

POST EXTRAORDINARY GENERAL MEETING NOTICE

At the Extraordinary General Meeting (EGM) of Bank of Baroda (Uganda) Limited (“the Company”) held at 11.00AM on the 24th day of March, 2023 online through electronic platform, the shareholders passed the following resolutions:-

A. ORDINARY RESOLUTION.

1. INCREASE OF SHARE CAPITAL

Increased the share capital of the Company from Shs. 25,000,000,000/-(Uganda Shillings Twenty Five Billion only) to Shs. 150,000,000,000/- (Uganda Shillings One Hundred and Fifty Billion only) by issuing of 12,500,000,000 bonus ordinary shares of Shs. 10/- each to be funded from the Company’s retained earnings upon settlement of the applicable taxes.

The Bonus shares shall rank pari-passu with the existing shares and to be allotted to the shareholders on the Company’s register as of 28.04.2023 in the ratio of 1:5, that is, for every one share held, five bonus shares shall be issued.

B. SPECIAL RESOLUTION.

2. AMENDMENT IN THE MEMORANDUM OF ASSOCIATION

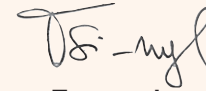
Amended the company’s Memorandum of Association to increase the Share

Capital of Shs.25,000,000,000/-(Uganda Shillings Twenty Five Billion only) to Shs. 150,000,000,000/- (Uganda Shillings One Hundred and Fifty Billion only).
By amending Clause 5 to read as follows;

Clause 5: The Share Capital of the Company is Shillings One Hundred and Fifty Billion (Shs.150,000,000,000/-) divided into Fifteen Billion (15,000,000,000) shares of Uganda Shilling Ten (Shs.10/-) each with power to reduce or increase the capital with or without any priority or special privileges or subject to any postponement of rights or restriction or conditions and to consolidate or subdivide the shares into shares of larger or smaller amount and also from time to time, alter, modify, commute, abrogate or deal with any such rights, privileges and conditions in accordance with the regulations for the time being of the Company.

Dated this 24th day of March 2023

BY ORDER OF THE BOARD.



Ms. Anne Tumwesigye Mbonye
Company Secretary