



NCBA UNIT TRUST HOLDERS ANNUAL GENERAL MEETING

Notice is hereby given that pursuant to Regulation 83 of the Capital Markets (Collective Investment Schemes) Regulations, the 17th Annual General Meeting of the NCBA Unit Trust Funds will be held via electronic means on Wednesday, 31st May 2023 from 2.00 pm to conduct the following business:

AMENDED AGENDA

1. To read the notice convening the Meeting and determine if there is quorum.
2. To confirm the minutes of the 16th Annual General Meeting held on 10th June, 2022.
3. To receive and consider the Fund Manager's Report by NCBA Investment Bank Limited.
4. To receive and consider the Custodian's Report by NCBA Bank Kenya PLC.
5. To receive and consider the Funds' Trustee Report by KCB Bank Kenya PLC.
6. To receive and consider the Annual Financial Report for the year ended 31st December, 2022.
7. To re-appoint Deloitte and Touche as Auditors for the Unit Trust Funds for the year 2023, they being eligible and having expressed their willingness to continue as such.
8. To transact any other business of the AGM of which due notice has been received.

Dated at Nairobi on this day 9th May 2023.

BY ORDER OF THE BOARD

A handwritten signature in blue ink, appearing to read 'Waweru Mathenge', is written over a series of horizontal lines.

Waweru Mathenge

Group Company Secretary

Nairobi

Notes:

1. In accordance with Regulation 88 of the Capital Markets (Collective Investment Schemes) Regulations, 2001, Unit Trust Holders entitled to attend and vote at the AGM are entitled to appoint a proxy to vote on their behalf. A proxy need not be a unit holder of the fund. A proxy form is attached to this Notice and is available from <https://investment-bank.ncbagroup.com/financials/>. To be valid, the proxy form must be duly completed by the Unit Holder or his attorney duly authorized in writing. If the Unit Holder is a body corporate, the instrument appointing the proxy shall be given under its common seal (if any) or under the hand of an officer or duly authorized officer or attorney of such body corporate.

2. A completed form of proxy should be emailed to unittrustsfunds@ncbagroup.com in PDF format or delivered to any NCBA Bank Kenya PLC Branch so as to reach the Registrar not later than 12.00 noon on 29th May, 2023. A duly completed form must be accompanied by a copy of ID/ valid Passport of the unit holder and include the ID/Passport, email or telephone number of the proxy to facilitate registration. Any proxy registration that is rejected will be communicated to the shareholder concerned no later than 30th May 2023 at 10.00 am to allow time to address any issues.
3. Unit Trust Holders and registered proxies wishing to participate in the meeting should register for the AGM online at <https://digital.candrgroup.co.ke> or via USSD using short code number ***483*130#** for all Kenyan telephone networks or via a link to the AGM Platform that will be sent to them via SMS and/or Email and following the various prompts regarding the registration process. In order to complete the registration process, Unit Trust Holders will need to have their ID/Passport Number which were used to purchase their units.
4. Registration for the AGM opens on 24th May 2023 at 08:00am and will close on 30th May, 2023 at 12:00 Noon.
5. For assistance, Unit Trust Holders should dial the following helpline numbers: +254 20 8690360 from 8:00am to 4:00pm during the registration open period. Any Unitholder outside Kenya should dial the helpline number to be assisted to register or send an email to digital@candrgroup.co.ke.
6. Unit Trust Holders and proxies who would have registered will access the Virtual AGM using their log in credentials via <https://digital.candrgroup.co.ke> or via USSD ***483*130#** or via a link to the AGM Platform to vote and submit questions
7. Unit Trust Holders wishing to raise any questions for the AGM may do so by:
 - (i) Accessing Virtual AGM via <https://digital.candrgroup.co.ke> or via a link to the AGM platform; Select Attend Event; Select "NCBA Unit Trust Funds AGM"; Select "Q&A" option tab and submit questions in text box provided; or
 - (ii) Accessing Virtual AGM via USSD platform ***483*130#** Use the menu prompts to Select "Q&A" and submit their questions (within 160-character limit for SMS text); or
 - (iii) Sending their written questions by email to digital@candrgroup.co.ke
 - (iv) Physically delivering their written questions to any NCBA Bank Kenya PLC branch.
 - *Unit Trust Holders sending questions by email or delivering questions at the branches must provide their full details (full names, Portfolio Number) when submitting their questions and clarifications.*
 - *All questions and clarifications must reach us before 29th May, 2023 3:00PM.*
8. Unit Trust Holders and registered proxies wishing to vote may do so by:

- (i) Accessing the Virtual AGM via <https://digital.candrgroup.co.ke> or via a link to the AGM platform; Select Attend Event; Select "NCBA Unit Trust Funds AGM"; Select "Voting" option tab and vote; or
 - (ii) Accessing the Virtual AGM via USSD platform***483*130#**; Use the menu prompts to follow the various prompts regarding the voting process.
9. The AGM will be streamed live to all Unit Trust Holders and proxies who will have registered to participate in the general meeting. Duly registered Unit Trust Holders and proxies will receive a short message service (SMS/USSD) prompt on their registered mobile numbers or an email to their registered email address, 24 hours prior to the AGM as a reminder of the AGM. A second SMS/USSD prompt or email shall be sent two hours ahead of the AGM, reminding duly registered Unit Trust Holders and proxies that the AGM will begin in two hours' time and providing a link to the live stream.
10. Duly registered Unit Trust Holders and proxies may follow the proceedings of the AGM using the live stream platform.
11. Duly registered shareholders and proxies may vote (via the USSD *483*130# or Voting Matters tab on the live stream display screen.
12. Results of the AGM shall be published within 24 hours following conclusion of the AGM.
13. The 17th NCBA Unit Trust 2023 AGM Notice, 16th NCBA Unit Trust AGM Minutes, Proxy Form and Annual report and financial statements of the fund for the year ended 31st December 2022 are available from <https://investment-bank.ncbagroup.com/financials/>