



## **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 19<sup>th</sup> Annual General Meeting of the NCBA Unit Trust Funds will be held via electronic communication on Wednesday, 28<sup>th</sup> May 2025 at 2:00 p.m. in the manner set out in the notes immediately following this Notice for the following purposes:

### **ORDINARY BUSINESS**

1. To confirm quorum for the meeting.
2. To read the notice convening the Meeting.
3. To confirm the minutes of the 18<sup>th</sup> Annual General Meeting (AGM) held on 29<sup>th</sup> May 2024.
4. To receive and consider the Fund Manager's Report from NCBA Investment Bank Limited.
5. To receive and consider the Custodian's Report from NCBA Bank Kenya PLC.
6. To receive and consider the Trustee's Report from KCB Bank Kenya PLC.
7. To receive, consider and, if thought fit, adopt the Audited Financial Statements for the year ended 31<sup>st</sup> December 2024, and the Auditor's report thereon.
8. 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 to continue, to authorise the Trustee and Fund Manager to fix their remuneration for the ensuing financial year.
9. To transact any other business of which due notice has been received.

**By Order of the Board**

  
**Kathryne Maundu**  
**Secretary**  
**5<sup>th</sup> May 2025**

## 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 funds. 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@candr.africa](mailto:proxy@candr.africa) 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 26<sup>th</sup> May 2025. 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 27<sup>th</sup> May 2025 at 10:00 a.m. 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 \*384\*043# 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://candigroup.africa/>
- 4) Registration for the AGM opens on 14<sup>th</sup> May 2025 at 8:00 a.m. and will close on 26<sup>th</sup> May 2025 at 12:00 noon.
- 5) For assistance, Unit Trust Holders should dial the following helpline numbers: +254 20 8690360 from 8:00 a.m. to 4:00 p.m. 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@candr.africa](mailto:digital@candr.africa).
- 6) Unit Trust Holders and proxies who will have registered within the timelines specified, will access the Virtual AGM using their log in credentials via <https://candigroup.africa/> or via USSD \*384\*043# 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://candrgroup.africa/>; Select Attend Event; Select "Q&A" option tab and submit questions in text box provided; or
  - (ii) Accessing Virtual AGM via USSD platform **\*384\*043#** 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@candr.africa](mailto:digital@candr.africa); 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 26<sup>th</sup> May 2025 3:00 p.m.*
- 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://candrgroup.africa/>; Select Attend Event; Select "Voting" option tab and vote; or
  - (ii) Accessing the Virtual AGM via USSD platform **\*384\*043#** Use the menu prompts to follow the various prompts regarding the voting process.
  - (iii) Voting will open with registration on 14<sup>th</sup> May 2025 at 8:00 a.m. and will close after the AGM on 28<sup>th</sup> May 2025 at 3:00 p.m.
  - (iv) Results of the AGM shall be published on the Company's website within 24 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) The Notice and Agenda of the 19<sup>th</sup> NCBA Unit Trust AGM, Minutes of the 18<sup>th</sup> NCBA Unit Trust AGM, Proxy Form, Annual report and financial statements of the Funds for the year ended 31<sup>st</sup> December 2024 are available on the website <https://investmentbank.ncbagroup.com/financials/>