SENS ANNOUNCEMENT

(the "Notice" or "Announcement")

ISSUER

REAL ESTATE INVESTMENTS ZAMBIA PLC ["REIZ"]
[Incorporated in the Republic of Zambia]

Company registration number:	10951
Share Code:	REIZ
ISIN:	ISIN: ZM4000000013 (formerly ISIN ZM0000000045)
Authorised by:	Kambeu Banda – Chief Executive Officer

SPONSOR

[A member of the Lusaka Securities Exchange]
[Regulated and Licensed by the Securities and Exchange Commission Zambia]

Contact Person:	Mphaso Banda
Contact Number:	+260 964 473 398
Website:	www.kukulacapital.com

APPROVAL

The captioned Notice or Announcement has been approved by:

i. the Lusaka Securities Exchange
ii. the Securities and Exchange Commission
iii. Kukula Capital 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: 09 July 2026

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NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an Extraordinary General Meeting (“**EGM**”) of the shareholders of Real Estate Investments Zambia PLC (“**REIZ**” or the “**Company**”) will take place at Radisson Blu Hotel on 30 July 2026 at 10:00 hours. Shareholders can either attend physically or virtually via the link below.

https://eagm.corpservezambia.com.zm/eagm

The Extraordinary General Meeting is convened by REIZ to seek the approval of shareholders on the proposed incorporation of a controlling interest of 51% in Graduare Property Development Limited (“**Graduare**”), a commercial real estate company and current owner of EastPark Mall (the "**Acquisition**"). The Transaction (as defined below) is intended to expand REIZ's property portfolio through the addition of a stabilised income-generating asset.

The transaction will be implemented through a structured process comprising (collectively referred to as, the “**Transaction**”):

- a proposed issuance of ordinary shares as bonus shares to Non-Related Party Shareholders of REIZ (the "**Bonus Share Issue**"),
- a renounceable rights issue to existing REIZ Shareholders (the "**Rights Issue**"), and
- subject to the outcome of the Rights Issue, the issuance of potential lapsed shares to the shareholders of Graduare or their nominee pursuant to a share-for-share exchange (the "Share Exchange").

Each element of the Transaction is subject to the requisite regulatory and shareholder approvals.

The related party shareholders of REIZ have irrevocably undertaken to vote in favour of the resolution approving the Bonus Share Issue in order for it to be implemented and to waive their entitlement to participate in the Bonus Share Issue. Accordingly, the bonus shares, if approved, will be issued exclusively to Non-Related Party Shareholders.

Following the Bonus Share Issue, REIZ will undertake the Rights Issue in order to afford eligible Shareholders the opportunity to exercise their pre-emptive rights and to fund the Acquisition.

Notice is hereby given that an Extraordinary General Meeting ("EGM") of the Shareholders of the Company will be held for the purpose of considering and, if deemed fit, passing, with or without modification, the resolutions set out below and more particularly set out in the Form/Instrument of Proxy annexed to this Notice, pursuant to the Companies Act No. 10 of 2017 and the Articles of Association of the Company and any other applicable provisions.

AGENDA

1. To read the Notice of the EGM.
2. To pass the resolutions summarised below and more particularly set out in the Form/Instrument of Proxy annexed to this Notice, pursuant to the Companies Act No. 10 of 2017 and the Articles of Association of the Company and any other applicable provisions:

ACQUISITION RESOLUTIONS:

(i) **Resolution 1 (Ordinary Resolution): Approval of the Acquisition**

Approval of the Acquisition by REIZ involving the incorporation of a controlling 51% shareholding in Graduare, the company that wholly owns EastPark Mall, effected through a combination of cash and a strategic share-for-share exchange, resulting in a total purchase consideration of USD 46.41 million (the "Acquisition Value"). The Acquisition will result in the integration of EastPark Mall into REIZ's property portfolio.

(ii) **Resolution 2 (Special Resolution): Bonus Share Issue and Waiver of Related Party Shareholders' Rights**

Approval of the proposed capitalisation of a portion of the Company's distributable reserves and the issuance, allotment and registration of fully paid bonus shares to qualifying Shareholders of the Company, subject to the voluntary and irrevocable waiver by the majority or Related Party Shareholders of their entitlement to receive such bonus shares so that the bonus issue accrues solely to the benefit of Non-Related Party Shareholders.

(iii) **Resolution 3 (Special Resolution): Issuance of new Shares for purposes of the Acquisition**

Approval of the proposed issuance, allotment and registration of new Shares in REIZ under a renounceable rights issue and any Shares to be paid as part of or all of the consideration for the Acquisition, as the case may be.

(iv) **Resolution 4 (Ordinary Resolution): Directors Authority**

Approval of the authority of the Board to act on the Company's behalf in matters related to the Transaction and to perform all actions and execute all documents required to complete the Transaction successfully and to give effect to the approved resolutions.

(v) **Resolution 5 (Special Resolution): Waiver of Pre-emption Rights**

Approval of the disapplication of statutory and constitutional pre-emptive rights in relation to the issue of Ordinary Shares to be allotted as part of the Bonus Share Issuance and as consideration for the Acquisition.

