



CIRCULAR

TO SHAREHOLDERS



**THIS CIRCULAR IS IMPORTANT AND
REQUIRES YOUR IMMEDIATE ATTENTION**



CIRCULAR TO SHAREHOLDERS

If you are in any doubt as to the course of action to be taken, you should consult your stockbroker, banker, accountant, legal advisor or other professional advisor immediately.

This Circular has been prepared in relation to section 90 of the Companies Act (Cap 46:03) of the laws of Malawi, Article 19(c) of the Articles of Association of Press Corporation PLC and pursuant to Rule 8.15 of the Malawi Stock Exchange Listings Requirements.

**ANNOUNCEMENT OF RESULTS OF THE ANNUAL GENERAL MEETING OF THE COMPANY ON
THE SUBDIVISION OF EVERY ONE (1) EXISTING ORDINARY SHARE IN THE COMPANY HELD
ON THE RECORD DATE INTO THIRTY-FIVE (35) SUBDIVIDED ORDINARY SHARES.**



Transaction Advisor



Sponsoring Broker



Legal Advisor



Transfer Secretary

This Circular is dated 20th August 2026

CORPORATE INFORMATION

1. Registered office of the company Press Corporation PLC 3rd Floor, PCL House Kaohsiung Road P.O. Box 1227 Blantyre Email: companysec@presscorp.com	2. Transaction Advisor NBM Capital Markets Limited 1st Floor, NBM Towers Henderson Street P.O. Box 945 Blantyre Email:nbmcapitalmarkets@natbankmw.com
3. Transfer Secretary Legal Department National Bank of Malawi plc 3rd Floor, NBM Towers P.O. Box 945 Blantyre Email: legal@natbankmw	4. Legal Advisor Singano Purshotam Law Consultants 4th Floor, NBS Building, Corner Victoria Avenue/ Chilembwe Road, P.O. Box 2039, Blantyre Email:splaw@splaw.mw
5. Sponsoring Broker Stockbrokers Malawi Limited Ground Floor, NBM Towers P.O. Box 31180 Blantyre Email: sml@smlmw.com	

INTERPRETATIONS AND DEFINITIONS

Unless otherwise indicated, the following words and expressions shall have the meanings assigned to them below:

Term	Definition
AGM	Annual General Meeting of the Company
Board	Board of Directors of Press Corporation PLC
Circular	Circular to Shareholders in relation to the subdivision of the Company's ordinary shares.
Companies Act	Companies Act (Cap 46:03) of the laws of Malawi
Company or PCL	Press Corporation PLC
CSD	Central Securities Depository
Cum-Split	Shares trading with entitlement to participate in the Subdivision
Dematerialization	The process of converting physical securities represented by share certificates into electronic form, such that ownership of the securities is recorded and maintained in CSD.
Ex-Split	Shares trading without entitlement to participate in the Subdivision
Last Cum-Split Date	Last day on which investors may purchase shares and qualify for the Subdivision
Market Capitalisation	Total market value of the Company calculated by multiplying the market price per share by the number of shares in issue
MK	Malawi Kwacha
MSE	Malawi Stock Exchange
Subdivision/ Transaction	The subdivision of every one (1) existing ordinary share held in the Company on the Record Date into thirty-five (35) ordinary shares
Record Date	Date on which Shareholders must appear on the Company's share register in order to qualify for the Subdivision
Resolutions	The resolutions passed by shareholders of the Company at the AGM to approve the subdivision of shares
Shareholder	Registered holder of ordinary shares in the Company
Registered stockbrokers	Stockbrokers Malawi Limited, Ground Floor NBM Towers, Blantyre Cedar Capital Limited, 4th Floor, Livingstone Towers, Blantyre. Continental Capital Limited, Ground Floor, Ulimi House, Blantyre
Shares of no par value	The ordinary shares of the Company that have been converted from shares of par or nominal value to shares of no par value or nominal value in accordance with the Companies Act

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CHAIRPERSON'S LETTER TO SHAREHOLDERS

20th August 2026

Board of Directors

Mr. Randson P. Mwadiwa – Chairman

Mr. Stewart Malata

Mr Dye B. Mawindo

Mrs. Betty Mahuka

Mr. Gibson S Ngalamila

Mr. Tavona Biza

Mr. Mark Mikwamba

Dr. Ronald Mangani-Executive Director

To: Shareholders of Press Corporation PLC

Dear Shareholder,

ANNOUNCEMENT OF RESULTS OF THE AGM ON THE SUBDIVISION OF SHARES

1. INTRODUCTION

Further to the Circular dispatched to shareholders together with the notice of the AGM on 9th July 2026, the company held its AGM at Sunbird Mount Soche Hotel on 31st July 2026 from 14:00hrs. This was a hybrid meeting with members attending in person and virtually via an electronic platform. All resolutions set out in the Company's Notice of Annual General Meeting dated 9th July 2026 were proposed by a show of hands.

This Circular provides details of the resolution pertaining to the Subdivision of every one (1) ordinary share of the company to thirty-five (35) ordinary shares.

2. RESULTS OF THE AGM ON THE SUBDIVISION

The table below presents the results of the shareholders' votes for each proposed resolution related to the subdivision of the Company's ordinary shares. With reference to the Company's articles of association, two persons entitled to attend and vote upon the business to be transacted, each being a member or a proxy for a member, shall be a quorum. The total number of shareholders and proxies in attendance virtually and physically was at least 225; therefore the quorum was formed.

