



PRESS RELEASE

Kinshasa, May 26 2015, ProCredit Bank Congo S.A. (the “Bank”) is pleased to announce that Equity Group Holdings Limited (“Equity Group”) has signed an agreement to purchase the shares of ProCredit Holding AG & Co. KGaA (“PCH”), Belgische Investeringsmaatschappij voor Ontwikkelingslanden N.V. (“BIO”) and Stichting DOEN (“DOEN”) in the Bank subject to regulatory approvals. The transaction was signed on May 26, 2015 and will result in the sale of 79.00% of the shares of the Bank previously held by PCH, BIO and DOEN to Equity Group. Upon completion, Equity Group will become the largest shareholder in the Bank alongside the International Finance Corporation (“IFC”) and KfW Development Bank (on behalf of the German government) who are existing shareholders of the Bank.

Philip Sigwart, Chairman of the Board of ProCredit Bank Congo states “This is an exciting new development for ProCredit Bank Congo and indeed for the banking sector as a whole in the Democratic Republic of Congo. The Equity Group is one of the strongest banking groups in the region with exciting expansion plans. On completion of the transaction, it will bring significant benefits for our bank and our clients over the long term. At this stage though the most important message for our customers and our staff is that any change of ownership will mean no change for them – we will continue to provide the high standards of service our clients expect from ProCredit Bank Congo S.A.”

Dr. James Mwangi, CEO and Managing Director, Equity Group Holdings Limited declared “We are excited to announce the acquisition of a majority stake in ProCredit which is one of the fastest growing banks in the DRC. This proposed acquisition dovetails with our growth strategy as part of our commitment to deepen banking services and enhance financial inclusion in Africa. In the DRC Equity Group plans to invest in cutting edge technology that will enable the Bank deliver service to its customers more effectively and conveniently. Only 4% of the bankable

population have a bank account in DRC and our aim is to provide access to financial services to the many people who are still un-banked in this vast country. The match between Equity and ProCredit provides a number of opportunities including agency banking and technology integration to spur financial inclusion.”

“ProCredit Holding, DOEN and BIO are proud to have built ProCredit Bank since its foundation in 2005. ProCredit Bank has played a pioneering role in serving small and medium-sized enterprises and bringing banking services to people in DRC. We are very confident that Equity Group will offer excellent prospects for our clients and staff and most importantly for DRC’s economy” declared **Helen Alexander, Manager, ProCredit Holding AG & Co. KGaA.**

PCH appointed IC Securities (Kenya) Limited (“IC Securities”) to act as Transaction Advisor. After evaluating various bids, ProCredit Holdings was confident that Equity Group provided the right strategic fit to support the further development of ProCredit Bank Congo S.A.

“We are pleased to have assisted our client in finding such a dynamic partner with growth ambitions for ProCredit Bank Congo. Our experience in executing cross-border M&A transactions has been enhanced by this deal and we look forward to an exciting partnership between Equity Group, East Africa’s leading financial institution, and ProCredit Bank Congo S.A., a reputable financial institution with a successful track record of delivering great service to its customers in the DRC.” according to **John Gadzi, Managing Director at IC Securities (Kenya) Limited.**

Global law firm, Eversheds LLP provided external legal advice to the Sellers.

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ProCredit Bank Congo S.A
RCCM: CD/KIN/RCCM/14B-3329
Capital social: 16.000.000 USD
ID.Nat. 01-610-N44216E
N° Fiscal: A0700053R
N° BCC: 1301



ProCredit Bank

Congo

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Note to the Editors

About ProCredit Bank Congo S.A.

ProCredit Bank Congo S.A is a leading SME-focused financial institution in the Democratic Republic of Congo and part of the international ProCredit Group which is headquartered in Frankfurt, Germany. The Bank commenced operations in 2005 focused on providing financial solutions to support small and medium-sized enterprises. It is currently amongst the top 10 banks in the Democratic Republic of Congo by total assets and deposits, has over 170,000 active accounts and is a leader in technology and transparency. Additional information may be found at: <http://www.procreditbank.cd>.

About ProCredit Holding AG & Co. KGaA

ProCredit Holding AG & Co. KGaA, headquartered in Frankfurt am Main, Germany, is the parent company of the ProCredit group, comprising ProCredit banks and financial service providers operating in developing countries and emerging economies as well as ProCredit Bank in Germany. As of 31 March 2015, the group's total assets amounted to €6.1 billion. The total outstanding loan volume was €4.3 billion, against customer deposits totaling €4 billion. The group's equity base amounted to €575 million. ProCredit Holding AG & Co. KGaA, is a "public-private partnership" whose core shareholders are the strategic investors IPC and IPC Invest (an investment vehicle for ProCredit staff members), the Dutch DOEN Foundation, KfW and the IFC (World Bank Group). Additional information may be found at: www.procredit-holding.com.

About International Finance Corporation (IFC)

International Finance Corporation (IFC), a member of the World Bank Group, is the largest global development institution focused exclusively on the private sector in developing countries.

