



Equity Group Holdings Plc

Company Number C.4/2005

Equity Centre, 9th Floor, Hospital Road, Upper Hill

P.O. Box 75104-00200 Nairobi, Kenya

The Capital Markets Act, Chapter 485A of the Laws of Kenya

The Capital Markets (Securities) (Public Offers, Listing and Disclosures) Regulations, 2002

CAUTIONARY NOTICE

PROPOSED STRATEGIC TRANSACTION FOR BANKING BUSINESS IN THE DEMOCRATIC REPUBLIC OF CONGO (DRC)

EGH hereby announces to the public that its Board of Directors have agreed to the entry into a non-binding term sheet with certain shareholders (the **Selling Shareholders**) of Banqué Commerciale du Congo (**BCDC**), for the purchase for cash of a controlling equity stake in BCDC (the **Proposed Transaction**), with a view to eventually amalgamating the business of BCDC with that of EGH's existing banking subsidiary in DRC, Equity Bank Congo.

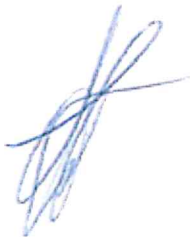
The Proposed Transaction is subject to conditions that are customary to transactions of this nature, including but not limited to completion of due diligence, the entering of detailed transaction agreements, obtaining and shareholder approvals and the receipt of regulatory approvals from the Capital Markets Authority, the Central Bank of Kenya, the Central Bank of Congo and competition regulators (as applicable).

BCDC is licensed by the Central Bank of Congo to provide banking services in DRC.

By acquiring BCDC, EGH will be able to expand its footprint in Africa. Further, through the Proposed Transaction, EGH aims to provide access to competitive, tailored financial services to improve people's

lives and livelihoods whilst also delivering significant value to its stakeholders. The Proposed Transaction is an opportunity for EGH to deliver the vision of building sub-Saharan Africa’s premier financial institution through delivering innovative products and services to customers, including, in particular, the effective use of technology.

Until further announcements regarding the Proposed Transaction are made, the shareholders of EGH and other investors are advised to exercise caution when dealing in EGH ordinary shares on the Nairobi Securities Exchange, the Uganda Securities Exchange and the Rwanda Stock Exchange.



Dr. James Mwangi
Group Managing Director and Chief Executive Officer
Equity Group Holdings Plc

[6 September 2019]

DISCLAIMER: This announcement is for information purposes only. It has been issued with the approval of the Capital Markets Authority pursuant to the Capital Markets (Securities) (Public Offers, Listing and Disclosures) Regulations 2002 as amended. As a matter of policy, the Capital Markets Authority of Kenya, the Capital Markets and Securities Authority Tanzania, the Capital Market Authority of Rwanda and the Securities and Exchange Commission Zambia assume no responsibility for the correctness of the statements appearing in this announcement.

EQUITY GROUP HOLDINGS PLC is regulated as a non-operating holding company by the Central Bank of Kenya.

Advisors to EGH

Transaction advisor:

Stanbic Bank Kenya Limited



Legal Advisor:

Anjarwalla & Khanna LLP

