



NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE THIRTY-SEVENTH ANNUAL GENERAL MEETING OF THE COMPANY WILL BE HELD AT SUNBIRD CAPITAL HOTEL, LILONGWE ON FRIDAY 9TH JULY 2021 STARTING FROM 14:00 HOURS.

CONSIDERING the continuing health impact of COVID-19, the Guideline from Malawi Stock Exchange, related governmental orders and guidance; and

MINDFUL of the need to maintain close interaction with its shareholders,

The BOARD has determined that the 2021 Annual General Meeting be held in a hybrid manner, by providing an opportunity for a limited number of shareholders to attend the meeting physically and for those shareholders who may not be able to attend physically, to participate virtually, through a link that will be provided to all shareholders and in accordance with the procedures set out below.

PROCEDURES FOR HOLDING THE MEETING:

1. A limited number of shareholders will be permitted to attend the meeting physically. Shareholders who wish to attend physically must register their interest by contacting the Company Secretary by **Friday, 25th June 2021**. The list of attendees will be determined on a first-come-first-served basis. At the meeting, COVID-19 preventive measures will be strictly adhered to.
2. The AGM Pack consisting of the Notice, Agenda, Minutes, a Proxy Form and Annual Report will be made available on the PCL website (www.presscorp.com) from **14th June 2021** onwards. A few hard copies will be available at the venue of the meeting.
3. Shareholders who wish to attend the meeting or to have copies of the AGM Pack sent to them by email or WhatsApp must provide their contact details and indicate their preference by contacting the Company Secretary as follows:
By email: pclshareholders@pcl.com
By WhatsApp: +265 888 557 888

4. Shareholders can raise any questions on any agenda item by addressing them to the Company Secretary (through the contacts listed above) by email or WhatsApp starting from **18th June to 30th June 2021**.
5. The Company will collate all questions (and their answers) and publish these anonymously on its website on 2nd July 2021.
6. Selected questions and answers will be commented upon by the Chairperson during the online meeting.
7. To facilitate the process, the Company requests shareholders who may wish to attend the meeting either physically in person (or by proxy) or virtually to register their email addresses or WhatsApp numbers by 25th July, 2021. Further, **shareholders are strongly encouraged to vote in advance** of the Annual General Meeting, even if they are planning to log-in and attend virtually.

BUSINESS TO BE TRANSACTED AT THE MEETING:

1. MINUTES OF LAST ANNUAL GENERAL MEETING

To confirm the minutes of the last Annual General Meeting held on 17th July 2020.

2. FINANCIAL STATEMENTS

To receive the audited Financial Statements of the Company for the year ended 31st December 2020, together with the reports of the Directors and Auditors thereon.

3. DIVIDEND

To declare a final dividend of MK3.0 billion representing MK25.00 per share in respect of 2020 profits as recommended by the Directors. An interim dividend amounting to MK721.20 million representing MK6.00 per share was paid on 26th October 2020 bringing the total dividend for the year to MK3.72 billion representing MK31.00 per share.

4. APPOINTMENT OF AUDITORS

To re-appoint Deloitte, Certified Public Accountants, as auditors for the ensuing year and to authorise the Directors to determine their remuneration.

5. DIRECTOR'S RE-ELECTION

To re-elect Mr Stewart Malata who retires by rotation and, being eligible, offers himself for re-election.

6. EXECUTIVE DIRECTORS' REMUNERATION

To authorise Directors to determine the remuneration of Executive Directors.

7. 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 1st January 2021 as follows:

Directors Fees:

- Chairman - MK13,530,000.00 per annum payable quarterly in arrears (up from MK12,296,928.00)
- Non-Executive Directors - MK11,300,000.00 per annum payable quarterly in arrears (up from MK10,281,600.00)

Sitting Allowances:

- Board Chairman - MK605,000.00 per sitting (up from MK550,000.00 per sitting)
- Committee Chairperson - MK550,000.00 per sitting (up from MK500,000.00 per sitting)
- Non-Executive Directors - MK520,000.00 per sitting (up from MK470,000.00 per sitting)

8. OTHER BUSINESS

To transact such other business as may be transacted at an Annual General Meeting of which prior notice should have been given to the Company Secretary not less than 21 days before the date of the forthcoming Annual General Meeting.

Dated the 4th day of June 2021

BY ORDER OF THE BOARD

**BENARD M W NDAU
COMPANY SECRETARY**

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

NOTES

1. 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.
2. 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.
3. At the above meeting it will be proposed that a final dividend amounting to MK3.0 billion (2019:MK2.40 billion) representing MK25.00 per share (2019: MK20 per share), be paid on Friday, 27th August 2021 to members whose names appear on the register as at the close of business on 20th August 2021.