
APPLICABLE PRICING SUPPLEMENT



LETSHEGO HOLDINGS LIMITED

(Incorporated in the Republic of Botswana with limited liability under Registration Number BW00000877524)

**Issue of BWP 13,900,000.00 Senior Unsecured Fixed Rate Notes
Due on 20 Mar 2024 Under its BWP2,500,000,000
Medium Term Note Programme**

This Applicable Pricing Supplement must be read in conjunction with the amended and restated Programme Memorandum, dated 29 November 2012 and 12 December 2013, prepared by Letshego Holdings Limited in connection with the Letshego Holdings Limited ZAR2,500,000,000 and BWP2,500,000,000 Medium Term Note Programme, as amended and/or supplemented from time to time (the “**Programme Memorandum**”).

Any capitalised terms not defined in this Applicable Pricing Supplement shall have the meanings ascribed to them in the section of the Programme Memorandum headed “*Terms and Conditions of the Notes*”.

This document constitutes the Applicable Pricing Supplement relating to the issue of Notes described herein. The Notes described herein are issued on and subject to the Terms and Conditions as amended and/or supplemented by the Terms and Conditions contained in this Applicable Pricing Supplement. To the extent that there is any conflict or inconsistency between the contents of this Applicable Pricing Supplement and the Programme Memorandum, the provisions of this Applicable Pricing Supplement shall prevail.

PARTIES

- | | |
|--------------------------|--|
| 1. Issuer | Letshego Holdings Limited |
| 2. Dealer | Letshego Holdings Limited |
| 3. BSE Sponsoring Broker | Motswedi Securities |
| 4. Arranger | Letshego Holdings Limited |
| 5. Paying Agent | Letshego Holdings Limited |
| Specified Office | Tower C, Zambezi Towers, Plot 54352, CBD, Gaborone, Botswana |
| 6. Calculation Agent | Letshego Holdings Limited |
| Specified Office | Tower C, Zambezi Towers, Plot 54352, CBD, Gaborone, Botswana |
| 7. Transfer Agent | PricewaterhouseCoopers (Pty) Limited. |
| Specified Office | Plot 64289, Tlokweng Road, Gaborone, Botswana |

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PROVISIONS RELATING TO THE NOTES

8.	Status of Notes	Senior Unsecured and Unsubordinated, rank pari passu with the Issuer's other senior creditors
9.	Form of Notes	Listed
10.	Series Number	191
11.	Tranche Number	1
12.	Aggregate Nominal Amount:	
	(a) Series	BWP 13,900,000.00
	(b) Tranche	BWP 13,900,000.00
13.	Interest	Interest-bearing
14.	Interest Payment Basis	Fixed Rate
15.	Automatic/Optional Conversion from one Interest/Redemption/Payment Basis to another	N/A
16.	Issue Date	04 Oct 2023
17.	Specified Denomination	BWP 10,000
18.	Specified Currency	BWP
19.	Issue Price	100%
20.	Interest Commencement Date	04 Oct 2023
21.	Maturity Date	20 Mar 2024
22.	Maturity Type	Bullet
23.	Applicable Business Day Convention	Modified Following Business Day
24.	Final Redemption Amount	100% of the Nominal Amount
25.	Last Day to Register	N/A
26.	Books Closed Period(s)	N/A
27.	Default Rate	N/A
28.	Authorised Amount	BWP 2,500,000,000.00
29.	Listing date	26 Oct 2023
30.	Value of total notes in issue	BWP 1,205,951,747.48
31.	Coupon rate	7.5%
32.	Rates of interest	7.5%
33.	Date of Offer	25 Sep 2023
34.	First Settlement date	04 Oct 2023
35.	Minimum Subscription	N/A
36.	Covenants	N/A

FIXED RATE NOTES

37. a)	Fixed Rate of Interest	7.50%
b)	Interest Payment Date(s)	Mar 20 th
c)	Initial Broken Amount	N/A
d)	Final Broken Amount	N/A
e)	Interest Determination Dates (s)	N/A
f)	Day Count Fraction	N/A
g)	Any other terms relating to the particular method of calculating interest	N/A

FLOATING RATE NOTES N/A

ZERO COUPON NOTES N/A

PARTLY PAID NOTES N/A

INSTALMENT NOTES N/A

MIXED RATE NOTES N/A

INDEX-LINKED NOTES N/A

DUAL CURRENCY NOTES N/A

EXCHANGEABLE NOTES N/A

OTHER NOTES N/A

**PROVISIONS REGARDING
REDEMPTION/MATURITY**

38. Redemption at the Option of the Issuer:	No
39. Redemption at the Option of the Senior Noteholders:	No
40. Early Redemption Amount(s) payable on redemption for taxation reasons or on Event of Default (if required).	No
41. Redemption in the event of a Change of Control	Yes
42. Redemption in the event of a Rating Downgrade	Yes

