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First Capital Bank Limited
Stand No. 30078, Coner Chilubi Road
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P.O. Box 32678

SPECIAL RESOLUTION FOR INCREASE OF NOMINAL CAPITAL

Passed at the Annual General Meeting of First Capital Bank Limited held on 28th March 2025 at First Capital House, Second Floor, Main Boardroom, Lusaka and/or via Teams call at 12:00 hours

DIRECTORS PRESENT

- Mr. Stuart Mark O'Donnell — Independent Non-Executive Director & Chairman
- Ms. Deborah Nonde Chanda — Independent Non-Executive Director (Teams Call)
- Mr. Ackim Chalwe — Independent Non-Executive Director
- Mrs. Keira Lynne Langford Johnson — Independent Non-Executive Director
- Mr. Mwiya Musokotwane — Independent Non-Executive Director

IN ATTENDANCE

-
- Mr. André Potgieter — Chief Executive Officer
- Mark Libakeni — Managing Partner Ernst & Young (Teams Call)
- Mr Ndala Kakinga — Chief Financial Officer
- Ms. Mwenya Chalwe — Company Secretary

SHAREHOLDERS PRESENT

- FMB Capital Holdings PLC, holder of 50,960,000 ordinary shares.
  (Represented by **Mythri George** – Group Chief Financial Officer) – (Teams Call)

- Afility Investment Limited, holder of 26,000,000 ordinary shares.
  (Represented by **Mr. Ramesh Patel** – Shareholder)

- Sakky Investments Limited, holder of 19,760,000 ordinary shares.
  (Represented by **Mr. Kunal Gunvant Patel** – Shareholder)

- Kark Investments Limited, holder of 7,280,000 ordinary shares.
  (Represented by **Mr. Krishan Patel** – Shareholder)

WHEREAS, pursuant to Statutory Instrument No.25 of 2024 which increased the fee unit value from 30 ngwee to 40 ngwee and implied that the prescribed nominal share capital increased from the previous ZMW 104million to ZMW139million for local banks, the Shareholders **HEREBY RESOLVE** and authorize Management to proceed to alter the nominal share capital accordingly.

Chairman of the Board
Mr. Stuart Mark O' Donnell

Company Secretary
Ms. Mwenya Chalwe