

NOTICE TO SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the Fifty Third Annual General Meeting of the Shareholders of British American Tobacco (Zambia) p.l.c. ("the Company"), will be held at Taj Pamodzi Hotel, Church Road Lusaka, Zambia on **Tuesday 5 May 2015 at 0900 hours** for the purpose of transacting the following business:

1. Minutes of the Previous Meeting

To confirm and sign off the minutes of the Fifty Second Annual General Meeting held on 6 May 2014.

2. Financial Statement and Reports

To receive and adopt the audited financial statements for the year ended 31 December 2014, together with the reports of the Directors and Auditors thereon.

3. Dividend

To approve the final dividend of K 0.14 per share (interim dividend of K0.08 per share amounting to a total of K 46.7 million) for the year ended 31st December 2014.

4. Directorate

4.1. To approve the remuneration of Directors for the year ended 31 December 2014;

4.2. To re-elect Directors in place of those retiring in accordance with the provisions of section 206 (5) of the Companies Act Cap 388;

4.3. To ratify the appointments and note the resignations that happened during the course of the year; the profiles of Directors to be re-elected are included in the Annual Report under Board of Directors.

5. Auditors

To authorise the directors to determine the remuneration of the auditors for the past audit and to appoint auditors for the year to 31 December 2015.

6. To transact any other business that may properly be transacted at the Annual General Meeting.

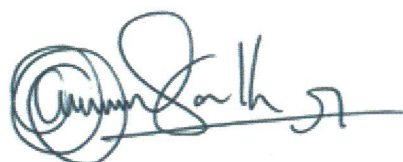
A shareholder is entitled to appoint any person (whether a member of the company or not) to attend and/or speak and vote in his or her stead.

Proxy forms must be lodged at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.

Formalised notices of the Annual General Meeting will be sent to all shareholders in compliance with Rule 14 of the Securities (Registration of Securities) Rule, 1993.

Notice is hereby given that subject to the approval of the final dividend at the Annual General Meeting, the register of members will be closed on Friday, 1 May 2015 and the warrants in payments will be posted on or before 30 June 2015.

By order of the Board



Valentine Kabonga
Company Secretary

20 February 2015