



MEDIUM TERM NOTE
PROGRAMME II

TMRC Pricing Supplement





TMRC Pricing Supplement

TANZANIA MORTGAGE REFINANCE COMPANY LIMITED

PRICING SUPPLEMENT

ISSUE OF TZS 20,000,000,000 FIXED RATE NOTE UNDER THE
TZS 100,000,000,000 MEDIUM TERM NOTE PROGRAMME

This document constitutes the applicable Pricing Supplement relating to the issuance of Notes described herein. Terms used herein shall have the same meaning ascribed to them in the Information Memorandum ("IM") dated 30 April 2026 as updated and amended from time to time.

This applicable Pricing Supplement must be read in conjunction with the IM. 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.

DESCRIPTION OF THE NOTES	
Issuer	Tanzania Mortgage Refinance Company Limited (TMRC)
Status of the Notes	Senior, Unsecured
Issue: Series Number	TMRC-FXD/2026/ 5
*Explanation of the Series Number	Tanzania Mortgage Refinance Company Limited; FXD-fixed rate notes; 2026 – year of issue; 5 – tenor
Redemption/Payment Basis	
Principal Amount	TZS 20,000,000,000/- with a greenshoe option of TZS 10,000,000,000/-
Oversubscription	Issuer reserves an option to apply to CMSA in case the issuance is oversubscribed to take any additional amount at its option
Use of proceeds	The net proceeds from the issue of the Notes will be used for general corporate purposes in accordance with TMRC business strategy and as indicated in the IM
Form of Notes	Book Entry
Issue Date	12 June 2026
Specified Denomination of the Notes	TZS 500,000/- with integral multiples of TZS 10,000/-
Issue Price	At par
Interest Commencement Date	12 June 2026
Interest Termination Date	12 June 2031
Maturity Date	12 June 2031
Specified Currency	Tanzanian Shillings
Applicable Business Day Convention	Following Business Day Convention
Fiscal Agent, Registrar and Receiving Bank	NMB Bank PLC
Specified office of the Fiscal Agent, Registrar and Receiving Bank	NMB Bank PLC, Ohio Street/Ali Hassan Mwinyi Road, P.O. Box 9213, Dar es Salaam, Tanzania
Final Redemption Amount	TZS 20,000,000,000/-
Record Date	Fifteenth day before (and not including) each Payment Date



PROVISIONS RELATING TO INTEREST PAYABLE

Fixed Rate Note Provisions

Fixed Rate of Interest	11.00% p.a.
Interest Payment Dates	Semi-annual
Interest Period(s)	Each period commencing on and including the day of any Interest Payment Date and ending on but excluding the following Interest Payment Date provided that the first Interest Period shall be from and including the Issue Date but excluding the first Interest Payment Date thereafter
Default Rate	Fixed Rate of Interest + 2.00%
Day Count Fraction	365 Days

GENERAL

Other terms or special conditions	None
Board approval for the issuance of the Notes	26 th March 2026
Additional Selling Restrictions	None
Target Market	Institutional Investors and Retail Investors
Allotment Policy	In the event of an oversubscription, allotment will be at the discretion of the Issuer. The allocation of Notes will be conducted transparently and impartially, considering factors such as subscription period demand, investor diversification across categories, prevailing market conditions, investor preferences, and alignment with the Issuer's financial strategy. While aiming for diversification, the Issuer retains and investors acknowledge that the Issuer's allocation decisions are final and non-negotiable
Settlement Procedure and Settlement Instructions	For Institutional Investors: same day funds on the settlement date to the Fiscal Agent For investors other than Institutional Investors: 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
Details of bank account(s) to which payments are to be made in respect of the Notes	Bank name: NMB Bank PLC Account name: TMRC MTN II PROGRAMME-TZS Account no: 10110001250 Currency: TZS Branch: Head Office
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
Method of Distribution	Public
Total Notes in issue (excluding the current issue)	Nil



Rights of Cancellation	<p>The Notes will be delivered to investors on the Settlement Date by registration in the CDS Account as book entry provided that:</p> <ul style="list-style-type: none">o 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; oro No event occurs which the Issuer (in its sole discretion) considers may prejudice the issue, the Issuer or the Notes, (each a Withdrawal Event). 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.
Tax	Interest earned on the Notes is not subject to withholding tax for interest payments made to Noteholders.
Material Change	Save as disclosed in the Supplementary 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.
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.



ADDITIONAL INFORMATION

Additional steps that may be taken following approval of the Extraordinary Resolution (in accordance with the Conditions)	Not applicable
Specify Agents and Specified Offices if new or other Agents appointed	Not applicable

SALIENT DATES

Offer Opens	06 May 2026, Wednesday
Offer Closes	03 Jun 2026, Wednesday
Payment Date (for Institutional Investors)	03 Jun 2026, Wednesday
Allotment Date	12 Jun 2026, Friday
Announcement Date	12 Jun 2026, Friday
Notification Date	12 Jun 2026, Friday
Issue Date	12 Jun 2026, Friday
Submission of Bond Register to CSDR	12 Jun 2026, Friday
CDS Account Upload Date Recast	19 Jun 2026, Friday
Listing Date	26 Jun 2026, Friday
Maturity Date	12 Jun 2031, Thursday

Authorised Signatories

Signature 	Signature 
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Name: ELIBARIKI NDOSSI	Name: MONICA MUSHI
Title: CHIEF EXECUTIVE OFFICER	Title: HEAD OF LEGAL & COMPANY SECRETARY



TANZANIA MORTGAGE REFINANCE COMPANY LIMITED (TMRC)

15th Floor, Golden Jubilee Towers, Main Building, Ohio Street

P.O. Box 7539, Dar Es Salaam, Tanzania

Telephone : +(255) 22 2215 109

E-mail: info@tmrc.co.tz



www.tmrc.co.tz