Application monies	No. of shares	Application monies	No. of shares	Application monies
500	5,000	25,000	250,000	5,000,000	50,000,000
1,000	10,000	50,000	500,000	10,000,000	100,000,000
2,500	25,000	100,000	1,000,000	50,000,000	500,000,000
5,000	50,000	500,000	5,000,000	100,000,000	1,000,000,000
10,000	100,000	1,000,000	10,000,000	500,000,000	5,000,000,000

- Enter your contact details including postal address, mobile phone number and email address for all correspondence regarding your Application Form or Application Monies or other correspondence in regards to this IPO. All communications to you from the Company will be mailed to the person and address shown on the Application Form. For joint applicants, only one address should be included
- Ensure that you provide your correct CSD account number. If you do not have a CSD account number complete the CSD Form 1, clearly indicating your preferred broker in order to have a CSD account number created for you. Shares that may be allotted to you at the end of the IPO will be credited to this CSD account
- Provide your ID details, preferably the Malawi National ID number or at least a passport number as these are key for the creation of your CSD account number (if you do not have a CSD account already). Applicants without a CSD account are required to submit a duly completed CSD form
- Insert your correct account details for purposes of refund of a portion of the monies you paid for the shares in the event of an oversubscription but also for purposes of payment of any dividends in future

Payments should be made to the following bank account for investors within Malawi:

FDH Bank

Bank Name:	FDH Bank Plc
Account number:	1850001027996
Account name:	FDH Bank Plc IPO
Branch:	Umoyo

Payments should be made to the following bank account for international investors:

Correspondent bank Name	Crown Agents Bank	Beneficiary bank name	FDH Bank	Final beneficiary Name	FDH Bank IPO
Account number:	36391488	Account number:	33058101	Account number:	1850001027996
Swift code	CRASGB2L	Swift code	FDHFMWMMW		
		IBAN	GB11CRAS60836833058101		

Standard Bank:

Bank Name:	Standard Bank
Account number:	9100003285062
Account name:	FDH Bank IPO
Branch:	Blantyre Branch
Swift code	SBICMWMX

Payments should be made to the following bank account for international investors:

Correspondent bank name:	Deutsche Bank Trust Company Americas, NY
Account number:	04429218
Swift code	BKTRUS33

Submission of the Application Forms

Submit your Application Form accompanied by payment for the shares applied for at any Receiving Bank Branch or agency near you

Details of Receiving Banks and respective branches

FDH Bank

Balaka	Chikwawa	City Centre	Jenda	Liwonde	Mponela	Mzuzu Highway	Ntaja	Salima
Bangula	Chilumba	Cross Roads	Kanengo	Luchenza	Mthuntama	Nchalo	Ntcheu	Thyolo
Blantyre Main	Chiponde	Dedza	Karonga	Lunzu	Mulanje	Neno	Ntchisi	Umoyo House
Bvumbwe	Chiradzulu	Dowa	Kasungu	Mangochi	Mwanza	Nkhatabay	Old Town	Zomba Main
Bwaila	Chiringa	Gateway Mall	KIA	Mchinji	Mzimba	Nkhotakota	Phalombe	
Chichiri	Chitipa	Goliati	Limbe Churchill	Monkey Bay	Mzuzu city centre	Nsanje	Rumphi	

Standard Bank

Balaka	Capital City	Corporate	Gateway Mall	Karonga	Limbe	Mponela	Mzuzu	Ntcheu
Blantyre	Chichiri	Dedza	Ginnery Corner	Kasungu	Luchenza	Mwanza	Mzuzu Digital	Salima
Bwaila	City Mall	Dwangwa	Kanengo	Lilongwe	Mangochi	Mzimba	Nchalo	Zomba

TERMS AND CONDITIONS OF THE OFFER

The Offer

FDH Bank Plc ('FDH' or 'the Company') hereby offers its Offer Shares for subscription by the general public through this IPO as follows:

- **Number of Offer Shares and Pricing**
 - The Company will offer a total of 1,380,206,250 shares in the IPO, made up of 979,175,000 shares for sale and 401,031,250 shares for subscription in FDH
 - The IPO consists of a public offer to the general public
 - The subscription price for the Offer Shares is MK10.00 price per share
- **Offer Period**
 - The offer period begins on 29th June 2020 at 09:00 and ends on 17th July 2020 at 17:00. The Company's Board of Directors is entitled to extend the offer period if deemed necessary and a press release will be published in the event of such an extension
- **Category of Offer Shares**
 - The Offer Shares comprise of ordinary shares at no par value

