

ANNUAL MEETING NOTICE

Notice is hereby given to all shareholders, directors, secretary, and company auditor that the 10th Annual Meeting of the Company will be held virtually via Mkutano System on 28 May 2026 at 15h00 Central African Time.

PROCEDURE FOR HOLDING THE MEETING

- A. The Annual Meeting Pack inclusive of the meeting link will be distributed to all shareholders through their emails or registered addresses.
- B. The Meeting Pack will also be made available on the company website (<https://fmbcapitalgroup.com>) from 2nd May 2026 onwards.
- C. Shareholders who wish to have printed copies of the Annual Meeting Pack sent to them must do so by contacting the Transfer Secretary as follows:
By email: ekhulamba@natbankmw.com
By phone: T: +265 (0) 1 820 622 | C: +265 (0) 888 168 635
- D. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend, speak and vote in his or her stead. The proxy need not be a member of the Company. Proxy forms should be sent to the Company's registered office through the Transfer Secretaries, to reach there not later than forty-eight (48) hours before the time scheduled for the meeting, in default of which, the instrument of Proxy shall be treated as invalid.

ORDINARY BUSINESS TO BE TRANSACTED AT THE MEETING:

1. **Minutes of the previous Annual Meeting**
To note and approve the minutes of the 9th Annual Meeting of the Company that was held on 25 June 2025.
2. **Audited Annual Financial Statements**
To receive and adopt the Directors' Reports, the Auditors' Reports, and the Audited Annual Consolidated Financial Statements for the year ended 31 December 2025.
3. **Dividend**
To declare a final dividend of USD16,470,275 (equivalent to 0.67 US cents per ordinary share) for the year ended 31 December 2025, following the payment of a second interim dividend of USD7,374,750 (equivalent to 0.30 US cents per ordinary share) in October 2025, thereby bringing total dividends in respect of 2025 profits to USD23,845,025 (equivalent to 0.97 US cents per ordinary share). Members are advised that an interim dividend of USD10,625,148 (equivalent to 0.4322 US cents per ordinary share) was also paid in August 2025; that distribution related to 2024 profits, as communicated at the 9th Annual Meeting held on 25 June 2025.
4. **Directors**
 - 4.1 To re-appoint Mr. Terence Davidson, who retires by age, to hold office until the next Annual Meeting.
 - 4.2 To re-elect Mr. Christoffel Els who retires by rotation but being eligible, offers himself up for re-election.
 - 4.3 To re-elect Mr. Busisa Moyo who retires by rotation but being eligible, offers himself up for re-election.
 - 4.4 To re-elect Mrs. Priscilla Balgobin-Bhoirul who retires by rotation but being eligible, offers herself up for re-election.
 - 4.5 To approve fees and allowances of the Chairperson and Non-Executive Directors for the year ending 31 December 2026; to be paid quarterly as follows:
 - 4.5.1 Annual fees for the Chairman of USD25,000 per annum,
 - 4.5.2 Annual fees for the Chairman of USD40,000 per annum, as a retainer for his time spent on Group Board responsibilities,
 - 4.5.3 Annual fees for other Non-Executive Directors of USD21,000.
5. **Auditors**
 - 5.1 To re-appoint Ernst and Young as auditors for the year ending 31 December 2026 and to authorise the Directors to determine their remuneration.
6. **Issue of Further Shares**
Rule 3.51 read together with Rule 3.53 of the Listings Requirements of the Malawi Stock Exchange ("MSE") permits the issue in aggregate of new shares for cash to a maximum of 15% of the total issued shares at the beginning of such period.
 - 6.1 To authorise the directors to issue, for cash and in accordance with Rules 3.52 to 3.58 of the Listings Requirements of the MSE, new ordinary shares of the Company up to a maximum of 368,737,500 shares, equivalent to 15% of the total issued ordinary shares at the beginning of the 2025 financial year, such authority being valid until the date of the next annual meeting of the Company provided that the authority will not extend beyond 15 months from the date of this resolution.
7. **Other Business**
To transact such other business as may be transacted at an Annual Meeting of members of which prior notice should have been given to the Company Secretary not less than 14 days before the date of the Annual Meeting.

JTC Fiduciary Services (Mauritius) Limited
Corporate Secretary
Dated 17 April 2026