

Notice of Annual General Meeting

Notice is hereby given that the Annual General Meeting (AGM) of Umeme Limited will be held virtually (hybrid of physical and by electronic means) on Thursday 6th May, 2021 at 10:00 am to conduct the following business:

Ordinary Resolutions

1. To receive, consider and if approved, adopt the Company's Audited Financial Statements for the year ended 31 December 2020 and the Directors and Auditors reports thereon;
2. To receive and adopt the recommendation of the Directors on the declaration of a final dividend.
3. To ratify the re-appointment of Ernst & Young Uganda as the External Auditors of the Company for the year 2020 and to authorize the Board to set the auditors fees.
4. To elect directors in place of those retiring. In accordance with the provisions of the Article 93, 94, 95 and 96 of the Company's Amended Articles of Association, the following Directors are due for retirement by rotation and being eligible, offer themselves for re-election (with the exception of Mr Pieter Adriaan Faling):
 - i. Patrick Bitature
 - ii. Florence Namatta Mawejje
 - iii. Gerald Ssendaula
 - iv. Pieter Adriaan Faling
5. To conduct any other business that may be conducted at the AGM.

Notes

6. **AGM Registration and Access Information;** The AGM will be hosted via the **LumiAGM** platform. Shareholders will receive the meeting ID and login credentials through their registered emails and mobile SMS. Shareholders that desire to update their contact details are requested to contact the share registrar, Custody and Registrars Services Uganda, at umeme@candrgroup.co.ug or call +256 757 072 773.
7. **AGM Rights:** Umeme Limited Shareholders may attend, speak and vote at the AGM or may appoint a proxy (who does not need to be a shareholder of the Company) to attend, speak and vote at the AGM on behalf of such shareholders. A proxy form is included in the 2020 Annual Report and is available on the Company's website www.umeme.co.ug.

Duly completed proxy forms must be returned to the Company Secretary at the addresses set out below to be received by not later than 17h00 on 3rd May 2021.

8. **Dividend:** Subject to the approval of shareholders, the Directors recommend to members that a final dividend of Ushs 12.2 per ordinary share be paid for the year ended 31 December 2020 subject to withholding tax deductions where applicable.

The dividend, if approved at the AGM, will be paid on or about 19th July 2021 to shareholders whose names appear on the share register at close of business on 25th June 2021.

Shareholders are advised to contact their brokers to update their bank account details.

Shareholders desiring to receive their payments through mobile money are encouraged to visit the Company's Share Registrar, Custody & Registrars Services Uganda Ltd. on 4th Floor, Rm 403, Diamond Trust Building, Kampala Road to update their records.

On behalf of the



Shonubi, Musoke and Co. Advocates
Company Secretary
15th April 2021

Company Secretary

Shonubi, Musoke and Co. Advocates
SM Chambers
Plot 14 Hannington Road
P.O. Box 3213,
Kampala, Uganda
www.shonubimusoke.co.ug

Share Registrars

Custody and Registrars Services Uganda Ltd.
4th Floor DTB Centre
Kampala Road
Kampala, Uganda
www.crsLtd.co.ke