Participation in the Offer

- Applicants may obtain a copy of the Prospectus, Application Forms and Central Securities Depository ('CSD') Forms either from <https://www.fdh.co.mw/investor> or from any branch of the Receiving Banks listed in Appendix 4 of the Prospectus
- Duly completed Application Forms will be deemed submitted once lodged with the Receiving Banks in accordance with the Terms and Conditions of this Offer together with the Applicant's proof of payment for the number of shares applied for
- Alternatively, Applicants can submit duly completed Application Forms as follows:
 - OneClick & Mobile Smart App
 - Applicants who are customers of FDH will be required to activate OneClick or Mobile Smart App accounts
 - Click 'Payments' then 'FDH shares'
 - Proceed to fill in the digital Application Form which is displayed
 - Once all mandatory fields on the Application Form have been completed a proof of payment will be generated and sent to the OneClick or Mobile Smart App account owner via e-mail
 - Applicants who already have a CSD account number should send the proof of payment to invest@fdh.co.mw or WhatsApp number: +265 880 89 80 21
 - Applicants who do not have a CSD account number will need to download a CSD form from the FDH investor page: <https://www.fdh.co.mw/investor> and send the scanned completed CSD form together with the proof of payment to invest@fdh.co.mw or WhatsApp number: +265 880 89 80 21
 - WhatsApp and/or email
 - Applicants will be required to have active email and/or WhatsApp accounts
 - Applicants can obtain a copy of the Prospectus, CSD Forms and Applications Forms from any branches of the Receiving Banks listed in Appendix 4 of the Prospectus or <https://www.fdh.co.mw/investor>
 - Scanned duly completed Application Forms must be sent to invest@fdh.co.mw or WhatsApp number: +265 880 89 80 21 together with the proof of payment

Submission of the Application Form to the Receiving Banks does not constitute an acceptance of the shares applied for

● Payments for Subscription

- Monies for the Offer Shares can be transferred by Applicants through:
 - FDH Mobile banking, FDH Wallet, Ufulu USSD digital, OneClick and WhatsApp Banking (hereinafter referred to as the 'FDH Bank Digital Payment Methods')
 - 247 Mobile, 247 App and 247 Online (hereinafter referred to as the 'Standard Bank Digital Payment Methods')
 - Digital payment systems available via other banking platforms
- Payments must be made in MWK in favour of "FDH Bank IPO Account" detailed on the Application Form and submitted to any branch of the Receiving Banks no later than 17th July 2020 at 17:00
- Applicants must ensure that payments through a bankers' cheque/draft are cleared before the close of the Offer on 17th July 2020
- Foreign investors should attach a copy of the swift confirmation of their funds transfer supporting their application together with their Application Form and ensure funds are credited to the appropriate account prior to the closing of the Offer through close liaison with the Receiving Banks
- Foreign application funds will be held in trust in a US\$ denominated account pending announcement of the results of the Offer

● Application Forms

By completing and delivering the Application Form, each Applicant:

- Agrees to subscribe for the number of Offer Shares according to the Terms and Conditions of the Offer
- Warrants that he/she has read this Prospectus and understood all its content
- Accepts the provisions and all relevant laws mentioned in this Prospectus
- Accepts that the number of Offer Shares that will be allocated to him/her at the end of the IPO may be reduced
- Acknowledges that he/she has fulfilled all the requirements and conditions relating to the IPO and the laws of Malawi
- Confirms that all information provided on the Application Form is true, complete, up to date, and not misleading and acknowledges that he/she shall bear full legal responsibility in the event that it is proved otherwise
- Changes to or withdrawal of an Application Form will not be permitted once submitted to the Receiving Banks
- Application Forms submitted during the IPO offer period should be accompanied (where applicable) with the following documents:
 - A true copy of the Applicant's National Identification card (national ID) as the preferred ID. Passports and driver's licence will only be considered for those applicants without a national ID
 - A true copy of valid passport for foreign investors
 - A true copy of the certificate of incorporation for corporate applicants
- Applicants can apply for the shares as individuals or as Joint Applicants
- Deceased or insolvent estates may not apply for the Offer Shares
- Executors, trustees and individual partners may apply for the Offer Shares in their own name
- Applications on behalf of minors (persons below the age of 18) and people under legal incapacity should be executed by their legal representatives

