

ProCredit Holding AG & Co. KGaA

29.12.2016 / 11:44

Dissemination of a Voting Rights Announcement transmitted by DGAP - a service of EQS Group AG.

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## Notification of Major Holdings

### 1. Details of issuer

ProCredit Holding AG & Co. KGaA  
Rohmerplatz 33-37  
60486 Frankfurt am Main  
Germany

### 2. Reason for notification

|   |                                                                    |
|---|--------------------------------------------------------------------|
|   | Acquisition/disposal of shares with voting rights                  |
|   | Acquisition/disposal of instruments                                |
|   | Change of breakdown of voting rights                               |
| X | Other reason:<br>Notification according to section 21 para 1a WpHG |

### 3. Details of person subject to the notification obligation

|                         |                                                                      |
|-------------------------|----------------------------------------------------------------------|
| Name:                   | City and country of registered office:                               |
| TIAA Board of Overseers | New York, United States of America<br>United States of America (USA) |

#### 4. Names of shareholder(s)

holding directly 3% or more voting rights, if different from 3.

Teachers Insurance and Annuity Association of America

#### 5. Date on which threshold was crossed or reached

20 Dec 2016

#### 6. Total positions

|                       | % of voting rights attached to shares (total of 7.a.) | % of voting rights through instruments (total of 7.b.1 + 7.b.2) | total of both in % (7.a. + 7.b.) | total number of voting rights of issuer |
|-----------------------|-------------------------------------------------------|-----------------------------------------------------------------|----------------------------------|-----------------------------------------|
| Resulting situation   | 9.44 %                                                | 0.00 %                                                          | 9.44 %                           | 53544084                                |
| Previous notification | n/a %                                                 | n/a %                                                           | n/a %                            | /                                       |

#### 7. Notified details of the resulting situation

##### a. Voting rights attached to shares (Sec.s 21, 22 WpHG)

| ISIN         | absolute              |                         | in %                  |                         |
|--------------|-----------------------|-------------------------|-----------------------|-------------------------|
|              | direct (Sec. 21 WpHG) | indirect (Sec. 22 WpHG) | direct (Sec. 21 WpHG) | indirect (Sec. 22 WpHG) |
| DE0006223407 | 0                     | 5056468                 | 0.00 %                | 9.44 %                  |
| <b>Total</b> | 5056468               |                         | 9.44 %                |                         |

##### b.1. Instruments according to Sec. 25 para. 1 No. 1 WpHG

| Type of instrument | Expiration or maturity date | Exercise or conversion period | Voting rights absolute | Voting rights in % |
|--------------------|-----------------------------|-------------------------------|------------------------|--------------------|
|                    |                             |                               |                        | %                  |
|                    |                             | <b>Total</b>                  |                        | %                  |

## b.2. Instruments according to Sec. 25 para. 1 No. 2 WpHG

| Type of instrument | Expiration or maturity date | Exercise or conversion period | Cash or physical settlement | Voting rights absolute | Voting rights in % |
|--------------------|-----------------------------|-------------------------------|-----------------------------|------------------------|--------------------|
|                    |                             |                               |                             |                        | %                  |
|                    |                             |                               | <b>Total</b>                |                        | %                  |

## 8. Information in relation to the person subject to the notification obligation

|   |                                                                                                                                                                                                  |
|---|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|   | Person subject to the notification obligation is not controlled and does itself not control any other undertaking(s) holding directly or indirectly an interest in the (underlying) issuer (1.). |
| X | Full chain of controlled undertakings starting with the ultimate controlling natural person or legal entity:                                                                                     |

| Name                                                  | % of voting rights (if at least held 3% or more) | % of voting rights through instruments (if at least held 5% or more) | Total of both (if at least held 5% or more) |
|-------------------------------------------------------|--------------------------------------------------|----------------------------------------------------------------------|---------------------------------------------|
| TIAA Board of Overseers                               | %                                                | %                                                                    | %                                           |
| Teachers Insurance and Annuity Association of America | 9.44 %                                           | %                                                                    | 9.44 %                                      |

## 9. In case of proxy voting according to Sec. 22 para. 3 WpHG

|                          |  |
|--------------------------|--|
| Date of general meeting: |  |
|--------------------------|--|

|                                         |                          |
|-----------------------------------------|--------------------------|
| Holding position after general meeting: | % (equals voting rights) |
|-----------------------------------------|--------------------------|

**10. Other explanatory remarks:**

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Internet: [www.procredit-holding.com](http://www.procredit-holding.com)

End of News

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