

EVEREADY EAST AFRICA PLC

(Registration Number C 27/2006)

CAUTIONARY ANNOUNCEMENT

The Capital Markets Act (Chapter 485A of the Laws of Kenya), the Capital Markets (Takeovers and Mergers) Regulations, 2002 and the Capital Markets (Licensing Requirements) (General) Regulations, 2002

INTENTION BY INVESTAFRICA – FZCO TO ACQUIRE ALL OF THE ORDINARY SHARES OF EAST AFRICA BATTERIES LIMITED IN EVEREADY EAST AFRICA PLC

On 20 April 2023 Eveready East Africa Plc (the Company) was served with a notice of intention of InvestAfrica-FZCO (InvestAfrica) to acquire a total of 73,425,029 ordinary shares in the Company (Sale Shares) from East Africa Batteries Limited (EABL) (the Proposed Transaction). At the close of the Proposed Transaction InvestAfrica shall hold 35% of the issued shares of the Company. In connection with the Proposed Transaction InvestAfrica and EABL have entered into a sale of shares agreement dated 20 April 2023 pursuant to which EABL has accepted InvestAfrica's offer to purchase the Sale Shares and has agreed to sell the Sale Shares.

InvestAfrica is a United Arab Emirates Company duly incorporated as a Free Zone company under the Dubai Silicon Oasis Authority as Company Registration Number DSO-FZCO-7817 and whose address is DSO-IFZA, 9040, Dubai Digital Park-Office A2, Dubai Silicon Oasis.

East Africa Batteries Limited (EABL), is a private company limited by shares, registered in accordance with the laws of Kenya, under registration number C34811 and whose registered office address is 49 Riverside Drive, Nairobi, Kenya. EABL presently owns the Sale Shares and is the highest shareholder in the Company with the Sale Shares representing approximately 35% of the share capital of the Company.

InvestAfrica proposes to acquire the Sale Shares from EABL by means of a private transaction under section 31(1) and 31 (1A)(i) of the Capital Markets Act (Cap 485A of the Laws of Kenya) and regulations 57(d) and 61(1) of the Capital Markets (Licensing Requirements) (General) Regulations, 2002. InvestAfrica does not intend to make a general offer to acquire all the voting shares in the Company following the Proposed Transaction and there is no intention to delist the Company from the Nairobi Securities Exchange after completion of the Proposed Transaction.

InvestAfrica intends to provide management and technical support to the Company following completion of the Proposed Transaction and consequently, pursuant to regulation 5 of the Capital Markets (Takeovers and Mergers) Regulations, 2002 (Takeover Regulations) has submitted an application to the Capital Markets Authority for a written exemption from compliance with regulation 4 of the Takeover Regulations on the grounds that such exemption shall facilitate the Proposed Transaction being an acquisition for the purpose of a strategic investment in a listed company.

The Proposed Transaction is subject to requisite regulatory approvals.

Shareholders and the investing public are advised to exercise caution when dealing in the shares of the Company.

By Order of The Board

THOMAS MASAKI
Ag Managing Director
25th April 2023

DISCLAIMER: This announcement is for information purposes only. It has been issued with the approval of the Capital Markets Authority pursuant to the Capital Markets (Securities) (Public Offers, Listing and Disclosures) Regulations, 2002. As a matter of policy, the Capital Markets Authority of Kenya assumes no responsibility for the correctness of the statements appearing in this announcement

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