



42ND ANNUAL GENERAL MEETING AMENDED NOTICE

NOTICE IS HEREBY GIVEN THAT THE FORTY-SECOND ANNUAL GENERAL MEETING OF THE COMPANY WILL BE HELD VIRTUALLY AND PHYSICALLY AT SUNBIRD, MOUNT SOCHE HOTEL IN BLANTYRE ON FRIDAY, 31ST JULY, 2026 STARTING FROM 14:00 HOURS (OR SOON THEREAFTER), AT WHICH THE FOLLOWING BUSINESS WILL BE TRANSACTED:

A. ORDINARY BUSINESS

1. MINUTES OF THE LAST ANNUAL GENERAL MEETING

To confirm the minutes of the forty-first Annual General Meeting held on 25th July 2025.

2. FINANCIAL STATEMENTS

To receive and adopt the audited Financial Statements of the Company for the year ended 31st December 2025, together with the reports of the Directors and Auditors thereon.

3. DIVIDEND

To declare a final dividend of MK8 billion, representing MK66.52 per share, in respect of year 2025 profits as recommended by the Directors. A first interim dividend of MK2.5 billion was paid on 26th September, 2025 and a second interim dividend of MK5.78 billion was paid on 2nd January, 2026, making the total dividend for the year ended 31st December 2025 amounting to MK16.28 billion representing MK135.42 per share.

The Dividend will be payable on 28th August 2026 to those Shareholders registered in the books of the Company as at the close of business on 14th August, 2026. The Company's shares will trade ex-dividend from Wednesday, 12th August, 2026.

The share register will be closed from 14th August, 2026 to 28th August, 2026, both dates inclusive, and no transfers shall be registered during that time.

4. APPOINTMENT OF AUDITORS

To reappoint Messrs. Ernst & Young, Certified Public Accountants as Auditors, for the ensuing year and to authorize the Directors to determine their remuneration.

5. EXECUTIVE DIRECTORS' REMUNERATION

To authorise Directors to determine the remuneration of Executive Directors.

6. NON-EXECUTIVE DIRECTORS' FEES AND SITTING ALLOWANCES

To fix the Fees and Sitting Allowances of the Chairman and other Non-Executive Directors with effect from 01st January 2026 as follows:

Directors' Fees:

- Chairman
MK42,269,850.00 per annum payable quarterly in arrears (up from MK32,500,000.00)
- Non-Executive Directors
MK27,772,087.50 per annum payable quarterly in arrears (up from MK22,750,000.00)

Sitting Allowances:

- Chairperson
MK1,356,555.20 per sitting (up from MK1,211,210.00 per sitting)
- Committee Chairperson
MK1,233,232.00 per sitting (up from MK1,101,100.00 per sitting)
- Non-Executive Directors
MK1,170,856.25 per sitting (up from MK1,041,040.00 per sitting)

B. SPECIAL BUSINESS

1. SPECIAL RESOLUTION NUMBER 1: AUTHORIZATION FOR THE CONVERSION OF THE COMPANY'S EXISTING PAR OR NOMINAL VALUE SHARES INTO SHARES OF NO PAR OR NOMINAL VALUE

To consider and, if deemed fit, pass with or without modification the following special resolution:

"THAT, in accordance with section 87(3) of the Companies Act (Cap 46:03) of the Laws of Malawi the Company's ordinary shares be and are hereby converted from shares of par or nominal value to shares of no par or nominal value."

2. SPECIAL RESOLUTION NUMBER 2: AMENDMENT OF THE COMPANY'S MEMORANDUM OF ASSOCIATION

To consider and if deemed fit, pass with or without modification the following special resolution:

"THAT, following the conversion of the Company's ordinary shares from shares of par or nominal value to shares of no par or nominal value, the Memorandum of Association of the Company be amended by deleting the current Paragraph 4

of the Memorandum of Association and replacing it with the following new paragraph 4:

"The stated capital of the company is K2,098,423,164 (TWO BILLION NINETY EIGHT MILLION FOUR HUNDRED TWENTY THREE THOUSAND ONE HUNDRED AND SIXTY FOUR KWACHA)

3. SPECIAL RESOLUTION NUMBER 3: AMENDMENT OF THE COMPANY'S ARTICLES OF ASSOCIATION

To consider and, if deemed fit, pass with or without modification the following special resolution:

"THAT, following the conversion of the ordinary shares of the Company from shares of nominal value to shares of no par or nominal value, the Articles of Association of the Company be altered by:

- i) *Deleting, in its entirety, the current Article 2.1; and*
- ii) *renumbering Articles 2.2 and 2.3 to 2.1 and 2.2, respectively.*

4. ORDINARY RESOLUTION NUMBER 1: AUTHORIZATION FOR THE SUBDIVISION OF EVERY ONE (1) EXISTING ORDINARY SHARE IN THE COMPANY INTO THIRTY-FIVE (35) ORDINARY SHARES.