GENERAL

43. Financial Exchange	BSE (Interest Rates Market)
44. Additional selling restrictions	N/A
45. ISIN No	BW 000000 4597
46. Stock Code	LHL-CPB-0324-191
47. Stabilising manager	N/A
48. Provisions relating to stabilisation	N/A
49. The notice period required for exchanging uncertificated SA Notes for Certificates	N/A
50. Method of distribution	Private Placement

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51. Credit Rating assigned to the Issuer	Ba3/Issuer Rating affirmed, outlook negative, Ba3 Corporate Family Rating (CFR) assigned on 2 December 2022, which Rating shall be reviewed from time to time
52. Applicable Rating Agency	Moody's Investor Services Limited
53. Governing law (if the laws of South Africa or Botswana, as the case may be are not applicable)	Laws of Botswana
54. Surrendering of Notes in the case of Notes represented by a Certificate	10 days after the date on which the Certificate in respect of the Note to be redeemed has been surrendered to the Issuer
55. Other provisions	No
56. Date of approval of SPM	1 June 2023
57. Date of offer opening	N/A
58. Date of offer closure	N/A

DISCLOSURE BY ISSUER

The Issuer will for as long as any Tranche of Unsecured Notes remains Outstanding, notify the Senior Unsecured Noteholders of any material change in the financial position of the Issuer.

Responsibility:

The Issuer accepts full responsibility for the information contained in this Applicable Pricing Supplement. To the best of the knowledge and belief of the Issuer (who has taken all reasonable care to ensure that such is the case) the information contained in this Applicable Pricing Supplement is in accordance with the facts and does not omit anything which would make any statement false or misleading and all reasonable enquiries to ascertain such facts have been made. This Applicable Pricing Supplement contains all information required by applicable law and the debt listing requirements of the BSE.

SIGNED at Gaborone on this day of 04 Oct 2023

For and on behalf of
LETSHEGO HOLDINGS LIMITED



Name: Lolo Molosi
Capacity: Group Treasurer
Who warrants his authority hereto



Name: Tinotenda G. Muteiwa
Capacity: Group CFO
Who warrants his authority hereto

For and on behalf of African Alliance Botswana Advisory (Pty) Ltd, acting for and on behalf of its client represented herein as investor



Name: Lorato Charity Keletso Morule
Capacity: Portfolio Manager
Who warrants his authority hereto



Name: Baboni Mokgosi
Capacity: Chief Investment Officer
Who warrants his authority hereto

ANNEX B

APPLICABLE BOND ALLOCATION

Client Names	Bond	Bond Allocation
AA Botswana Liquidity Fund	LHL191	13,900,000
Total		13,900,000

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Issuer



Letshego Holdings Limited Limited
Tower C, Zambezi Towers,
Plot 54352, CBD,
P O Box 381,
Gaborone, Botswana
Telephone: +267 364 4739
Contact: Tinotenda G. Muteiwa

Sponsoring Broker



Motswedi Securities
Plot 113, Unit 30, Kgale Mews, Gaborone
P/Bag 00223,
Gaborone, Botswana
Telephone: +267 318 8627
Email:- martin@motswedi.co.bw
Contact: Martin Makgatlhe

Transfer Secretary



PricewaterhouseCoopers
Plot 64289,
Tlokweng Road,
Showgrounds Close, Fairgrounds
Gaborone, Botswana
Telephone : +267 393 2244
Contact:- Itumeleng Saseng

Issuer's Legal Advisors



2nd Floor, Acacia House, Prime Plaza, Plot
74538, Western Commercial Road,
Central Business District
P.O. Box 1368,
Gaborone, Botswana
Telephone: +267 395 3481
Fax: +267 395 2757
Contact: Sipho Ziga
And: Kago K.Y Boiki

Auditor to the Issuer



Ernst and Young
2nd Floor, Plot 22
Khama Crescent
Gaborone, Botswana
Telephone: +267 397 4078
Fax: +267 397 4079
Contact: Loice Sedze

Calculating and Paying Agent

Letshego Holdings Limited
Tower C, Zambezi Towers,
Plot 54352, CBD,
P O Box 381,
Gaborone, Botswana
Telephone: +267 364 4739

Trustee

Mr Robert Vinen

Plot 64518
Fairgrounds Office Park
PO Box 211008
Bontleng, Gaborone

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