

# Announcement of the results of the dfcu Limited Rights Issue 2017

Reference is made to the Information Memorandum of **dfcu** Limited ('**dfcu**' or 'the Company') dated 31 August 2017 and the Supplementary Information Memorandum dated 14 September 2017 (the "Information Memoranda") in relation to the Rights Issue. Capitalised terms used in this announcement have the same meanings as defined in the Information Memoranda unless otherwise indicated.

The Board of **dfcu** is pleased to announce the close of the Rights Issue on 25 September 2017 (the "Closing Date"), in which the Company raised approximately UGX 190,669,686,920 before expenses.

## Results of the Rights Issue

As at 5:00 p.m. on the Closing Date, being the latest time for acceptance of the New Shares, valid acceptances and excess applications for 250,881,167 New Shares had been received. This represents 95.21% of the total number of New Shares available for subscription under the Rights Issue. Of the 12,634,916 shares not subscribed for 6,154,664 shares are still held in certificate form by 2892 eligible shareholders and the New Shares could only be acquired in dematerialized form by eligible shareholders with SCD accounts.

## Details of the valid acceptances and excess applications for the New Shares are as follows:

	RIGHTS	VALUE (UGX)	PERCENTAGE
FOLLOWED	204,971,568	155,788,391,680	77.78%
UNTAKEN RIGHTS	58,544,515	44,493,831,400	22.22%
<b>SUB-TOTAL 1</b>	<b>263,516,083</b>	<b>200,272,223,080</b>	<b>100%</b>
ADDITIONAL SHARES*	45,909,599	34,891,295,240	
<b>TOTAL SHARES SUBSCRIBED FOR</b>	<b>250,881,167</b>	<b>190,669,686,920</b>	<b>95.21%</b>
<b>SHARES NOT SUBSCRIBED FOR**</b>	<b>12,634,916</b>	<b>9,602,536,160</b>	<b>4.79%</b>

\*New Shares applied for in excess of entitlement

\*\* Untaken Rights less Additional Shares

## Allocation Policy

The New Shares and Additional Shares have been allocated by the Board in accordance with the Allocation Policy set out in paragraph 12.12 of the Information Memorandum dated 31 August 2017 and issued in connection with the issue by the Company of 263,516,083 new shares ("New Shares") and the subsequent listing of the newly-subscribed shares on the Main Investment Market Segment of the Uganda Securities Exchange ("the Rights Issue").

## Share Movement

	Pre Total No. of Shares	Post Total No. of Shares
Authorized capital	1,250,000,000	1,250,000,000
Issued & Fully Paid Capital	497,201,822	748,082,989
Unissued Capital	752,798,178	501,917,011

**dfcu** set 70% as the threshold for the Rights Issue to be declared successful. It is pleasing to note that **dfcu** shareholders have responded with a resounding 95.21% subscription implying strong confidence in **dfcu**'s growth prospects.

Of particular note is the participation of retail and major institutional investors including local institutions, which demonstrates confidence in **dfcu**. Arise B.V which owned 55% prior to the Rights Issue and has now increased its stake in the Company to 58.71%, and National Social Security Fund Uganda (NSSF), which owned 6.28% of the Company and has now increased its shareholding to 7.69%. CDC, which held 15% shareholding prior to the Rights Issue, in line with its strategy to significantly reduce its stake in **dfcu** by selling to other, like-minded investors who could bring in a new phase of growth, did not participate in the Rights Issue. Accordingly, CDC's shareholding has reduced to 9.97%.

The successful Rights Issue, whose purpose was to raise capital necessary for ensuring that **dfcu**'s banking subsidiary (**dfcu** Bank) is adequately capitalised has delivered a much stronger balance sheet and a strong base for **dfcu** to implement its aggressive growth strategy.

The Board wishes to thank the shareholders who participated in the Rights Issue and its other shareholders for their support towards the success of the Company.

## Shareholdings in the Company

To the best of the Directors knowledge, information and belief having made all reasonable inquiries, the significant shareholding in the Company immediately before and upon completion of the Rights Issue is as follows:

Shareholder Name	Shareholding prior to Rights Issue	Shareholding after Rights Issue	% prior to Rights Issue	% after Rights Issue
ARISE B.V.	273,847,188	439,176,135	55.08%	58.71%
SCB MAURITIUS A/C CDC GROUP PLC	74,580,276	74,580,276	15.00%	9.97%
NATIONAL SOCIAL SECURITY FUND	31,235,090	57,550,848	6.28%	7.69%
KIMBERLITE FRONTIER AFRICA NASTER FUND, L.P.-RCKM	29,487,658	46,042,255	5.93%	6.15%
UAP INSURANCE CO. LIMITED	1,786,893	15,523,346	0.36%	2.08%
NATIONAL SOCIAL SECURITY FUND-PINEBRIDGE	5,435,580	8,528,437	1.09%	1.14%
SSB-CONRAD N HILTON FOUNDATION -O0FG	4,810,119	7,323,311	0.97%	0.98%
VANDERBILT UNIVERSITY	3,981,849	6,531,212	0.80%	0.87%
BANQUE PICTET AND CIE SA A/C BLANKENEY L.P	4,741,872	4,741,872	0.95%	0.63%
BANK OF UGANDA STAFF RETIREMENT BENEFIT SCH-SIM	2,904,082	4,443,245	0.58%	0.59%
<b>OTHERS</b>	<b>64,391,215</b>	<b>83,642,090</b>	<b>13.0%</b>	<b>11.2%</b>
<b>Total</b>	<b>497,201,822</b>	<b>748,082,989</b>	<b>100%</b>	<b>100%</b>

## Share Capital Movement

	Prior to Rights Issue	Post Rights Issue
Authorized capital	UGX 25,000,000,000	UGX 25,000,000,000
Issued & Fully Paid Capital	UGX 9,944,036,440	UGX 14,961,659,780
Unissued Capital	UGX 15,055,963,560	UGX 10,038,340,220

## Crediting SCD Accounts

It is expected that the New Shares will be credited to the securities accounts of the eligible shareholders on the 4 October 2017.

## Listing and Commencement of Trading of New Shares

The New Shares are expected to be listed and quoted on the Main Board of the Uganda Securities Exchange (USE) with effect from 9.00 a.m. on 10 October 2017. By order of the Board



**James Mugabi**  
Company Secretary  
3 October 2017