

SENS ANNOUNCEMENT
(the "Notice" or "Announcement")

ISSUER



THE SMARTPHONE NETWORK

Airtel Networks Zambia Plc

[Incorporated in the Republic of Zambia]

Company registration number: 38136
Share Code: ATEL
ISIN: ZM0000000342
Authorised by: Susan Mulikita – Acting Company Secretary

SPONSOR



STOCKBROKERS ZAMBIA LIMITED

Stockbrokers Zambia Limited

[Founder Member of the Lusaka Securities Exchange]

[Regulated and licensed by the Securities and Exchange Commission of Zambia]

Contact Number: +260-211-232456
Website: www.sbz.com.zm

APPROVAL

The captioned Notice or Announcement has been approved by:

- i. the Lusaka Securities Exchange
- ii. the Securities and Exchange Commission
- iii. Stockbrokers Zambia Limited

RISK WARNING

The Notice or Announcement contained herein contains information that may be of a price sensitive nature. Investors are advised to seek the advice of their investment advisor, stockbroker, or any professional duly licensed by the Securities and Exchange Commission of Zambia to provide securities advice.

ISSUED: 14 March 2019



THE **SMARTPHONE** NETWORK

NOTICE TO MEMBERS

AIRTEL NETWORKS ZAMBIA PLC

(LICENSED USER OF THE 'AIRTEL' TRADEMARK IN ZAMBIA)
[INCORPORATED IN THE REPUBLIC OF ZAMBIA]
COMPANY REGISTRATION NUMBER: 38136
SHARE CODE: ATEL
ISIN: ZM0000000342

NOTICE IS HEREBY GIVEN that the 20th Annual General Meeting of Members of Airtel Networks Zambia Plc will be held at Taj Pamodzi Hotel, Lusaka on Friday 29th March, 2019 at 9:00hrs for the following purposes:

1. To confirm and adopt the minutes of the Annual General Meeting held on 29th March, 2018.
2. To receive and adopt the Financial Statements of the Company and the Reports of the Directors and of the Auditors for the Financial Year ended 31st December, 2018.
3. To confirm the Interim Dividend of K1.2 paid to the members of the Company for the half-year period ended 30th June, 2018.
4. To confirm the appointment of Directors who have been appointed during the Financial year.
5. To re-elect Directors retiring by rotation in accordance with the provisions of the Company's Articles of Association.
6. To appoint External Auditors of the Company until the next Annual General Meeting on terms and conditions to be agreed with the Board.
7. To consider the following Special Resolutions:

(i)The amendment of the Article 23.11 of the Company's Articles of Association as follows "At least 14 days' notice shall be given to each Director of each meeting of the Board. All relevant papers for discussion shall be circulated at least 7 days before the meetings."

(ii)To increase the Authorized Share Capital of the Company from K1, 040, 000 to K1, 500, 000 so that the Unissued Share Capital of the Company shall now be K460, 000 divided into 46, 000, 000 shares of K0.01 each in order to comply with the statutory requirements for Minimum Authorized Share Capital for a Public Limited Company.

8. To transact any other business that may properly be transacted at the Annual General Meeting.

A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and, on a poll, to vote in his/her stead. Proxy forms are available from the Company Secretary and must be lodged at the Registered Office of the Company not less than 24hrs before the commencement of the meeting. A proxy need not be a member of the Company.

By Order of the Board

Sonia Shamwana-Chinganya
COMPANY SECRETARY

ISSUED in Lusaka, Zambia on Thursday, 14 March 2019

Lusaka Securities Exchange Sponsoring Broker



STOCKBROKERS ZAMBIA LIMITED

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Stockbrokers Zambia Limited (SBZ) is a member of the Lusaka Securities Exchange and is regulated by the Securities and Exchange Commission of Zambia

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