(vi) **Resolution 6 (Special Resolution): Waiver of Mandatory Offer**

Approval of the waiver of a mandatory offer in favour of the Seller or its nominee if triggered by the Acquisition to allow REIZ to finalise the Acquisition efficiently while preserving Shareholders' value and positioning the Company for long-term growth.

(Resolution 1, Resolution 3, Resolution 4, Resolution 5 and Resolution 6 hereinafter referred to as the "**Acquisition Resolutions**" and Resolution 2 as the "**Bonus Issue Resolution**" and the Acquisition Resolutions and Bonus Issue Resolution collectively as the "**Transaction Resolutions**")

ANY OTHER BUSINESS

Notes:

1. Shareholders should note that Resolution 1, Resolution 2, Resolution 3, Resolution 4, Resolution 5 and Resolution 6 under the Transaction Resolutions are all inter-conditional on one another. This means that if any of the Resolutions is not approved, none of the Resolutions will be carried out even if any such resolutions are approved.
2. A shareholder of the Company is entitled to appoint one or more persons as his/her proxy to attend and vote and speak in his/her stead. A proxy need not be a shareholder of the Company.
3. The Company's Articles of Association provide that instrument of proxy must be deposited at the registered office of the Company, which is located at EastPark Mall, Plot 5005, at the corner of Great East and Thabo Mbeki Road, P.O. Box 30012 Lusaka, Zambia, not less than 48 hours before the time appointed for the holding of the meeting. Accordingly, Shareholders are encouraged to deposit their instruments of proxy at least 48 hours before the time of the

EGM. However, instruments of proxy will not be regarded as invalid by virtue only that such instruments are deposited less than 48 hours with the Company.

4. A proxy is entitled to one vote on a show of hands and, on a poll, one vote for each share held. A shareholder's instructions to the proxy must be indicated in the appropriate spaces of the instrument of proxy.
5. If a shareholder does not indicate on the instrument of proxy that the proxy is to vote in favour of or against any resolution or to abstain from voting or gives contradictory instructions, or should any further resolution/s or any amendment/s which may be properly put before the EGM be proposed, the proxy shall be entitled to vote as he/she thinks fit.
6. The Related Party Shareholders (i.e., Forli Limited, Casilli Gillian, Uhambo Holdings Limited, Peter Roy Campbell, Graduare and other related parties) will be required to vote in favour of the Bonus Issue Resolution in order for it to be implemented.
7. With regards to the Acquisition Resolutions, a Related Party Shareholder (i.e., Forli Limited, Casilli Gillian, Uhambo Holdings Limited, Peter Roy Campbell, Graduare and other related parties), or their proxy will be taken into account in determining the quorum at the EGM, but their votes will not be considered when determining whether the Acquisition Resolutions have been approved by the Shareholders. For the purpose of determining whether an Acquisition Resolution (including a special resolution) has been approved by the Shareholders, a simple majority of the Non-Related Party Shareholders will be considered as per section 10.4 (e) of the Harmonised Listings Requirements of the Lusaka Securities Exchange, 2012.
8. Documentary evidence establishing the authority of the person signing an instrument of proxy in representative capacity must be attached to the instrument of proxy unless previously recorded by the Company's transfer secretaries.
9. The completion and lodging of the instrument of proxy will not preclude a shareholder from attending the EGM and speaking and voting in person thereat to the exclusion of any proxy appointed in terms of the instrument of proxy.
10. Any alteration or correction made to the instrument of proxy must be initialled by the signatory/ies; and
11. The Chairman of the meeting may accept or reject any instrument of proxy, which is completed and/or received other than in accordance with these notes.

A member entitled to attend and vote at the meeting is entitled to appoint a proxy by form of proxy or power of attorney, who need not also be a member of the Company, to attend and vote in their place. The instrument appointing a proxy and, if applicable, the authority under which it is signed must be deposited at the office below or emailed to info@corpservezambia.com.zm not less than 48 hours before the time appointed for holding the meeting.

For virtual attendance, shareholders are encouraged to sign up ahead of the meeting through the following link:

https://eagm.corpservezambia.com.zm/eagm

Queries pertaining to shareholders relations such as change of address or bank details are to be channelled through the Transfer Secretaries, whose contact address is:

BY TRANSFER SECRETARIES

Corpserve Transfer Agents Limited
6 Mwaleshi Road
Olympia Park
Lusaka, Zambia
Landlines – 260211256969 or 260211256970
Cell numbers – 0975283707 or 0979946143 or 0979420470
Email: info@corpservezambia.com.zm
Website: www.corpserveregistrars.com

By order of the Board.

Louis Pulu
COMPANY SECRETARY

Issued in Lusaka, Zambia on 09 July 2026

Kukula Capital Details	KUKULA	
	Contact Number:	+260 0764 666 417
	Website:	www.kukulacapital.com

First Issued on 09 July 2026