

SENS ANNOUNCEMENT

(the "Announcement")

ISSUER



Zambia Bata Shoe Company PLC.

Incorporated in the Republic of Zambia

Company registration number 2557

Share Code: BATA

ISIN: ZM00000000102

BROKER



Pangaea Securities Limited

[a member of the Lusaka Securities Exchange]

Regulated and Licensed by the Securities and Exchange Commission Zambia

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AUTHORISATION

Approval for this Announcement has been granted by:

- The Lusaka Securities Exchange
- The Securities and Exchange Commission Zambia
- Zambia Bata Shoe Company PLC.

DISCLAIMER AND RISK WARNING

The 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 ON: October 10, 2025



Zambia Bata Shoe Company PLC
Incorporated in the Republic of Zambia
Company registration number 2557
Share Code: BATA
ISIN: ZM0000000102

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby, given that an **Extraordinary General Meeting** of the **shareholders of Zambia Bata Shoe Company PLC** (the “**Company**”) will take place virtually on **27th November 2025, at 10:00 hours** to transact the following resolutions:

- i. **Resolution 1 (Ordinary Resolution): Approval of the increase of authorised share capital from ZMW 780,000.00 to ZMW 2,000,000.00** by the creation of 122,000,000 new ordinary shares of par value ZMW 0.01 with the same rights of ordinary shares as at the date of this resolution;
- ii. **Resolution 2 (Ordinary Resolution): Directors authority to do all such acts, deeds, and things as may be necessary to give effect to the purposes of these resolutions**, including but not limited to the execution and delivery of any notices, communications, or other documents on behalf of the Company, and the appointment of any substitute or additional authorised signatory as may be required in connection therewith; and

Background of the proposed Resolution:

- *The Company’s nominal capital is currently ZMW 780,000 (78 million shares of K0.01 each)*
- *Pursuant to the Companies (Fees) Regulations 2022, which became effective on 30th December 2022, public companies are required to have a minimum nominal capital of 5,000,000 fee units (equivalent to ZMW 2,000,000).*
- *Therefore, a special resolution (75% or more) of shareholders is required to increase share capital.*
Share capital can be increased by issuing new shares of such amount as determined by the shareholders.
- *The company held a board meeting on 10th September 2025, where the board passed the resolution to increase the share capital as required by the law.*

Note: Shareholders are advised that the increase in share capital is intended to align the Company’s structure with the requirements of the Companies Act. The additional shares created shall remain unissued, and this alteration in share capital shall not result in any dilution of the existing shareholders’ interests.

A member is entitled to appoint one or more proxies to attend speak and vote in his or her stead. A proxy need not be a member of the Company. Proxies must be lodged using the following email address: info@amicuscorporate.co.zm within 48 hours before the time fixed for the meeting.

Members who wish to attend online can register by sending their details to info@amicuscorporate.co.zm before the date of the EGM.

Zambia Bata Shoe Company PLC - Form of Proxy			
I/We,			
Of			
Being a member/s of and the registered holder/s of..... shares in the above-named Company, hereby appoint:			
of	Or, in his/her absence, the Chairman of the Company		
As my/our proxy to vote for me/us on my/our behalf at the Extraordinary General Meeting of the Company to be held on the 4 th of November 2025.			
And at any adjournment of that meeting.			
In favour of/against	In Favour	Against	Abstain
Resolution 1 (Ordinary Resolution): Approval of the increase of authorised share capital from ZMW 780,000.00 to ZMW 2,000,000.00 This entails the creation of 122,000,000 new ordinary shares of par value ZMW 0.01 with the same rights of ordinary shares as at the date of this resolution.			
Resolution 2 (Ordinary Resolution): Directors authority to do all such acts, deeds, and things as may be necessary to give effect to the purposes of these resolutions. Approval for the directors of the company to have the authority to do all such things as are required to increase the authorized share capital, including but not limited to the execution and delivery of any notices, communications, or other documents on behalf of the Company, and the appointment of any substitute or additional authorised signatory as may be required in connection therewith.			
Unless otherwise instructed, the proxy will vote as he/she thinks fit			

Signed:	
Name:	
Date:	
Witness by:	Signature:
Name:	
Address:	

Instructions to Shareholders:

- i. A shareholder may insert the name of a proxy or the names of two alternative proxies of his/her choice in the space provided, with or without deleting "the chairman of the general meeting". The person whose name stands first on the form of proxy and who is present at the EGM will be entitled to act as proxy to the exclusion of those whose names follow. Any such proxy, who need not be a shareholder of the Company, is entitled to attend, speak and vote on behalf of the shareholder;
- ii. A proxy is entitled to one vote on a show of hands and, on a poll, one vote for each share held. A shareholder's instructions to the proxy must be indicated in the appropriate spaces;
- iii. If a shareholder does not indicate on this instrument that the proxy is to vote in favour of or against any resolution or to abstain from voting or gives contradictory instructions, or should any further resolution/s or any amendment/s which may be properly put before the EGM be proposed, the proxy shall be entitled to vote as he/she thinks fit;
- iv. This form of proxy must be received by the Company Secretary at the registered head office, Plot No. 6437, Mukwa Road, Lusaka, within 48 hours of the time appointed for holding the EGM;
- v. Documentary evidence establishing the authority of the person signing the proxy in representative capacity must be attached hereto unless previously recorded by the Company's transfer secretaries;
- vi. The completion and lodging of this form of proxy will not preclude a shareholder from attending the EGM and speaking and voting in person thereat to the exclusion of any proxy appointed in terms of this proxy form;
- vii. Any alteration or correction made to this form of proxy must be initialled by the signatory/ies; and
- viii. The Chairman of the meeting may accept or reject any form of proxy, which is completed and/or received other than in accordance with these notes.

BY ORDER OF THE BOARD

AMICUS CORPORATE SERVICES

Company Secretary

Sponsoring Broker:



Pangaea Securities Limited

(Member of the Lusaka Securities Exchange)

(Regulated by the Securities and Exchange Commission)

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