



Head Office: Kampala Road, P.O. Box 7197, Kampala (Uganda)

PUBLIC NOTICE

NOTICE IS HEREBY GIVEN that the Extraordinary General Meeting (EGM) of Bank of Baroda (Uganda) Limited (“the Company”) will be held at 11.00AM on the 24th day of March, 2023 online through electronic platform to transact the following business.

AGENDA

A. ORDINARY RESOLUTION

1. INCREASE OF SHARE CAPITAL

To consider and if deemed fit, to increase 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 bonus shares in the ratio of 1:5 to the existing shareholders.

B. SPECIAL RESOLUTION

2. AMENDMENT IN THE MEMORANDUM OF ASSOCIATION

To consider and if deemed fit, pass a special resolution to amend 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 Shilling 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.

3. ANY OTHER BUSINESS

To transact any other business that may be legally transacted in the meeting.

Dated this **24th day of February 2023**
BY ORDER OF THE BOARD.


Ms. Anne Tumwesigye Mbonye
Company Secretary

NOTES:

Shareholders are urged to note the following important information regarding the Extraordinary General Meeting:

Virtual Meeting

- As authorized by our Articles of Association, the Company will be holding the Extraordinary General Meeting (EGM) online.
- To participate in the EGM, shareholders should register by following the steps below.
 - Shareholders with email addresses will receive details on how to register and log into the online meeting or
 - For those who wish to use the USSD, dial *272*101# (Uganda mobile networks) and follow the prompts, or
 - Send an email request to be registered to registry@use.or.ug
- Shareholders without emails in the shareholder register will be contacted via SMS on their registered mobile phone numbers and will be requested to avail their email addresses to the Company's shares registrar SCD Registrars at registry@use.or.ug
- The Company's EGM notice and proxy form are uploaded on the Company's website www.bankofbaroda.ug
- To participate in the virtual EGM, shareholders are advised that:
 - Registration commences on 07th March 2023 and will close on 22nd March 2023.
 - For support during the registration process, please call +256312370817/18 or email registry@use.or.ug
 - A shareholder will be required to submit a valid ID such as a National Identity Card or a Passport and/or their SCD account details to facilitate shareholder verification in the process of appointing a proxy.
- The EGM will be streamed live via a link that will be provided to all shareholders who will have successfully registered to participate in the EGM. Duly registered shareholders and proxies will receive a short message service (SMS/USSD) prompt on their registered mobile numbers 24 hours prior to the EGM, a reminder of the EGM and a link to the live stream. A second SMS/USSD prompt shall be sent one hour ahead of the EGM. In registering to attend the EGM, a shareholder consents to receive all messages pertaining to the EGM.
- Duly registered shareholders and proxies may vote (when prompted) using the live stream link or using the USSD prompts.

Voting shall be done electronically using the Resolutions tab on the live stream link or via USSD.

Shareholders' rights

- Bank of Baroda (Uganda) Limited shareholders may attend, speak, and vote at the EGM or appoint proxies (who need not be shareholders of the Company) to attend, speak and vote on behalf of such shareholders. Duly completed proxy forms should be returned to the Company Secretary at Bank of Baroda Head Office Plot 18, Kampala Road or sent via email to registry@use.or.ug not later than 5.00 pm on March 22, 2023. In default of this, the proxy appointment shall be treated as invalid.
- Shareholders and their proxies have the option of asking questions and voting on each of the resolutions in advance of the meeting. Questions and votes on the EGM resolutions can be submitted to registry@use.or.ug before close of business on March 22, 2023.

Securities Central Depository (SCD) Accounts

- USE requires all listed companies to immobilize all shares that they hold in certificate form. Shareholders are advised to open an account with Securities Central Depository (SCD) with the assistance of any of the SCD Agents listed on the Uganda Securities Exchange website www.use.or.ug to help them continue to trade in shares.

Contact Details

- Company's Registered Office
Bank of Baroda (Uganda) Limited
Head Office
Plot 18 Kampala Road
P.O. Box 7197
Kampala, Uganda.
Tel: +256-414-232783
- Share Registrar's Office
SCD Registrars
UAP Nakawa Business Park
Plot 3-5, New Portbell Road
Block A, 4th Floor,
P.O. Box 23552
Kampala, Uganda
Tel: +256-312-370-815/7/8

Bank of Baroda (Uganda) Limited is regulated by Bank of Uganda.
Customers Deposits are protected by Deposit Protection Fund of Uganda up to UGX 10 Million.
Terms & Conditions apply.