

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

Following the listing of FMBCH on the Malawi Stock Exchange, the Offer - whereby FMBCH offers to the shareholders of FMB to acquire their shares in FMB in exchange for shares in FMBCH - has become unconditional from the date of listing on 18 September 2017.

Shareholders of FMB who accepted the Offer should collect their FMBCH share certificates against surrender of their FMB share certificates at the FMB branch which they nominated on their Reply to Offer form.

Shareholders who have lost their FMB share certificate should get in touch with their stockbroker who will guide them to complete indemnity forms and have their FMB share certificate replaced before exchanging it for a FMBCH share certificate.

Shareholders who have not had opportunity to respond to the Offer are informed of Rule 32 of the Companies (Panel on Takeovers and Mergers) Rules 2016 which states that upon a conditional offer becoming unconditional it shall remain open for acceptance for not less than 14 days thereafter. Therefore, the Offer will remain open for acceptance until **Friday, 6 October 2017** up until which date shareholders may still respond to the Offer using the original procedures outlined in the Offer documents sent to them.

If any shareholder is in doubt about the procedure for collection of their FMBCH share certificates they should contact FMB Transfer Secretaries on telephone numbers **01821955**, email: nyasha.katola@fmbmalawi.com