

Notice / Annual General Meeting



Notice is hereby given that the Annual General Meeting (AGM) of Stanbic Bank Uganda Limited (“the Company”) for the year ended December 31st 2016 will be held at the KAMPALA SERENA HOTEL, Victoria Hall at 11:00 a.m. on **Wednesday May 10th 2017** for the following business:

Agenda

1. To consider, and if deemed fit, pass an ordinary resolution to receive and adopt the annual audited financial statements for the year ended December 31st 2016, including the reports of the Directors and Auditors.
2. To consider, and if deemed fit, pass an ordinary resolution to receive and adopt the recommendation of the Directors on the declaration of a dividend for the year 2016.
3. To consider, and if deemed fit, pass an ordinary resolution to confirm the appointment and re-election of Directors in accordance with the provisions of the Company’s Articles of Association.
4. To consider, and if deemed fit, pass an ordinary resolution to receive and approve the proposed fees payable to the Non-Executive Directors for the year 2017.
5. To consider, and if deemed fit, pass an ordinary resolution to approve the re-appointment of KPMG as the external auditors of the Company for the year 2017.

Shareholders are therefore urged to note the following important information regarding the AGM:

Annual Financial Statements

A summary of the Audited Financial Statements for the year ended December 31st 2016 is re-produced as part of this notice. Shareholders can also access a detailed version of the audited financial statements on the Company’s website (www.stanbicbank.co.ug) and at the Company’s registered office (11th Floor Crested Towers Building). The Audited Financial Statements will also be sent by email to the shareholders whose email addresses are available to the Company.

Attendance of the AGM

The attendance registration will open at 9:00 a.m. on the day of the AGM. 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 on their behalf. In the latter case, a Proxy Form that will be availed alongside the Audited Financial Statements must be duly completed and returned to the Share Registrar (Deloitte Uganda) not later than 5:00 p.m. on May 8th 2016, at the physical address indicated.

Dividend Payment

The dividend, if approved at the AGM, will be paid on or about June 12th 2017 to members on the register as at the close of business on May 10th 2017. Only shareholders whose names appear on the share register as at close of business on May 10th 2017 will be eligible for the proposed dividend. Dividends will be paid via bank accounts, mobile money and according to the mandate held in each case.

To facilitate the efficient payment of dividends, shareholders are encouraged to visit the Company’s registered offices, the Company’s Share Registrar or any of the Company’s branches countrywide, to sign a dividend mandate form to enable the payment of dividends directly into stated bank accounts or through mobile money.

Unclaimed dividends

Shareholders who have not received their dividends for the years 2009, 2010, 2011, 2012, 2013, 2014 and 2015, should do the following to obtain assistance:

1) Visit or contact the Registered Offices

11th Floor Crested Towers Building
Legal Department
17 Hannington Road,

Tel: **0200 545 991** or **0312 224 337**

Email: Isaac Kawooya on kawooyai@stanbic.com or
Keith Namara on namarak@stanbic.com

2) Visit or contact our Share Registrar

Deloitte (Uganda) Limited
3rd Floor, Rwenzori House, 1 Lumumba Avenue
Tel: +256417701000

Email: shareholders@deloitte.co.ug

3) Visit or contact any of our branches countrywide.

Dated this 18th day of April 2017

By Order of the Board

A handwritten signature in blue ink, appearing to read 'Candy Wekesa Okoboi'.

Candy Wekesa Okoboi

Company Secretary