



**AZANIA BANK**  
*Banking Beyond Ordinary*

# PRICING SUPPLIMENT 2024



# BONDJ YANGU





**ISSUE OF TZS [30,000,000,000] (with a green shoe option of up to TZS [15,000,000,000] 12.5% FIXED RATE NOTES UNDER THE MEDIUM-TERM NOTE PROGRAMME WORTH TZS 100,000,000,000**

This document constitutes the applicable Pricing Supplement relating to the issue of Notes described herein. Terms used herein shall have the same meaning ascribed to them in the Information Memorandum dated [October 2024] as updated and amended from time to time. This pricing supplement is for the Azania Bank PLC “**Bondi Yangu**” Bond.

This applicable Pricing Supplement must be read in conjunction with the Information Memorandum. To the extent that there is any conflict or inconsistency between the contents of this Pricing Supplement and the Information Memorandum, the provisions of this Pricing Supplement shall prevail.

1. Description of the Notes	
1.1 Issuer	Azania Bank PLC
1.2 Status of the Notes	Senior, Unsecured
1.3 Issue:	
a. Series Number*	AZANIA/FXD01/2024/01
b. Tranche Number	01
* Explanation of the Series number	
AZANIA – Azania Bank PLC; FXD01– first tranche of fixed rate notes; 2024 – [Four years]	
1.4 Redemption/Payment Basis	Redemption at par
1.5 Principal Amount	TZS [30,000,000,000] (with a green shoe option of up to TZS [15,000,000,000])
1.6 Use of Proceeds	The Issuer intends to allocate the amount of funding equivalent to the net proceeds of this Tranche of Notes to finance and refinance in whole or in part, strategic corporate purposes in line with Azania’s Medium-term Plans
1.7 Form of Notes	Listed Book-entry Notes
1.8 Issue Date	[16 December 2024]
1.9 Business Centre	Dar es Salaam

1.10 Specified Denomination of the Notes	[TZS 500,000 with integral multiples of TZS [10,000]
1.11 Issue Price	Par
1.12 Interest Commencement Date	[16 December 2024 ]
1.13 Interest Termination Date	[16 December 2028 ]
1.14 Redemption Date	[16 December 2028 ]
1.15 Specified Currency	TZS
1.16 Applicable Business Day convention	Following Business Day
1.17 Fiscal Agent, Registrar and Receiving Bank	Fiscal Agent - AZANIA Bank PLC Registrar - AZANIA Bank PLC Receiving Bank - AZANIA Bank PLC
1.18 Specified office of the Fiscal Agent, Registrar, and the Receiving Bank	Azania Bank PLC Ground Floor Mawasiliano Tower Building Along Sam Nujoma Road P.O. Box 32089 Dar Es Salaam, Tanzania
1.19 Final Redemption Amount	TZS [30,000,000,000] (with a green shoe option of up to TZS [15,000,000,000])
1.20 Record Date	Fifteenth day before (and not including) each Interest Payment Date
<b>2. Provisions relating to Interest Payable</b>	
2.1 Fixed Rate Note Provisions	
i. Fixed Rate of Interest the Tranche	[12.5%] per annum payable quarterly in arrear
ii. Interest Payment Dates	[16 March], [16 June], [16 September], [16 December] in each year up to and including the Maturity Date
iii. Default Rate	Rate of Interest + [2] %
iv. Other terms relating to the method of calculating interest for the Fixed Rate Notes	[Not applicable]
3. Provisions regarding Redemption	
3.1 Redemption at the option of the Issuer	[Not applicable]
If applicable,	
a. Optional Redemption Dates	Not applicable
b. Optional Redemption Amount(s) and method, if any, of calculation of such amount(s)	Not applicable
c. Minimum period of notice (if	Not applicable

different from Condition [6] ( <i>Redemption and Purchase</i> )	
d. If redeemable in part	Not applicable
i. Minimum Redemption Amount	None
ii. Higher Redemption Amount	None
e. Other terms applicable on Redemption	None
<b>GENERAL</b>	
4. Other terms or special conditions	None
5. Board approval for issuance of the Notes	26 <sup>th</sup> September 2023
6. Additional Selling Restrictions	None
7. Allotment policy	<p>All retail applications shall be considered equally for purposes of allotment. In the event of oversubscription, retail allotment will be on a pro rata basis. Allotment for institutional investors will be on a case-by-case basis.</p> <p>The basis of allotment shall be approved by the Capital Markets and Securities Authority (CMSA) and notified to subscribers. Applicants will be informed of the reasons for rejection of an application.</p>
8. Settlement Procedures and Settlement Instructions	<ul style="list-style-type: none"> <li>▪ For Qualified Institutional Investors (QIIs): same day funds on the settlement date to the Fiscal Agent</li> <li>▪ For investors other than QIIs: evidence of payment should be submitted to the Authorised Selling Agent, the Issuer together with the duly completed Application Form prior to the date Offer closes</li> </ul>
9. Details of bank account(s) to which payments are to be made in respect of the Notes	<p>Name: Bond Yangu Collection Account</p> <p>Account no: 033000001881</p>
10. Last Day to Register, which shall mean that the "books closed period" (during which the Register will be closed) will be from each Last Day to Register to the applicable Payment Day until the date of redemption	15 days before the Payment Date
11. Method of Distribution	Public
12. Total Notes in issue (excluding the current issue)	Nil
13. Rights of Cancellation	The Notes will be delivered to investors on the Settlement Date by registration in the



	<p>CDS Account as book entry provided that:</p> <ul style="list-style-type: none"> <li>no event occurs prior to the settlement process being finalized on the Issue Date/Settlement Date which the Issuer (in its sole discretion) consider to be a force majeure event; or</li> <li>no event occurs which the Issuer (in its sole discretion) considers may prejudice the issue, the Issuer or the Notes, (each a Withdrawal Event).</li> </ul> <p>If the Issuer decides to terminate this transaction due to the occurrence of a Withdrawal Event, this transaction shall terminate, and no party hereto shall have any claim against any other party as a result of such termination. In such event, the Notes, if listed, will immediately be de-listed.</p>
14. Tax	Tax exempt (subject to change of law if any)
15. Material Change	Save as disclosed in the Information Memorandum as read together with this applicable Pricing Supplement, there has been no significant change in the Issuer's financial position since the date of the Issuer's last audited financial statements being [31 December 2023].
16. Responsibility Statement	The Issuer and the Board of Directors accepts responsibility for the information contained in this Pricing Supplement which, when read together with the Information Memorandum referred to above, contains all information that is material in the context of the issue of the Notes.
<b>ADDITIONAL INFORMATION</b>	
17. Additional steps that may be taken following approval of the Extraordinary Resolution (in accordance with the Conditions)	Not applicable
18. Specify Agents and Specified Offices if new or other Agents appointed	Not applicable
<b>Salient Dates</b>	
Offer Opens	[8.00 a.m. on Monday 04 November 2024]
Offer Closes	[5.00 p.m. on Friday 06 December 2024]
Allotment Date	[5.00 a.m. on thursday 12 December 2024]
Notification Date (via email/telephone)	[2.00 a.m. on Friday 13 December 2024]
Payment Date (for qualified institutional investors only)	[12.00 Noon on Monday 16 December 2024]

Issue Date	[Monday 16 December 2024]
Register submission date to CSDR	[Tuesday 17 December 2024]
CDS Account upload date	[From 17 December 2024]
Listing date	[Wednesday 15 January 2025]



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