

SENS ANNOUNCEMENT

(the “Notice” or “Announcement”)

ISSUER



PUMA ENERGY ZAMBIA PLC (“PUMA”)
[Incorporated in the Republic of Zambia]

Company registration number: 2575
Share Code: PUMA
ISIN: ZM0000000185
Authorized by: **ESJL Corporate Advisory Limited**

SPONSOR



Stockbrokers Zambia Limited
[Founder Member of the Lusaka Securities Exchange]
[Regulated and licensed by the Securities and Exchange Commission of Zambia]

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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

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: 26 January 2023



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("PUMA" or "the Company")

TRANSACTION ANNOUNCEMENT

The Board of Directors of Puma Energy Zambia Plc ("**PUMA**" or the "**Company**") wishes to inform shareholders ("**Shareholders**"), and the market that, PUMA has entered into a transaction with Ogaz Zambia Limited ("**Ogaz**") whereby the Company will acquire Ogaz's Liquefied Petroleum Gas ("**LPG**") related assets (the "**Transaction**").

ABOUT OGAZ LIMITED

Ogaz Zambia is a wholly owned Zambian company that distributes and supplies a range of industrial gases and related services – mainly LPG but also carbon dioxide, oxygen, nitrogen and acetylene. The company supplies gases for commercial and domestic use.

TRANSACTION DETAILS

As at 25 January 2023, the market value of PUMA was ZMW 800 Million. Accordingly, the percentage Ratio of the consideration (USD 3,400,000.00 OR ZMW 64,600,000.00 as at exchange rate on 25 January 2023) to the market capitalisation of PUMA is 8%. In accordance with the Categorisation methodology of Section 9 of the Listings Requirements of the Lusaka Securities Exchange ("**LuSE**"), the Transaction is classified as a Category 2 Transaction.

In compliance with the requirements of Section 9 of the Listings Requirements of LuSE, the key features of the Transaction are as follows:

Seller	OGAZ LIMITED
Buyer	PUMA
Particulars of the Transaction	Puma intends to purchase the following LPG assets from OGAZ:

	<ul style="list-style-type: none"> LPG Plant: Two tanks of 50 Metric Tonnes each commissioned in 2012 and 2015, sitting on a plot of 7,082 m² in Lusaka's industrial area with cylinder filling facilities. Cylinders: A pool of 37,000 LPG cylinders Supply agreements with resellers Trucks and various miscellaneous items
Consideration	USD 3,400,000
Payment Terms	USD 3,100,000 payable upon completion and balance of USD 300,000 payable over 18 months.
Conditions Precedent include:	<p>Closing or completion of the Transaction is subject to the fulfilment or waiver of all the following conditions precedent in accordance with the sale and purchase agreement:</p> <ul style="list-style-type: none"> Competition and Consumer Protection Commission (CCPC) merger control clearance Confirmation of the Buyer's eligibility to be granted a Standard License to retail Liquefied Petroleum Gas
Effective Date	5 days after the finalization of the last condition precedent
Rationale for the Transaction	<p>The reasons behind our willingness to enter the LPG market of Zambia are:</p> <ul style="list-style-type: none"> A conducive environment for clean cooking promotion by various international actors and the local Government Diversify our products offering to retail customers

The Proforma effect of the Transaction

	Before	Pro Forma Adjustments	After	Percentage change (%)
EPS (ZMW)	0.1538	0.0014	0.1551	1%
HEPS (ZMW)	0.1797	0.0014	0.1811	1%
NAV per share	2.2	-	2.2	-
Ordinary Shares in issue	500,000,000	-	500,000,000	-
Shares in issue	500,000,000	-	500,000,000	-
Weighted average number of Ordinary Shares in issue	500,000,000		500,000,000	

Note 1: Based on the 2021 audited financial statement for Puma Energy Zambia PLC and OGAZ ZAMBIA LIMITED

Shareholders are advised to continue to exercise caution when dealing in the Company's securities until the completion of the Transaction.

By Order of the Board

**ESJL Corporate Advisory Limited
Company Secretary**

Issued in Lusaka, Zambia on 26 January 2023

Lusaka Securities Exchange Sponsoring Broker for the Transaction	
	<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 26 January 2023