



Dear Valued Client,

We wish to bring to your attention a significant corporate action involving your shareholding in NCBA Group PLC.

What is the Offer About?

Nedbank Group Limited has made a **Partial Pro-Rata Offer** to acquire up to **66% of the issued shares held by NCBA Group PLC shareholders.**

The objective of the transaction is to enable Nedbank to increase its strategic shareholding in NCBA Group PLC and strengthen its long-term partnership within the banking group, subject to regulatory approvals and the successful completion of the offer process.

The offer opened on **28 May 2026** and will close on **10 July 2026 at 5:00 PM** .

What is Required of You?

If you wish to participate in the offer, you will be required to:

- Complete and submit a **Form of Acceptance (FOA) shared to you by the C&R Registrars.**
- Provide a **copy of your National ID or Passport.**
- Ensure your personal details, including banking and contact information, are up to date.
- Submit any additional supporting documents applicable to your shareholding category (e.g., joint accounts, corporate accounts, certificated shares, estates, or shares under a pledge).

For shareholders holding physical share certificates, additional documentation and immobilization into a CDS account will be required before participation.

Important Points to Note

- Participation in the offer is **entirely voluntary.**
- Shareholders may tender up to their eligible shares under the offer terms.
- Trading of NCBA shares on the Nairobi Securities Exchange will continue during the offer period.
- Shareholders may amend or withdraw their acceptance at any time before the closing date.
- Incomplete applications or applications submitted after the deadline may not be accepted.

Timetable: -

Date	Event
24-Apr-26	<ul style="list-style-type: none">• Record Date for purposes of issuance of the Offer Document
28-May-26	<ul style="list-style-type: none">• Opening Date.
10 July 2026 (1700 hrs EAT)	<ul style="list-style-type: none">• Closing Date of the Offer.• Trading will not be suspended during the Offer Period
13-Jul-26	<ul style="list-style-type: none">• Last date for receiving FOAs from Brokers.
14-Jul-26	<ul style="list-style-type: none">• Reconciliation with Brokers for submitted FOAs.
Not later than 21 July 2026	<ul style="list-style-type: none">• Announcement by Nedbank of the results of the Offer (valid acceptances received)
Settlement Date	<ul style="list-style-type: none">• The date the Offer becomes unconditional.• Suspension of trading in NCBA Shares on NSE
10th Trading Day after Settlement Date	<ul style="list-style-type: none">• Resumption of trading in NCBA Shares on NSE.• Date for Block Trading Transfer of accepted shares to Nedbank Group Ltd CDSC Account.
From 10th Trading Day after Settlement Date (on confirmation from CDSC of successful block trades)	Settlement of NGL shares and commencement of dispatch of cash payments to accepting shareholders

How We Can Assist

Our team is available to guide you through the acceptance process, review your documentation, and assist with any queries relating to the offer.