

IMPORTANT NOTICE
CAUTIONARY ANNOUNCEMENT

BAMBURI CEMENT PLC
(Incorporated in Kenya under the Companies Act, 2015)
Company Number C.17/52

The Capital Markets Act
(Chapter 485A of the Laws of Kenya)

Regulation 19(2) of the Capital Markets (Securities) (Public Offers, Listing and Disclosures) Regulations, 2002

Proposed sale of 1,335,600 ordinary shares in Hima Cement Limited (Uganda) (representing 70% of the total issued shares in Hima Cement Limited) owned by Himcem Holdings Limited (a subsidiary of Bamburi Cement Plc).

Shareholders of Bamburi Cement Plc (**Bamburi**) are advised that on 14 November 2023, Himcem Holdings Limited, Cementia Holding AG, Sarrai Group Limited, Rwimi Holdings Limited and Bamburi entered into a Share Purchase Agreement, under which Sarrai Group Limited and Rwimi Holdings Limited will acquire 100% of the issued share capital of Hima Cement Limited from Himcem Holdings Limited (70% being 1,335,600 ordinary shares) and Cementia Holding AG (30% being 572,400 ordinary shares) at a value of USD 120,000,000.00 (United States Dollars one hundred and twenty million) subject to certain adjustments to be made at or after completion (the **Proposed Transaction**).

The Proposed Transaction is subject to satisfaction or waiver of certain conditions and subject to receipt of the approval of shareholders of Bamburi.

Upon completion of the Proposed Transaction (which is subject to satisfaction or waiver of certain conditions and subject to receipt of the approval of shareholders of Bamburi), Sarrai Group Limited and Rwimi Holdings Limited will, together, legally and beneficially own 100% of the issued share capital of Hima Cement Limited and Hima Cement Limited (and all its subsidiaries, including Hima Cement Rwanda Limited) will cease to be a member of the Bamburi group and will become a member of the Sarrai group.

Further details of the Proposed Transaction will be published through the requisite announcements and a shareholders' circular to be issued to the shareholders of Bamburi pursuant to the provisions of the Capital Markets (Take-overs and Mergers) Regulations.

Until a further announcement regarding this matter is made, the shareholders and other investors of Bamburi are advised to exercise caution when dealing in Bamburi's ordinary shares listed on the Nairobi Securities Exchange.

By order of the Board

Bamburi Cement Plc
Date: 14 November 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 amended. As a matter of policy, the Capital Markets Authority assumes no responsibility for the correctness of the statements appearing in this announcement.