

## NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the **ANNUAL GENERAL MEETING (AGM)** of Quality Chemical Industries Limited (the Company) for the year ended 31 March 2025, will be held electronically on **Thursday, 17 July 2025 at 11:00 am EAT** to conduct the following business:

### ORDINARY BUSINESS

1. To receive, consider and if deemed fit, pass an ordinary resolution to adopt the Company's audited financial statements for the year ended 31 March 2025, including the reports of the Directors and External Auditor.
2. To receive, consider and if deemed fit, pass an ordinary resolution to approve the Directors' recommendation to declare a final dividend of UGX 6.0 per share, for the year ended 31 March 2025. If approved, shareholders registered by the close of business on **7 August 2025** will be eligible to receive the dividend, which shall be paid, less withholding tax, on or about **14 August 2025**.
3. To receive, consider and if deemed fit, pass an ordinary resolution to confirm the appointment of Ms. Botsang Ramorwa as a Non-Executive Director in accordance with Article 99 of the Articles of Association of the Company.
4. To receive, consider and if deemed fit, pass an ordinary resolution to confirm the appointment and re-election of Mr. Joseph Baliddawa and Mr. Vusi Raseroka, in accordance with Article 115 of the Articles of Association of the Company.
5. To receive, consider and if deemed fit, pass an ordinary resolution to approve the re-appointment of Grant Thornton as External Auditor of the Company for the financial year 2025/26 and authorise the Board of Directors to set their remuneration.
6. To receive, consider and if deemed fit, pass an ordinary resolution to approve fees payable to Non-Executive Directors for the financial year 2025/26.

### SPECIAL BUSINESS

7. To receive, consider and if deemed fit, pass a special resolution in accordance with Article 105 of the Articles of Association of the Company:
  - a. To ratify the entering into of a term loan facility in the amount of US\$36,000,000 for the purpose of funding the construction of a second manufacturing facility and a working capital facility in the amount of US\$15,000,000 for operational purposes, both from Stanbic Bank Uganda Limited; and
  - b. To ratify the authorisation of the Board of Directors to negotiate, finalize, and execute all necessary agreements and documents in connection with the said borrowings, including the creation of any security interests over the assets of the Company, and to take any such steps necessary or expedient to give effect to the foregoing.
8. To receive, consider and, if deemed fit, pass a special resolution to amend the Articles of Association of the Company as follows:
  - a. By amending all references to "the Companies Act 2012" to read "the Companies Act, Cap.106"; and
  - b. By substituting the current Article 1 with the following:  
**Article 1:** The name of the Company is Quality Chemical Industries Limited
9. To conduct any other business for which due notice will have been received.

By Order of the Board  
26 June 2025

  
**GRACE KARUHANGA**

### Notes:

#### AGM Registration

1. The AGM shall be held electronically.
2. To participate in the AGM, shareholders should register by following the instructions below:
  - i. Dial \*284\*31# on (Uganda mobile networks) and follow the prompts;
  - ii. Send a registration email request to [qcilagm@image.co.ug](mailto:qcilagm@image.co.ug) or [shareholder@qcil.com](mailto:shareholder@qcil.com); or
  - iii. If the Company possesses your valid email address, follow the registration link that will be sent to you.
3. Registration will start on 26 June 2025 and will close on 15 July 2025 at 5:00 pm EAT. For support during the registration process, please call +256 762 260 804 or +256 758 336 660 between 9.00 am and 5.00 pm from Monday to Friday or send an email to [qcilagm@image.co.ug](mailto:qcilagm@image.co.ug) or [shareholder@qcil.com](mailto:shareholder@qcil.com).
4. The AGM will be streamed live at the scheduled time and date. Registered shareholders will receive reminders and a link to attend the AGM 24 hours in advance through Short Message Service (SMS/ USSD) for those with Ugandan mobile numbers and via email for foreign shareholders. An SMS/ USSD prompt will be sent one hour before the meeting. By registering, shareholders consent to receiving these notifications.

#### Proxies

5. Shareholders unable to attend the AGM are encouraged to complete and return a proxy form which can be downloaded from the Company's website at [www.qcil.com](http://www.qcil.com).
6. Duly completed proxy forms should be delivered to the Company Secretary at the Company's physical address or emailed to [qcilagm@image.co.ug](mailto:qcilagm@image.co.ug) or [shareholder@qcil.com](mailto:shareholder@qcil.com) at least 48 hours before the scheduled start of the meeting. In default of this, it shall be treated as invalid.

#### Voting during the AGM

7. Shareholders will receive an SMS/USSD prompt with instructions on their registered mobile phone number, alerting them to propose and second the resolutions indicated in the AGM Notice.
8. Voting shall be done electronically using the 'Resolution' tab on the live stream link and via USSD. All registered shareholders and proxies may vote (when prompted to) using the live stream link or the USSD prompts. A poll shall be conducted for all the resolutions indicated in the AGM notice.
9. Results of the resolutions will be announced at the end of the meeting and published on the Company's website at [www.qcil.com](http://www.qcil.com) and on the Uganda Securities Exchange website at [www.use.or.ug](http://www.use.or.ug).

#### Shareholder Questions

10. Shareholders wishing to raise questions or request clarifications may do so in writing, to be received by 11:00 am on 15 July 2025, through the following means:
  - a) By dialling the USSD code \*284\*31# (Uganda mobile networks) and selecting the "Ask Question" option; or
  - b) By email [qcilagm@image.co.ug](mailto:qcilagm@image.co.ug) or [shareholder@qcil.com](mailto:shareholder@qcil.com).Shareholders must provide their full details (full names and ID or Passport Number or SCD Account Number) when submitting their questions.
11. Although some questions shall be addressed during the AGM, the responses to others will be published on the Company's website after the AGM.

#### AGM Information

12. The Notice of the AGM, annual report, audited financial statements, proxy form and notes to the Agenda items 4 and 6 of the AGM Notice will be uploaded onto the Company website, [www.qcil.com](http://www.qcil.com). The reports may also be accessed via the live stream link or the USSD code \*284\*31# under the "Reports" option.

#### Dividends

13. Subject to approval at the AGM, a final dividend of UGX 6.0 per share, net of withholding tax, will be paid on or about 14 August 2025 to shareholders registered as of the close of business on 7 August 2025. For avoidance of doubt, this final dividend is exclusive of the first interim dividend of UGX 3.5 per share, paid on 2 December 2024, and the second interim dividend of UGX 4.0 per share, paid on 14 March 2025.
14. Shareholders are urged to contact the Share Registrar or their preferred stockbroker to update their contact and bank details for ease of communication and receipt of dividends.
15. Shareholders who were eligible for the 2024/25 dividends and have not received them are requested to contact the Share Registrar or email [shareholder@qcil.com](mailto:shareholder@qcil.com).

#### Company's Registered Office

Quality Chemical Industries Limited  
Plot 1-7, 1<sup>st</sup> Ring Road, Luzira Industrial Park  
P.O Box 34871, Kampala  
Email: [shareholder@qcil.com](mailto:shareholder@qcil.com)

#### Share Registrar

SCD Registrars,  
4<sup>th</sup> Floor, Block A, UAP Nakawa Business Park,  
Plot 3-5 New Port-Bell Road.  
Email: [registry@use.or.ug](mailto:registry@use.or.ug)