Item	Special Business Resolutions	Votes in favour	Votes against	Abstentions	Total Votes Cast	% of votes in favour	Result
1	By way of special resolution, the shareholders resolved that the Company's ordinary shares be converted from shares of par or nominal value to shares of no par or nominal value in accordance with Section 87(3) of the Companies Act. .	225	0	0	225	100%	Approved
2	By way of special resolution, the shareholders resolved that the Company's Memorandum of Association be amended by deleting the current paragraph 4 and replacing it with the following paragraph 4: <i>"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)"</i>	224	0	1	225	99.56%	Approved
3	By way of special resolution, the shareholders resolved that the Company's Articles of Association 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.	224	0	1	225	99.56%	Approved
4	By way of ordinary resolution, resolved that each of the 120,255,713 issued ordinary shares of the Company be subdivided into thirty-five (35) ordinary shares making a total of 4,208,949,955 ordinary shares.	225	0	0	225	100%	Approved
5	By way of ordinary resolution, the shareholders resolved that the Directors of the Company be 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.	224	0	1	225	99.56%	Approved

The approval by the shareholders of the resolutions pertaining to the subdivision of every one (1) ordinary share of the Company to thirty-five (35) ordinary shares means that approval has been granted to the directors to proceed with the Subdivision subject to securing the necessary regulatory approvals, including approval from the MSE.

3. APPROVAL BY THE MSE TO AMEND THE COMPANY'S LISTING

The MSE has approved the Company's application to amend its listing on the MSE board, which includes the additional shares resulting from the Subdivision.

4. TIMETABLE OF EVENTS FOR THE LISTING OF THE ADDITIONAL SHARES

The subdivided shares will be listed on the main board of the MSE on 7th September 2026. The number of ordinary shares of the Company will be increased from 120,255,713 to 4,208,949,955 based on the Company's share register on the Record Date. The price per share will be reduced by a factor of thirty-five (35) as of the Record Date, with no change to the Company's market capitalisation.

The table below shows a calendar of events leading to the date of listing.

Item	Event	Indicative Completion Date
1	Filing of notices of amendments in respect of the conversion and subdivision at the Companies Registry	14th August 2026
2	Last cum-Split Trade date (Last day to buy shares and still qualify for the Subdivision (T+3 settlement))	1st September 2026
3	Shares trading ex-Split – all buyers on 2nd, 3rd and 4th September 2026 do not qualify for subdivision – subdivided shares will be allocated to the sellers	2nd September 2026
4	Last day to register for the Subdivision (Record Date). The share register on this day will be used as a basis to effect the Subdivision. Closing price will be adjusted to reflect a new price on Monday 7th September 2026	4th September 2026
5	Listing of the shares from the Subdivision on MSE- Shares begin trading post-Split at adjusted price on market opening. New shares from the Subdivision are officially listed and tradeable	7th September 2026

5. PROCEDURE FOR ALLOCATION OF ADDITIONAL SHARES AND HANDLING OF SHARE CERTIFICATES

5.1 Register of shareholders of the Company

The Register of shareholders of Press Corporation PLC is in two separate parts:

- shareholders who appear in the CSD whose shares are in electronic form. These shareholders converted their physical share certificates to an electronic account at the CSD through a process called dematerialisation of share certificates; and;
- shareholders whose securities are represented by share certificates.

This section outlines the procedures for updating the share register to reflect the additional shares resulting from the Subdivision.

5.2 Existing shareholders whose holdings are in the CSD as an electronic record of shares

Shareholders whose record of holdings in the Company are in the CSD on the Record Date will have their accounts in the CSD updated (credited) with the additional shares arising from the Subdivision. The account of the shareholder will therefore reflect the total shares after adding the shares resulting from the Subdivision.

For illustrative purposes, we give below a table of initial shares held in the CSD and the shares to appear in the CSD account post subdivision of shares:

Item	Shares before Subdivision	Shares after Subdivision
1	100	3,500
2	500	17,500
3	1,000	35,000
4	5,000	175,000
5	10,000	350,000
6	15,000	525,000

5.3 Existing shareholders with physical share certificates

Shareholders whose holdings of Press Corporation PLC shares are in form of a physical share certificate will not have a record in the CSD. The record of their holdings after updating for the subdivision of shares will be maintained at National Bank Transfer Secretaries, based in NBM Towers, Fourth floor, Henderson Street, Blantyre.

Shareholders who hold physical share certificate(s) but wish to have their holdings of the Company's Shares updated in the CSD by the Record Date should approach a Registered Stockbroker to have their physical share certificate dematerialised before the Record Date.

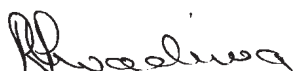
Shareholders who hold physical share certificates beyond the Record Date should approach the Transfer Secretary for advice on the procedure to have their record of holdings updated in respect of the additional shares resulting from the Subdivision. This may involve surrendering the physical share certificate and replacing it with an electronic holding in CSD account, which will include the additional shares arising from the Subdivision.

5.4 Trading of Shares arising from the Subdivision

The shares held in shareholders' accounts in the CSD on or by the Record Date will be available for trading on the MSE on the listing date. However, shareholders whose shares are in physical certificate form on and after the Record Date should approach a Registered Stockbroker to have their shares dematerialised and updated in the CSD for the shares to be available for trading.

For more information, please do not hesitate to consult the Sponsoring Broker or the Company Secretary.

Yours faithfully,



Randson P. Mwadiwa

BOARD CHAIRPERSON