Notice of Annual General Meeting

Notice is hereby given that the Annual General Meeting (AGM) of Umeme Limited will be held as a hybrid meeting (comprising partly physical meeting and partly virtual meeting using electronic means) at 10:00 am on Friday 21st August 2026 at Mestil Hotel 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 31st December 2025 and the Directors and Auditors reports thereon;

2. To receive and adopt the Board of Directors decision not to declare a final dividend for the year ended 31st December 2025.

3. To approve the re-appointment of Ernst & Young Certified Public Accountants as the External Auditors of the Company for the year 2026 and to authorize the Board to set the auditor fees.

4. To consider and if deemed fit, elect the following director retiring by rotation;

In accordance with the provisions of the Article 93, 94, 95 and 96 of the Company's Amended Articles of Association, the following Director is due for retirement by rotation and being eligible, offers himself for re-election;

i. Patrick Bitature

5. To conduct any other business that may be conducted at the AGM.

SM & Co. Advocates
Company Secretary
30th July, 2026

On behalf of the Board

Notes

Meeting Access Information

1. The Company shall conduct the Annual General Meeting (AGM) via hybrid means in accordance with Article 46 of the Amended Memorandum and Articles of Association.

2. To participate in the AGM, shareholders should register by following the instructions below.

i Dial ***284*766#** (Uganda mobile networks) or ***483*803#** (Kenya mobile networks) and follow the prompts, or;

ii. Send an email request to be registered to umemeagm@image.co.ke or;

iii. Shareholders with email addresses will receive a registration link via email through which they can register.

Shareholders will be provided with an option to register to participate in the meeting physically or virtually during registration.

To facilitate shareholder verification, a shareholder will be required to submit a valid identification document such as a National Identity card or passport number and or their SCD account details.

3. Registration will start on **Friday 31st July 2026** and will close on **Thursday 20th August 2026 at 10am**. For support during the registration process, please call **+256 762 260 804 or +254 709 170 000** or send an email to umemeagm@image.co.ke.

4. The AGM will be streamed live at the scheduled time and date to registered shareholders who will receive a link to the event 24 hours before the AGM.

Duly registered shareholders and proxies will receive a short message service (SMS/USSD) prompt on their registered mobile numbers 24 hours before the AGM, acting as a reminder of the AGM and providing a link to the live stream.

A second SMS/USSD prompt shall be sent one hour ahead of the AGM. In registering to attend the AGM, a shareholder opts to receive these messages.

5. Shareholders wishing to raise any questions or clarifications regarding the AGM may do so by:

i. Sending their written questions by email to
umemeagm@image.co.ke or
shareholder@candrgroup.co.ug

ii. Shareholders who will have registered to participate in the meeting shall be able to ask questions via SMS by dialling the USSD code above and selecting the option (Ask Question) on the prompts or via Question Tab on the livestream link during the AGM.

iii. To the extent possible, physically delivering their written questions with return physical address to the Company Secretary at the address provided below.

iv. All questions received will be responded to via email or SMS or via the selected mode by the shareholder. A full list of all questions received, and the answers thereto will be published on the Company's website within 24 hours following conclusion of the Annual General Meeting.

6. Shareholders will receive an SMS prompt, with instructions, on their registered mobile phone number alerting them to Propose and Second the resolutions put forward in the notice.

7. Duly registered Shareholders and proxies may access the agenda and follow the proceedings of the AGM using the livestream platform.

8. 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 resolution tab on the live stream link or via USSD.

9. The audited financial statements, annual report, a notice of the AGM and proxy form will be uploaded onto the Company website at www.umeme.co.ug.
The reports may also be accessed upon request by dialling the USSD code above and selecting the Reports option. The reports and agenda can also be accessed on the livestream link.

AGM Rights

Umeme Limited Shareholders may attend, speak, and vote at the AGM or may appoint one or more proxies (who need not be shareholders of the Company) to attend, speak and vote at the AGM on behalf of such shareholders. A proxy form is available on the Company's website www.umeme.co.ug.

Duly completed proxy forms must be returned to the Share Registrars of the Company or the Company Secretary not later than **5:00 pm on Wednesday 19th August 2026**.

Dividend Payment

As disclosed in the publication of the Financial Statements, the Board of Directors does not recommend to the members a final dividend for the year ended 31st December 2025.

Company Secretary
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www.sm.co.ug

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