

SENS ANNOUNCEMENT
(The “Notice” or “Announcement”)

ISSUER



ZAMBIA NATIONAL COMMERCIAL BANK PLC (“ZANACO”)
[Incorporated in the Republic of Zambia]

Company registration number: 5387

Share Code:

ZANACO

ISIN:

ZM0000000250

Authorised by:

Ngawo Nakamba – Acting Company Secretary

SPONSOR



STOCKBROKERS ZAMBIA LIMITED

Stockbrokers Zambia Limited

[Member of the Lusaka Securities Exchange]

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

Contact Person:

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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. Zambia National Commercial Bank Plc

DISCLAIMER AND 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: 06 March 2025



ZAMBIA NATIONAL COMMERCIAL BANK PLC

[Incorporated in the Republic of Zambia]

Company registration number: 5387

Share Code: ZANACO

ISIN: ZM0000000250

["Zanaco" or "the Bank" or "the Company"]

NOTICE OF ANNUAL GENERAL MEETING

2025 NOTICE AND AGENDA OF 55TH ANNUAL GENERAL MEETING

Notice is hereby given that the 55th Annual General Meeting of the fully paid-up members of Zambia National Commercial Bank (ZANACO) Plc in respect of the period ended 31st December 2024, will be held at the Intercontinental Hotel in Lusaka, Zambia on Thursday, 27th March 2025 commencing at 10:00hrs.

All Shareholders are therefore, cordially invited to this event.

The proceedings will also be streamed live on the Zoom Virtual Meetings Platform, in order to accommodate participants who may not be in a position to attend the event in person.

In order to join virtually, Shareholders will be required to register using the Zoom link below which is now open and will automatically close at the commencement of the Meeting on 27th March, 2025 at 10:00hrs.*

https://us06web.zoom.us/webinar/register/WN_IdFOFVloTaiKNlPeGPPxyg

Shareholders who are unavailable may appoint a proxy to register and attend the meeting on their behalf. To request or submit proxy forms, please email, info@corpservicezambia.com.zm. All proxy forms must be lodged before 12:00hrs on Wednesday 26th March 2025.

The Meeting is convened to transact the following:

1. Call to Order, Tabling of Proxies and Announcement regarding Quorum
2. **Adoption of Minutes**

To consider, confirm, adopt, and sign the minutes of the 54th Annual General Meeting held on Thursday 28th March 2024.

3. **Presentation by Zanaco Plc Chief Executive Officer**

To present the 2024 FY performance and the 2025 Focus Areas.

4. **Adoption of the Chairman's Report, Directors' Report and Financial Statements**

To receive and adopt the Company's Audited Financial Statements for the Financial Year ended 31st December 2024 together with the reports of the Chairman, Directors and Auditors.

5. **Dividend**

To consider the recommendation of the Board of Directors regarding the dividend for the year ended 31st December 2024.

6. **Amendment of the Company's Articles of Association**

To consider the proposal to amend the Company's Articles of Association to increase the company's authorised share capital to comply with the regulatory nominal share capital requirement.

7. **Appointment of Auditors**

To consider and adopt the recommendation for the appointment of the Auditors of the Company for the Financial Year ending 31st December 2025 and authorize the Directors to set the Auditors' remuneration.

8. **Establishment of Insurance Brokerage Firm**

To consider and approve the recommendation for the establishment of an Insurance Brokerage Firm, subject to regulatory approval.

9. **Appointment of Directors**

In accordance with Article 118 of the Articles of Association, to confirm the appointment of Mr. Owen Silavwe and Mr. Michael Mbulo who were appointed as a Non-Executive Directors (NEDs) since the previous Annual General Meeting.

10. **Board Directors International Travel Incentive**

To consider and approve a proposal for a Board Directors International Travel Incentive.

11. **Changes to Directorate**

To note the appointment of Professor Oliver Saasa as the Chairperson of the Board of Directors effective 16th August 2024.

12. To transact any other business as may properly be transacted at the annual general meeting

Resolutions to be considered during the Annual General Meeting as follows:

1. **Resolution 1-** Adoption of the Chairman's Report, Directors' Report and Financial Statements.
2. **Resolution 2-** Approval of the Dividend.
3. **Resolution 3-** Approval to amend the Company's Articles of Association.
4. **Resolution 4-** Approval of appointment of Auditors.
5. **Resolution 5** – Approval of establishment of Insurance Brokerage Firm.
6. **Resolution 6-** Approval of Directors Appointment.
7. **Resolution 7-** Approval of Board Directors' International Travel Incentive.

*Notes:

- a) Shareholders who wish to attend the AGM virtually are required to register in the link below in advance.

https://us06web.zoom.us/webinar/register/WN_IdFOfVloTaiKNIPeGPPxyg

- b) In order to register for the Meeting, a shareholder must have a working email and active cell phone number.
- c) The window for registration for the Meeting shall automatically close at the commencement of the AGM on Thursday 27th March 2025 at 10:00 hours.
- d) A shareholder who does not register before the start of the Meeting will not be able to do so when the Meeting starts.
- e) After registering, a shareholder will receive a confirmation email containing information about joining the Meeting.
- f) After registering, a shareholder will also receive their LuSE ID number which they must have on the day of the Annual General Meeting in order to vote on the resolutions.
- g) To fully participate in the Annual General Meeting, a shareholder must have a reliable internet connection.
- h) Queries on how to log into the Meeting, registration or on the voting process can be channeled to the following numbers: 0950-235678; or 0950-968435.
- i) A shareholder entitled to attend and vote at the Meeting may appoint a proxy to attend and participate in the proceedings of the Meeting. The appointed proxy may also, on a poll, vote on behalf of that shareholder. The proxy need not be a shareholder. To appoint a proxy, a shareholder must fill in and sign a proxy form accordingly.
- j) In order to be valid, the Proxy Form must be sent to any of the following email addresses by Wednesday 26th March 2025 at 12:00hrs:

info@Corpservezambia.com.zm or Setfree@Corpservezambia.com.zm

Or it may be lodged at the Front Desk/Reception of the Zanaco Plc Head Office Cairo Road, Lusaka by Wednesday 26th March 2025 by 12:00hrs.

Proxy forms are available on <https://zanacoinvestor.com/> and can be obtained from info@ Corpservezambia. com.zm or Setfree@Corpservezambia.com.zm or from the Front Desk/Reception at the Zanaco Plc, Head Office.

By Order of the Board

Kaluba G Kaulung'ombe-Inampasa
Company Secretary

Issued in Lusaka, Zambia on 06 March 2025

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

First Issued on 06 March 2025