



Standard Bank

NOTICE OF THE 28TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN TO ALL SHAREHOLDERS AND DIRECTORS OF STANDARD BANK PLC THAT THE ANNUAL GENERAL MEETING OF THE COMPANY WILL BE HELD AT AMARYLLIS HOTEL, BLANTYRE ON THURSDAY, 25TH JUNE 2026 AT 09:00 HOURS (OR SOON THEREAFTER).

Pursuant to Article 29 of the Company's Articles of Association, the Board of Directors of Standard Bank PLC resolved that the 28th Annual General Meeting ('AGM') be a hybrid general meeting. A hybrid general meeting is held at a physical location with simultaneous participation enabled via an electronic platform.

Shareholders who wish to participate electronically either in person or by proxy are therefore required to contact custodymalawi@standardbank.co.mw, or call or send a WhatsApp Message to Investor Services on +265 888 301903 no later than 19th June 2026 for assistance on how they can participate in the AGM.

Shareholders attending via the electronic platform will be provided with a link to enable them to access the AGM. Shareholders wanting to participate physically are further advised to register their intention to custodymalawi@standardbank.co.mw no later than 19th June 2026.

The Business to be transacted shall be as follows:

ORDINARY BUSINESS

1. Financial Statements

To receive the audited financial statements for the year ended 31st December 2025 together with the reports of the Directors and Auditors thereon.

2. Dividend

To declare a final dividend of MK 15.47 per share or MK 18.16 billion as recommended by the Directors.

An interim dividend of MK 16.7 billion (or MK 14.23 per share) was paid in March 2026.

If the proposal to pay a final dividend is approved, the total dividend for the year will be MK 34.9 billion or MK 29.70 per share.

The share register will be closed from 10th July 2026 to 13th July 2026 both dates inclusive and no transfers will be registered during that time. The Company's shares will trade ex-dividend from 8th July 2026. Members whose names shall appear in the share register as at close of business on 10th July 2026 will be eligible for the final dividend payable on 24th July 2026.

3. Directors' Appointments and Retirement

(i) To appoint Ms. Priscilla Sani-Chimwele (40) to fill an existing vacancy as an independent Non-Executive Director.

Priscilla Sani-Chimwele is 40 years of age and currently the Chief Executive and founder of Wala Limited, a renewable energy social enterprise focused on the productive use of solar energy, particularly in agriculture. She is a development practitioner with over a decade's experience working with the United Nations and other international development organisations in Malawi and beyond. Her experience spans across renewable energy, social entrepreneurship, development programming, and practical people centred innovation.

Ms. Sani-Chimwele holds a Master of Arts in Development Management from Ruhr University of Bochum, Germany, a Certificate in Social Entrepreneurship from the University of Oxford, a Certificate in Design, Installation, and Management of Solar Photovoltaic and Wind Systems, from Mzuzu University, and a Bachelor of Social Science from the University of Malawi.

(ii) To appoint Mr. Ronald Ngwira (52) to fill an existing vacancy as an independent Non-Executive Director.

Ronald Ngwira is 52 years of age and currently the Managing Director of Illovo Sugar Malawi Plc, having previously served as Managing Director of Pyxus Agriculture Malawi. He is an experienced agribusiness executive with extensive leadership experience in Malawi's agricultural sector, including agricultural value chains, sustainability, stakeholder engagement, and transformation operations.

Mr. Ronald Ngwira holds a Master's Degree in Project Management from the University of Bolton in the United Kingdom, a Bachelor of Science in Statistics and Computer Science from the University of Malawi and has undertaken the Global Executive Master Class – Group Executive Talent Development program with Red Point Consulting.

(iii) To appoint Mrs. Phyllis Bowazi Manguluti (52) to fill an existing vacancy as an independent Non-Executive Director.

Phyllis Manguluti is 52 years of age and currently the Managing Director of Optimus Office Solutions, a business solutions and digital transformation enterprise. She is a seasoned business leader with experience in technology enabled business solutions, digital transformation, customer experience, leadership and effectiveness, having previously worked for Telekom Networks Malawi Plc as its Chief Customer Officer and held other executive positions.

Mrs. Manguluti holds a Master of Business Administration and MBA Foundation Advanced Certificate from the Management College of Southern Africa, South Africa, and a Post-graduate Diploma in Electrical and Electronic Engineering from City & Guilds Institute, United Kingdom.

(iv) To appoint Mr. Keith Gregory Fuller (64) to fill an existing vacancy as a Non-Executive Director.

