



## **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 18<sup>th</sup> Annual General Meeting of the NCBA Unit Trust Funds will be held via electronic communication on Wednesday, 29<sup>th</sup> May 2024 at 2.00 pm in the manner set out in the notes immediately following this notice for the following purposes:

### **AGENDA**

1. To read the notice convening the Meeting and determine if there is quorum.

#### **ORDINARY BUSINESS**

2. To confirm the minutes of the 17<sup>th</sup> Annual General Meeting held on 31<sup>st</sup> May 2023.
3. To receive and consider the Fund Manager Report by NCBA Investment Bank Limited.
4. To receive and consider the Custodian Report by NCBA Bank Kenya PLC.
5. To receive and consider the Trustee Report by KCB Bank Kenya PLC.
6. To receive and consider the Annual Financial Report for the year ended 31<sup>st</sup> December, 2023.
7. To re-appoint Deloitte and Touche as Auditors for the Unit Trust Funds until the end of the next AGM, being eligible and having expressed their willingness, for the year 2024.
8. To transact Any other Business of the AGM of which due notice has been received.

### **BY ORDER OF THE BOARD**

A handwritten signature in black ink, appearing to read 'Kathryn Maundu', is written over a light blue horizontal line.

**Kathryne Maundu**

Secretary

Nairobi

7<sup>th</sup> May 2024

## 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 on <https://investment-bank.ncbagroup.com/financials/>. To be valid, the proxy form must be duly completed by the Unit Holder or his attorney duly authorised 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 authorised attorney of such body corporate.
2. A completed form of proxy should be emailed to [unittrustsfunds@ncbagroup.com](mailto:unittrustsfunds@ncbagroup.com) or [proxy@candrgroup.co.ke](mailto:proxy@candrgroup.co.ke) 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 27th May, 2024. 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 Unit Trust holder concerned no later than 28th May 2024 at 10.00 am to allow time to address any issues.
3. Unitholders with valid email and telephone numbers will be pre-registered for the AGM using their bio-data details on the company register and will receive a personalised link through email and/or SMS. Unitholders need to confirm their attendance for the AGM as follows:
  - a) Via the personalised pre-registration link to the AGM Platform that will be sent to them via SMS and/or Email, and following the attendance confirmation prompts; or
  - b) USSD platform users can access the system through \*483\*102# from their mobile telephones for all Kenyan telephone networks and follow the various prompts regarding the registration process; or
  - c) Internet platform users can access the system and registration procedures through <https://digital.candrgroup.co.ke>
4. Registration for the AGM opens on 20<sup>th</sup> May 2024 at 08:00am and will close on 28<sup>th</sup> May, 2024 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](mailto: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\*102# 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 their personalised link to the AGM platform or via <https://digital.candrgroup.co.ke>; Select Attend Event; Select "Q&A" option tab and submit questions in text box provided; or
  - (ii) Accessing Virtual AGM via USSD platform \*483\*102# 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](mailto:digital@candrgroup.co.ke); or
  - (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 28<sup>th</sup> May 2024 3:00PM.*
  
8. Unit Trust Holders and registered proxies wishing to vote may do so by:
  - (i) Accessing the Virtual AGM via their personalised link to the AGM platform or via <https://digital.candrgroup.co.ke>; Select Attend Event; Select "Voting" option tab and vote; or
  - (ii) Accessing the Virtual AGM via USSD platform\*483\*102#; Use the menu prompts to follow the various prompts regarding the voting process.
  - (iii) Voting will open with registration on 20<sup>th</sup> May 2024 at 08:00 am and will close after the AGM on 29<sup>th</sup> May 2024 at 3:00 pm.
  - (iv) Results of the AGM shall be published on the company's website within 72 hours following conclusion of the AGM.
  
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, 1 week 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 Unit Trust and proxies may vote (via the USSD \*483\*102# or Voting Matters tab on the live stream display screen).
  
12. The 18<sup>th</sup> NCBA Unit Trust 2024 AGM Notice, 17<sup>th</sup> NCBA Unit Trust AGM Minutes, Proxy Form and Annual report and financial statements of the fund for the year ended 31<sup>st</sup> December 2023 are available from <https://investment-bank.ncbagroup.com/financials/>