- Application Forms that are not in compliance with the Terms and Conditions of the Offer set herein can be rejected in full or in part at the sole discretion of the Company
- The Applicant shall accept any number of Offer Shares allocated to him/her
- Discrepancies between the number of shares applied for and the value thereof, will be adjusted to the value received for the application at the sole discretion of the Company
- Applications received after the close of the Offer Period will not be considered
- Neither FDH, nor any of its Advisors nor any of the Authorised Brokers shall be under any liability whatsoever should an Application Form not be received by the Closing Date unless it is proven beyond doubt that the delay was caused by FDH or any of its agents during the Offer Period
- Multiple applications are permitted per Applicant and all Application Forms received from a one Applicant will be aggregated and treated as a single application
- Incomplete and incorrectly filled Application Forms will not be considered
- The value of the number of shares being applied for by foreign investors shall be determined on the basis of the ruling RBM mid-rate of exchange on the closing date of the Offer rounded down to the nearest 1,000 shares
- FDH's Board of Directors will decide on the allocation of Offer Shares to Applicants. Approved allocation of shares will be communicated by 28th July 2020

Nominee Accounts

- An authorized representative such as nominee accounts may apply on behalf of their clients on one Application Form clearly stating on a separate schedule, the name, address, country of residence and number of shares applied for by each beneficial owner. The schedule must be accompanied by a declaration of the representative indicating that Know Your Customer (KYC) procedures have been completed satisfactorily in line with Financial Crimes Act No. 14 of 2017

Minimum Subscription

- Applications must be in multiples of 100 shares with a minimum application of 500 shares
- There is no maximum number of shares or maximum subscription amount that can be applied for by Applicants

Right to Cancel the Subscription

- The Company's Board of Directors is entitled to cancel the IPO at any time prior to the completion of the IPO due to, among other things, market circumstances, the Company's financial condition, a material change in the Company's business, a decision by the Malawi Stock Exchange (MSE) regarding the listing or any other reason
- Application monies will be refunded to the Applicants in the event that the IPO is cancelled. No interest will be paid on the refunded amount

Allocation of Shares and Refunds

- **Allocation Method**
 - Shareholders will be able to obtain a statement of shares allocated to them from their appointed broker
- The Company's Board of Directors will approve in full or in part of the Applications given in the Offer period by the 24th July 2020 and submit the results to MSE
- The Company's Board of Directors will decide how to proceed in case of an under or over subscription of the IPO

- **Refunds**

- If an Application is dismissed or only partially approved, the paid amount or part thereof will be refunded to the stated bank account by 28th July 2020. No interest will be paid on the refunded amount
- If the Applicant's bank account details are not included or invalid bank details are provided on the Application Form, refund cheques will be posted to the applicant's address detailed on the Application Form
- Direct transfers of refunds or subsequent dividend payments will only be possible if the name of the Applicant and name of the related bank account are identical
- FDH will not be liable for any refunds or payment of subsequent dividends paid into a wrong bank account provided by the Applicant
- Refunds to foreign investors, if applicable will be determined on the basis of the ruling RBM midrate of exchange for the US\$ on the Closing Date of the Offer

● Entry of Allocated Shares in Central Securities Depository ('CSD') Account

- Applicants are encouraged to open a CSD account
- Applicants will be required to complete a CSD Securities Account Opening Form (CSD 1 Form) available from any branch of the Receiving Banks to open a CSD account
- Applicants with CSD accounts will receive issued Shares in electronic or book entry form by way of a credit to their CSD Accounts with the allocated number of Shares
- Joint Applicants should have a CSD account in the name of the Joint Applicants
- The Sponsoring Broker on behalf of FDH will authorise the CSD to credit the respective CSD accounts with the number of Shares allocated to each Applicant within the dates set out in the Offer Timetable
- **Applicable Law**
 - The Offer is governed by the laws of Malawi. Any disputes arising in connection with the Offer shall be settled by a court of competent jurisdiction in Malawi