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Working with private enterprises in about 100 countries, IFC uses its capital, expertise, and influence to help eliminate extreme poverty and boost shared prosperity. In FY14, IFC provided more than \$22 billion in financing to improve lives in developing countries and tackle the most urgent challenges of development. Established in 1956, IFC is owned by 184 member countries, a group that collectively determines its policies. Additional information may be found at: www.ifc.org

About KfW

As the largest German development bank, KfW supports its customers with tailor-made financial products. Last year KfW provided total financing of EUR 74.1 billion for projects in Germany and abroad. On behalf of the German Federal Government, the KfW Development Bank business area finances development projects around the world. Its top priorities are to improve people's prospects for a better life, to protect the environment and to combat climate change. In 2014 alone, KfW Development Bank committed EUR 7.4 billion worldwide to projects and programs to alleviate poverty and protect the climate and the environment. Additional information may be found at: visit www.kfw-entwicklungsbank.de/International-financing/KfW-Entwicklungsbank/

About Belgische Investeringsmaatschappij voor Ontwikkelingslanden N.V. ("BIO")

The Belgian Investment Company for Developing Countries (BIO) is a Development Finance Institution (DFI) established in 2001 in the framework of the Belgian Development Cooperation to support private sector growth in developing and emerging countries. BIO supports financial institutions, investment funds, enterprises and private infrastructure projects. Endowed with a capital of EUR 645 million, BIO provides tailored long-term financial products (equity, quasi-equity, debt and guarantees) either directly or through intermediary structures. BIO can also fund technical assistance programmes for client companies as well as feasibility studies. BIO requires its business partners to implement environmental, social and governance standards. BIO operates as an additional partner to the traditional financial institutions and supports projects with a balance between return on investment and development impact. BIO is a member of EDFI (European Development Finance Institutions). Website: www.bio-invest.be, E-mail: info@bio-invest.be

About Stichting DOEN

Stichting DOEN, or the DOEN Foundation, was set up in 1991 by the Dutch Postcode Lottery. The DOEN Foundation believes that a green, socially-inclusive and creative society is achievable. DOEN actively seeks enterprising people and organisations who can contribute to this mission. DOEN finds these pioneers within two themes, Green & Inclusive Economy and Culture & Cohesion, and frequently supports them at the outset of inspiring initiatives, by issuing subsidies, providing a loan or equity investments, but also to an increasing extent by interconnecting the various parties in its network. The DOEN Foundation funds initiatives from annual contributions received under long term contracts from its founder, the Dutch Postcode Lottery, and the two other Dutch charity lotteries, the BankGiro lottery and the Friends Lottery.

Equity Group Holdings Limited

Equity Group Holdings Limited (EGHL), formerly Equity Bank Group, is a financial services holding company registered in Nairobi Kenya. The Group has banking subsidiaries in Kenya, Rwanda, Uganda, South Sudan and Tanzania, with additional non-banking subsidiaries engaged



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in provision of investment banking, custodial, insurance agency, philanthropy, consulting and infrastructure services.

Its shares are listed on the Nairobi Securities Exchange, Uganda Securities Exchange and Rwanda Stock Exchange. In 2014, Equity Bank was the most profitable and largest bank in market capitalization in East and Central Africa. Equity Group has an asset base in excess of USD 4 billion.

Over the years, the Group has built a social and economic brand and scaled up by providing financial services to the masses through a diversified distribution of its products and services. It has also had a very unique approach to impacting the lives of the people in communities where it operates using existing infrastructure, enormous human capital and strong brand.

With more than 10 million customers, Equity Bank is East Africa's largest bank by customers, and has half of the bank accounts in Kenya. Equity's vision is to be "the champion of the socio-economic prosperity of the people of Africa". Through a business model that is anchored on access, convenience and flexibility, Equity Bank has evolved to become an all-inclusive financial services provider with a growing pan African footprint. Additional information may be found at: www.equitygroup Holdings.com.

IC Securities (Kenya) Limited

IC Securities (Kenya) Limited (together with its affiliates, "IC Securities") is an Africa-focused investment banking and securities group, primarily serving sovereign, institutional and corporate clients. IC Securities key offering is based on utilising its local footprint and deep relationship network to deliver high-quality advisory and execution services in African capital markets. The Firm is owned and run by individuals with extensive Wall Street and City of London experience. The firm's ability to adapt world-class practices to suit the unique African landscape has made it the leading investment bank in the countries of focus. Headquartered in Accra, with operational offices in major sub-Saharan African financial centres, IC Securities has advised on and arranged several public and private market transactions, across asset classes, and is a leading broker on selected African stock exchanges. Additional information may be found at: www.icsecurities.com.

Eversheds LLP

Eversheds is one of the world's largest corporate law firms. Committed locally, but connected globally, with offices based in the world's major economic centres, with a proven track record of delivering consistently high quality legal services across jurisdictions.