To consider and if deemed fit, pass with or without modification the following ordinary resolution:

"It is resolved that, in accordance with section 90(3) of the Companies Act (Cap 46:03) of the Laws of Malawi and Article 19(c) of the Articles of Association of the Company, each of the 120,255,713 issued ordinary shares of the Company be and is hereby subdivided into thirty five (35) ordinary shares making a total of 4,208,949,955 ordinary shares"

5. ORDINARY RESOLUTION NUMBER 2: GENERAL AUTHORITY OF THE DIRECTORS

To consider and if deemed fit, pass with or without modification the following ordinary resolution:

"THAT the Directors of the Company be and are hereby authorised to sign, execute and deliver all documents, instruments and agreements, and to do all such acts, matters and things as may be necessary, expedient or desirable to give effect to the foregoing resolutions, including making any amendments to documents as may be required to comply with applicable law or regulatory requirements"

C. APPOINTMENT AND RE-APPOINTMENT OF DIRECTORS

1. To appoint as Director effective after this Annual General Meeting, Mr Mark Mikwamba, in line with Article 51.7 of the Company's Articles of Association

Mr Mark Mikwamba is the current Managing Director of Old Mutual Life Assurance Company (Malawi) Limited and, prior to this, was the Managing Director of Old Mutual Investment Group. He has also held other leadership positions within the Old Mutual Group, Stockbrokers Malawi Limited and NICO Holdings Limited. He has also served on the Boards of MPICO and FDH Financial Holdings Limited as a Director.

Mr Mikwamba holds a Bachelor of Accountancy Degree from the University of Malawi. He is a CFA Charter holder and Fellow of the Association of Chartered Certified Accountants (FCCA). He has also completed various leadership programmes including Management Advanced Program with Wits University.

2. To re-appoint as Director, Mrs Betty Mahuka, who retires by rotation but, being eligible, has offered herself for re-appointment.

Mrs. Betty Mahuka is an experienced professional accountant and administrator with over 20 years' experience at senior management level in both executive and non-executive leadership positions. She holds a Master of Science degree in Finance and Accounting from the University of Stirling in the United Kingdom, a Bachelor of Commerce Degree from the University of Malawi and a Diploma in Business Studies. She is a Chartered Global Management Accountant (CGMA) from the Chartered Institute of Management Accountants (CIMA), United Kingdom and a Chartered Accountant (CA) Malawi.

Since her initial appointment to the Board in September 2020, Mrs Mahuka has served diligently and has provided valuable input to PCL's business. She currently chairs the Finance and Audit Committee of the Board.

3. To re-appoint as Director, Mr Gibson Ngalamila who retires by rotation but, being eligible, has offered himself for re-appointment.

Mr. Gibson Ngalamila is a Chartered Accountant, Chartered Company Secretary and governance expert. He has served as Executive Secretary for Press Trust for more than 9 years. Prior to his current position, he served the Trust in various capacities in the Operations Department.

Since his initial appointment to the Board in November 2017, Mr Ngalamila has served the Company industriously and has also provided valuable input to PCL's business. He is currently a member of the Board Finance and Audit Committee as well as the Investment Committee.

4. To re-appoint as Director, Mr Randson Mwadiwa who retires pursuant to Section 169(4) of the Companies Act.

Mr. Randson Mwadiwa is an accomplished public administrator, with particular expertise in public finance management as well as public sector reforms. He has a distinguished and enviable public service record spanning over a period of 40 years, during which he rose to serve as Principal Secretary in various Government ministries. Mr. Mwadiwa holds a Master of Arts in Public Administration and a Master of Arts in International Relations, both from Ohio University in the United States of America; and a Bachelor of Arts Degree in Public Administration from the University of Malawi.

Since his initial appointment to the Board in September 2020, Mr Mwadiwa has served the Company with dedication and has also provided valuable input to PCL's business. He currently chairs the Board of the Company.

Dated the 9th day of July 2026

BY ORDER OF THE BOARD

CLARA KHAKI
COMPANY SECRETARY

Registered Office
Press Corporation plc
3rd Floor, PCL House
Top Mandala
Kaohsiung Road
P O Box 1227
BLANTYRE

NOTES

- A member entitled to attend and vote at the meeting is entitled to appoint a proxy (or proxies) to attend and vote on its/his/her behalf. A proxy need not be a member of the Company.
- The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or notarially certified copy of that power of attorney or authority shall be deposited at the Company Secretary's office not less than forty-eight (48) hours before the time appointed for holding the meeting and in default the instrument of proxy shall not be treated as valid. The instrument appointing a proxy shall be in the form attached hereto or forms as near thereto as circumstances admit.
- At the above meeting it will be proposed that a final dividend of MK8 billion (2025: nil) representing MK66.52 per share (2025:nil) be declared payable on Friday, 28th August, 2026 to those shareholders registered in the books of the Company as at the close of business on Friday, 14th August, 2026.
- The AGM Pack consisting of the Circular to Shareholders, Notice, Agenda, Minutes, a Proxy Form, and Financial Statements will be circulated to the shareholders through their registered postal and email addresses. Shareholders may also access the AGM pack on the Company's website (www.presscorp.com) from 3rd July 2026 or by requesting the Company Secretaries or Transfer Secretaries through the email below.
- Shareholders who wish to attend the meeting virtually must indicate their preference by contacting the Company Secretary through email at pcl.shareholders@presscorp.com
- Shareholders can raise any questions on any agenda item by addressing them to the Company Secretary through the email address above starting from 10th July 2026 to 24th July 2026.
- The Chairperson will comment and provide answers to all the questions during the meeting.
- Shareholders are strongly encouraged to vote and send their questions in advance of the Annual General Meeting, especially if they are planning to log-in and attend virtually.