

CORPORATE ACTION NOTICE

TERMINATION NOTICE



December 13, 2022

**NOTICE TO HOLDERS OF GLOBAL DEPOSITARY SHARES ("GDSs") EVIDENCED BY
GLOBAL DEPOSITARY RECEIPTS ("GDRs")
REPRESENTING DEPOSITED ORDINARY SHARES OF:
ACCESS BANK PLC
ONE GDR REPRESENTS 100 ORDINARY SHARES
CUSIP: 00433P101 AND UNDERLYING ISIN: NGACCESS0005**

As owners and beneficial owners of the above GDRs (the "Holders"), you are hereby notified that The Bank of New York Mellon, as depositary (the "Depositary"), will be terminating the Regulation S Deposit Agreement, dated August 1, 2007 (the "Deposit Agreement"), among Access Bank plc (the "Company"), the Depositary, and Owners and Beneficial Owners of GDRs (the "Deposit Agreement").

The Company announced a Scheme of Arrangement to establish a non-operating holding company, Access Holdings plc, effective March 28, 2022. As a result, all previously deposited ordinary shares of the Company became ordinary shares of Access Holdings plc.

As the new Access Holdings plc ordinary shares were not registered under the U.S. Securities Act of 1933, the Depositary was not permitted to distribute such shares to the Holders. In accordance with the terms of the Deposit Agreement, the Depositary instead sold such shares in the local market, receiving the sales proceeds in Nigerian Naira. Due to currency restrictions in Nigeria, the Depositary is unable to convert the sales proceeds into U.S. Dollars at this time. In accordance with the terms of the Deposit Agreement, once the Depositary is able to convert the sales proceeds into U.S. Dollars, the resulting U.S. Dollars will be distributed to the Holders.

Consequently, the Depositary hereby notifies the Holders that the Deposit Agreement will be terminated effective January 17, 2023. The Depositary has closed its books for all transactions.

Additional information will be distributed once the sales proceeds has been converted and the Depositary is ready to distribute the resulting U.S. Dollars.

PLEASE SEE INVESTOR DISCLOSURE ON LAST PAGE.

To learn more about Depositary Receipts, please contact DRBrokerSolutions@bnymellon.com or visit our website at adrbnymellon.com.

For Settlement specific inquiries, please contact DRsettlements@bnymellon.com.

Investor Disclosure

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Nothing herein shall be deemed to constitute an offer to sell or a solicitation of an offer to buy securities.

BNY Mellon collects fees from DR holders pursuant to the terms and conditions of the DRs and any deposit agreement under which they are issued. From time to time, BNY Mellon may make payments to an issuer to reimburse and/or share revenue from the fees collected from DR holders, or waive fees and expenses to an issuer for services provided, generally related to costs and expenses arising out of establishment and maintenance of the DR program. BNY Mellon may pay a rebate to brokers in connection with unsponsored DR issuances; brokers may or may not disclose or pass back some or all of such rebate to the DR investor. BNY Mellon may also use brokers, dealers or other service providers that are affiliates and that may earn or share fees and commissions.

BNY Mellon may execute DR foreign currency transactions itself or through its affiliates, or the Custodian or the underlying Company may execute foreign currency transactions and pay US dollars to BNY Mellon. In those instances where it executes DR foreign currency transactions itself or through its affiliates, BNY Mellon acts as principal counterparty and not as agent, advisor, broker or fiduciary. In such cases, BNY Mellon has no obligation to obtain the most favorable exchange rate, makes no representation that the rate is a favorable rate and will not be liable for any direct or indirect losses associated with the rate. BNY Mellon earns and retains revenue on its executed foreign currency transactions based on, among other things, the difference between the rate it assigns to the transaction and the rate that it pays and receives for purchases and sales of currencies when buying or selling foreign currency for its own account. The methodology used by BNY Mellon to determine DR conversion rates is available to registered Owners upon request or can be accessed at https://www.adrbnymellon.com/us/en/news-andpublications/dr-issuers/drs_foreign_exchange_pricing_disclosure.pdf.

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