



17 February 2023

Zamaz plc
(“Zamaz” or “the Company”)

**Notice of Meeting of the holders of the Company’s EUR 3,000,000 6% Fixed Rate Bonds
due 30 April 2023 (ISIN GB00BL96TV97)**

Zamaz plc (LSE: ZAMZ), the London-based international e-commerce and retail technology aggregator of sustainable brands, announces that, as one of the next steps in its growth funding strategy, and at the request of a number of investors, a Notice of Meeting of the holders of the Company’s EUR 3,000,000 6% Fixed Rate Bonds due 30 April 2023 (“the 6% Bonds”), ISIN GB00BL96TV97, has been issued today.

The Notice, in the form of a Consent Solicitation Memorandum (the “Memorandum”), and as described in the bond agreements, requests bondholders to consider and, if thought fit, approve a proposal to modify the terms and conditions of the 6% Bonds by way of an extraordinary resolution. The meeting is scheduled to be held at 9.00 am on 9 March 2023 at 50, Sloane Avenue, London, SW3 3DD.

The extraordinary resolution to be put to bondholders seeks approval for:

- the maturity of the 6% Bonds to be extended to 30 April 2026 from 30 April 2023; and
- an increase in the Nominal Value of the bonds to up to € 15,000,000 from € 3,000,000; and
- the Rate of Interest to be increased to 7.5 per cent. from 6.0 per cent per annum.

Should the changes be approved, bondholders will be issued warrants to subscribe for new Zamaz shares in an amount equal to the par value of bonds held at the time of grant of the warrants divided by the £0.11 strike price of the warrant, plus a further number of Zamaz shares at a deemed issue price of nominal value, representing a 10% conversion premium. The duration of the warrants will be three years from the implementation date. They will be fully transferable.

The Company will issue a further announcement on the outcome of the bondholders’ meeting following its conclusion.

This announcement contains inside information for the purposes of the UK Market Abuse Regulation and the Directors of the Company are responsible for the release of this announcement.

Zamaz plc

Martin Groak, Chairman

info@zamaz.tech
c/o Walbrook PR Limited

Walbrook PR Limited

Paul Vann/Nick Rome/Joe Walker

+44 20 7933 8780 or +44 07 768807631
zamaz@walbrookpr.com

About Zamaz plc:

Zamaz plc is a technology driven e-commerce business that originates, acquires or licenses, operates and scales small and medium-sized brands with category-winning products on global marketplaces. With ever prolific customer data sources, the advent of turnkey e-commerce website platforms, such as Shopify, and a thriving ecosystem of third-party software integrators, the options available to launch and build brands that can be marketed, sold, and shipped online quickly and globally with limited risk have never been more compelling. Such marketplaces, led by Amazon and eBay, also provide connection to millions of consumers, and have become a first-choice route-to-market for a generation of micro and small and medium-sized enterprise businesses.

Zamaz mines and analyses data from such online retail technology platforms which provide significant insights into consumer shopping behaviour and trends and enable the business to deploy, market and sell an optimised portfolio of brands, products, packs and prices aligned with active, real-time consumer needs and demands principally on UK and EU Amazon marketplaces.

About Bella Dispensa

Bella Dispensa, a wholly-owned subsidiary of Zamaz, is an Italian-based online retailer of gourmet Italian food products which operates in one of the fastest growing online sectors, grocery shopping. The extensive relationships that Bella Dispensa enjoys with its niche food suppliers makes it a strong addition to the Zamaz Brand Portfolio and will give Zamaz the opportunity to showcase and sell Bella Dispensa sourced products on its online platform.

Bella Dispensa has already made two acquisitions since Zamaz listed on the Main Market of the London Stock Exchange: Ecocarni, a purveyor of premium quality meats and associated products sourced from Italy and Argentina to both wholesale and retail customers, from its flagship store in Milan and Eccellenze S.r.l. which has a retail store located on Milan's prestigious Corso Venezia, one of the city's most exclusive and elegant avenues, being part of the upscale Quadrilatero della moda shopping district. Recently established in Q4 2021, Eccellenze has grown rapidly, and now offers over 1,000 premium quality food products in-store, including cheese, pasta, wine and oil. Its highly experienced management team has also developed a unique eno-gastronomic "lifestyle shopping experience" for its growing, highly discerning client base.