

**NOTICE TO THE BONDHOLDERS OF  
FIDELITY BANK PLC (RC NO. 103022)**

(the "Issuer")



**NGN30,000,000,000.00 16.48% Fixed Rate Subordinated Unsecured Bonds due 2022** (the "Bonds")

**EARLY REDEMPTION AT THE OPTION OF THE ISSUER**

**NOTICE IS HEREBY GIVEN** to the Bondholders that, pursuant to Condition 7.2(c) Schedule 1 of the Terms and Conditions of the Bonds (the "**Conditions**"), the Issuer will redeem up to ₦30,000,000,000 of the Principal Amount Outstanding on the Bonds on 13<sup>th</sup> November, 2020 (the "**Redemption Date**") at their principal amount together with accrued Coupon to, but excluding, the Redemption Date.

The Issuer hereby confirms the following:

- 1) The Early Redemption will not result in the Issuer's capital adequacy ratio falling below the regulatory minimum prescribed by the Central Bank of Nigeria ("**CBN**");
- 2) The Issuer has procured the consent of the CBN to the Early Redemption; and
- 3) In accordance with its obligations in relation to its \$400,000,000 (Four Hundred Million US Dollar) 10.5 percent Eurobonds due 2022, the Issuer has taken appropriate steps for the procurement of the necessary consent of the holders of the Eurobonds to the Early Redemption.

Following the Early Redemption, the listing of the Bonds on the Nigeria Stock Exchange and FMDQ OTC Securities Exchange will be cancelled.

On the Early Redemption Date, First Registrars and Investor Services Limited as the Registrar, shall pay to each Bondholder, the amount payable to him in respect of the Redemption together with all interest accrued thereon and such payment shall be made to the Bondholder's designated bank account or by a certified cheque mailed to the registered address of the Noteholder if Noteholder does not provide a designated bank account.

Words and expressions used in this Notice shall, unless defined herein or the context otherwise requires, have the same meaning as in the Conditions.

**For further information, please contact any of the Joint Trustees below:**

**FBNQuest Trustees Limited**

16-18 Keffi Street  
S.W. Ikoyi, Lagos  
Tel: +234 805 400 0299  
Email: Corporatetrust@fbnquest.com

**UBA Trustees Limited**

Afriland Towers, 3<sup>rd</sup> & 4<sup>th</sup> Floor  
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Tel: +234 01 280 7596 (0)7000468378  
Email: trusteeeswbonds@untedcapitalplcgroup.com

**Stanbic IBTC Trustees Limited**

The Wealth House  
Plot 1678 Olakunle Bakare Close  
Victoria Island, Lagos  
Tel: +234 01 270 6800  
Email: SITLAgency@stanbicibtc.com

**Dated this 9<sup>th</sup> Day of October, 2020**