



**Stanbic Bank**

**STANBIC BANK BOTSWANA LIMITED  
(INCORPORATED IN THE REPUBLIC OF BOTSWANA WITH LIMITED LIABILITY UNDER UIN  
BW00000732198)  
(STANBIC OR THE ISSUER)  
BWP 2,000,000,000 NOTE PROGRAMME**

**PRESS ANNOUNCEMENT IN RESPECT OF THE NOTEHOLDER EXTRAORDINARY GENERAL  
MEETINGS HELD ON 6TH SEPTEMBER 2023  
SBBL 068 AND SBBL 071**

This Press Announcement follows on from the Notice to Noteholders calling an Extraordinary General Meeting of Noteholders in respect of each of SBBL 068 and SBBL 071 (Affected Notes) released on X-News on Tuesday 15 August 2023 in relation to the new Reference Rate MoPR to be substituted for the Bank Rate.

**Results of the Extraordinary General Meeting of Noteholders of SBBL 068 (EGM), held via Microsoft Teams link at 10:00a.m on Wednesday 6 September 2023.**

49 Noteholders were represented, by proxy, with total holding of BWP 189,840,000 in aggregate nominal amount of the Notes, which represented 90.0% of the SBBL 068 Notes. SBBL 068 total holding in issue: BWP 212,000,000.

At the Extraordinary General Meeting of Noteholders of SBBL 068 (EGM), held on Wednesday 6th September 2023, the following resolutions proposed at the meeting were approved by:

Resolution	Votes disclosed in percentage in relation to the total holding voted at the meeting		Votes disclosed in percentage in relation to the total holding in issue in issue*	Votes disclosed in percentage in relation to the total holding in issue*	
	In favour	Against	Abstain		
<b>EXTRAORDINARY RESOLUTION 1</b>					
To approve the SBBL 068 Amended and Restated Pricing Supplement, which is to be amended by substituting the Reference Rate from the Bank Rate to MoPR and providing for an adjusted Margin as outlined in the Notice to Noteholders dated 14th August 2023, with a Reset Date of 28th May 2022.	100%	0%	0%	189,840,000	90.00%

**Results of the Extraordinary General Meeting of Noteholders of SBBL 071 (EGM), held via Microsoft Teams link at 10:30 a.m on Wednesday 6th September 2023.**

31 Noteholders were represented, by proxy, with total holding of BWP 112,034,000 in aggregate nominal amount of the Notes, which represented 95.00% of the SBBL 071 Notes. SBBL 071 total holding in issue: BWP 118,200,000.

At the Extraordinary General Meeting of Noteholders of SBBL 071 (EGM), held on Wednesday 6th September 2023, the following resolutions proposed at the meeting were approved by:

Resolution	Votes disclosed in percentage in relation to the total holding voted at the meeting		Votes disclosed in percentage in relation to the total holding in issue in issue*	Votes disclosed in percentage in relation to the total holding in issue*	
	In favour	Against	Abstain		
<b>EXTRAORDINARY RESOLUTION 1</b>					
To approve the SBBL 071 Amended and Restated Pricing Supplement, which is to be amended by substituting the Reference Rate from the Bank Rate to MoPR and providing for an adjusted Margin as outlined in the Notice to Noteholders dated 14th August 2023, with a Reset Date of 9th July 2022.	100%	0%	0%	112,034,000	95.00%

**In light of the resolutions being duly passed at every Noteholder EGM, the Issuer has proceeded to execute the Amended and Restated Pricing Supplement in respect of each Affected Note. These will be released on X-News on or about Thursday 14<sup>th</sup> September 2023 and sent directly to Noteholders.**

**This press announcement is published in compliance with the Terms and Conditions in the Programme Memorandum dated 26 May 2008 in terms of the Stanbic Bank Botswana Limited BWP 2,000,000,000 Programme Memorandum and the Botswana Stock Exchange Debt Listing Requirements.**

**Arranger**



**Stanbic Bank**

Acting through its Subsidiary Stanbic Financial Services Proprietary Limited

**Legal Advisor to the Issuer and Arranger**

**KHAN CORPORATE  
LAW**

**Sponsoring Broker**



**Nominated Transfer Secretary**

**DPS Consulting  
Services (Pty) Limited**