Keith Fuller is 64 years of age and is a former senior executive of Standard Bank Group, having retired at the end of December 2024 after a career of approximately 37 years with the Group. His experience includes senior risk leadership roles, including Chief Risk Officer responsibilities within the Africa Regions and Offshore. He brings extensive financial services, banking, risk management, governance, and group level executive leadership experience.

Mr. Fuller holds a Master of Agricultural Management (cum laude) from the University of KwaZulu-Natal, a Bachelor of Agricultural Management (Honours) from the University of KwaZulu-Natal and has undertaken executive management programs at leading institutions including the University South Africa Graduate School of Business Leadership, the Gordon Institute of Management and Technology, and the Thunderbird Business School, USA.

(v) To appoint Dr. Joshua Oigara (50) to fill an existing vacancy as an Executive Director

Dr. Joshua Oigara is 50 years of age and was appointed as Regional Chief Executive - East Africa Regions, Standard Bank Group, responsible for the strategic direction of the East African franchises in Kenya, Uganda, Tanzania, Ethiopia, South Sudan, and Malawi in September 2025.

Dr. Oigara previously served as Chief Executive of Stanbic Bank Kenya Limited. Prior to joining the Standard Bank Group, he served as Group Chief Executive Officer and Managing Director of KCB Group for close to ten years. Dr. Oigara has over the past decade been instrumental in driving the growth and development of the banking sector.

Dr. Oigara holds an honorary Doctor of Humane Letters from Kibabii University, a Master of Business Administration in International Business Management from Edith Cowan University, Australia, a Bachelor of Commerce degree from the University of Nairobi, and has undertaken executive management programs at leading institutions including INSEAD, Duke University's Fuqua School of Business, IMD Business School, Switzerland, and he is a Certified Public Accountant of Kenya.

(vi) To note the retirement of Mr. Shadreck Ulemu (66 years) from the Board of Directors of Standard Bank Plc.

(vii) To note the resignation of Mr. Patrick Mweheire (55 years) from the Board of Directors of Standard Bank Plc.

(viii) To note the resignation of Mrs. Sharon Taylor (57 years) from the Board of Directors of Standard Bank Plc

(ix) To note the retirement of Mr. David Pinto (52 years) from the Board of Directors of Standard Bank Plc

4. Non-Executive Directors' Fees and Sitting Allowances

To fix the fees and sitting allowances of the Chairperson and other Non-Executive Directors as follows:

4.1 Directors Fees

Chairperson: MK 27,291,938.00 from MK21,833,550.00 per annum payable quarterly in arrears

Other Non-Executive Directors: MK 21,500,375.00 from MK 17,200,300.00 per annum payable quarterly in arrears.

4.2 Sitting Allowances

Chairperson: MK 1,030,315.00 from MK 824,252.00 per sitting

Other Non-Executive Directors: MK 965,940.31 from MK 772,736.25 per sitting

5. Executive Director's Remuneration

To authorize the Directors to determine the remuneration of Executive Directors.

6. Appointment of External Auditors and Determination of their Remuneration

To appoint Ernst & Young as auditors for the ensuing year and to authorize the Directors to fix their remuneration.

DATED: 1st June 2026

BY ORDER OF THE BOARD

**Norah Nsanja, FCG
COMPANY SECRETARY**

**Registered Office
Standard Bank Plc
Standard Bank Centre
African Unity Avenue
P.O Box 30380
Lilongwe 3**

NOTES:

1. The following documentation has been dispatched to all shareholders and can also be accessed on the following website www.standardbank.co.mw

- Full audited financial statements for the Company for the year ended 2025 (i.e. the full 2025 Annual Reports);
- Sustainability Report for the year ended 2025;
- Minutes of the Annual General Meeting held on 26th June 2025;
- Proxy Forms;
- Proposed resolutions.

2. A member entitled to attend and vote at the meeting is entitled to appoint a Representative (if it is a body corporate or unincorporated association), or proxy (or more than one proxy) to attend and vote in his or her stead. A proxy need not be a member of the Company.

The instrument appointing a proxy or a Representative, and the power of attorney or other authority, if any, under which it is signed or a notarial certified copy of that power or authority shall be deposited at the Company Secretary's office or sent to custodymalawi@standardbank.co.mw not less than **forty-eight hours** before the time for holding the meeting and in default the instrument of proxy shall not be treated as valid. A copy of the proxy form can be downloaded from the Company's website.