

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

ISSUER



ZAMBIAN BREWERIES ["ZAMBREW"]
[Incorporated in the Republic of Zambia]

Company registration number: 31609
Share Code: ZAMBREW
ISIN: ZM0000000078
Authorised by: Deborah Bwalya – Company Secretary

SPONSOR



Stockbrokers Zambia Limited

[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

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: Friday, 29th June 2018



ZAMBIAN BREWERIES PLC
Incorporated in Zambia
Registration Number: 31609
Share Code: ZAMBREW
ISIN: ZM0000000078
“ZAMBREW” or “the Company”

NOTICE OF AN EXTRAORDINARY GENERAL MEETING

All terms defined in the Circular to which this Notice of Extraordinary General Meeting is attached, shall bear the same meanings where used in this Notice of Extraordinary General Meeting.

Notice is hereby given that an Extraordinary General Meeting of the Shareholders will be held at the Southern Sun Ridgeway Hotel, Lusaka, Zambia at 08:00, on Friday, 27 July 2018, for the purposes of considering and, if deemed fit, passing, with or without modification, the resolutions set out below:

ORDINARY RESOLUTION 1 – APPROVAL OF THE TRANSACTION IN TERMS OF THE LUSE LISTINGS REQUIREMENTS

“RESOLVED AS AN ORDINARY RESOLUTION in accordance with the provisions of section 9 of the LuSE Listings Requirements, that the Transaction be and is hereby approved.”

For Ordinary Resolution 1 to be passed, votes in favour of the resolution must represent more than 50% of the voting rights exercised at the Extraordinary General Meeting in person or by proxy and who are entitled to exercise voting rights in respect of Ordinary Resolution 1.

Reason and effect

The reason for Ordinary Resolution 1 is that the Transaction is categorised as a Category 1 transaction for Zambrew in terms section 9 of the LuSE Listings Requirements. Consequently, Shareholders are required to approve the Transaction by way of an ordinary resolution in terms of section 9 of the LuSE Listings Requirements.

The effect of Ordinary Resolution 1, if passed, will be to grant the necessary shareholder approval of the Transaction in terms of the LuSE Listings Requirements.

ORDINARY RESOLUTION 2 – AUTHORITY

“RESOLVED AS AN ORDINARY RESOLUTION that any Director be and is hereby authorised (with the power of substitution), on behalf of the Company, to do or cause all such things to be done and sign and cause to be signed, all documents, and/or notices (including any amendments thereto), as may be necessary or desirable to give effect to the above resolutions, and, insofar as any of them has done any of the foregoing prior to the passing of this resolution, such action/s be and is hereby ratified and approved to the extent permitted by law.”

For Ordinary Resolution 2 to be passed, votes in favour of the resolution must represent more than 50% of the voting rights exercised at the Extraordinary General Meeting in person or by proxy and who are entitled to exercise voting rights in respect of Ordinary Resolution 2.

Reason and effect

The reason for and effect of Ordinary Resolution 2 is to authorise any Director to do all such things and sign all such documents as are deemed necessary or desirable to implement Ordinary Resolution 1.

VOTING AND PROXIES

Shareholders are entitled to attend, or be represented by proxy, and may vote at the Extraordinary General Meeting. If you are unable to attend the Extraordinary General Meeting, but wish to be represented thereat, you must complete and return the attached Form of Proxy, in accordance with the instructions contained therein.

To be valid, the Form of Proxy must be completed, signed and returned in accordance with the instructions printed thereon so as to be received by the Company Secretary at the registered head office, Plot 6438, Mungwi Road, Heavy Industrial Area, P.O. Box 31293, Lusaka, Zambia as soon as possible, and, in any event, by 17:00 hours on Wednesday, 25 July 2018 (or, in the case of an adjournment of the Extraordinary General Meeting, within 72 hours (excluding weekends and public holidays)) before the time appointed for the adjourned Extraordinary General Meeting. The completion and return of a Form of Proxy will not preclude Shareholders from attending and voting in person at the Extraordinary General Meeting should they subsequently wish to do so.

By order of the Board

Signatory: Deborah Bwalya
Designation: Company Secretary

Issued in Lusaka, Zambia on Friday, 29th June 2018

Lusaka Securities Exchange Sponsoring Broker	
 <p>STOCKBROKERS ZAMBIA LIMITED</p>	<p>T +260-211-232456</p> <p>E advisory@sbz.com.zm</p> <p>W www.sbz.com.zm</p> <p>Stockbrokers Zambia Limited (SBZ) is a member of the Lusaka Securities Exchange and is regulated by the Securities and Exchange Commission of Zambia</p>
First Issued on Friday, 29th June 2018	