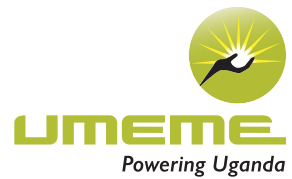


Post Annual General Meeting (AGM) Notice



Umeme Limited (the Company) hereby informs its shareholders and the general public that at the Annual General Meeting (AGM) of the Company held on Thursday 6th August 2020 via electronic means, the shareholders passed the following resolutions:

Ordinary Resolutions

1. Receipt and adoption of the annual audited financial statements for the year ended 31st December 2019, including the reports of the Directors and External Auditors.
2. Declaration of a final dividend of Ugx 41.34 per share.
3. Appointment of Ernst & Young as External Auditors of the Company for the year 2020.
4. Re-election of Mr Andrew Buglass as a Non-Executive Director.
5. Re-election of Mr Stephen Emasu as a Non-Executive Director.
6. Re-election of Mr Riccardo Ridolfi as a Non-Executive Director.
7. Re-election of Mr Johan de Bruijn as a non-Executive Director.

Special Resolutions

8. Amendment of the Company articles of association to include the conduct of general meetings in a virtual/ electronic manner as follows;

- a. By deleting the current Article 46 and inserting a new article 46(a) that states as follows:

"The Company shall in each year hold a general meeting as its annual general meeting in addition to any other meetings in that year, and shall specify the meeting as such in the notices calling it, and not more than 15 fifteen months shall elapse between the date of one annual general meeting of the Company and that of the next.

The annual general meeting may be held as;

- i. A physical meeting at such place as the Directors shall determine;
 - ii. A Virtual meeting using electronic means (including video-conferencing and tele-conferencing); or
 - iii. A hybrid meeting comprising partly physical meeting and partly virtual meeting as set out in paragraphs (i) and (ii) above.
- b. By inserting a new Article 46 (b) as follows:

"Where for any reasonable cause it is impracticable to convene a General Meeting by the Company, the Directors may upon obtaining the approval and consent of the Uganda Securities Exchange (USE), carry out any such act as would be ordinarily carried out at the Annual General Meeting, the Directors may take and approve such action and make such distribution to the members on such terms as they deem appropriate provided that the Directors seek the ratification of such actions taken at the next annual general meeting of the Company."

- c. By inserting a new Article 46 (c) as follows:

"The provisions of Article 46 (a) (i) to (iii) shall equally apply to any Extraordinary general Meeting".

Dividend Payment

The dividend will be paid on or about 17th August 2020 to shareholders whose names appear on the Company's register at close of business on 28th July 2020. Shareholders are advised to contact their brokers to update their bank account details. Shareholders desiring to receive dividend payments through mobile money are encouraged to visit the Company's Share Registrar, Custody and Registrar Services Uganda Limited on 4th Floor, Room 403, DTB Centre to update their records.

On behalf of the board

Shonubi, Musoke & Co Advocates
Company Secretary

Registered Office

Rwenzori House
Plot 1 Lumumba Avenue
P.O.Box 23841
Kampala, Uganda

Share Registrars

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Kampala, Uganda
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