

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 54th Annual General Meeting (“AGM”) of **dfcu Limited** (“the Company”) for the year ended 31st December 2018 will be held at **Hotel Africana, Kampala** at **11.00am** on **Thursday, 13th June 2019** to conduct the following business.

ORDINARY RESOLUTIONS:

1. To receive, consider and if deemed fit, adopt the annual financial statements for the year ended 31 December 2018 including the reports of the Directors and Auditors.
2. To consider, and if deemed fit, adopt the recommendation of Directors on the declaration of a final dividend for the year 2018.
3. To consider, and if deemed fit, confirm the appointment and re-election of Directors in accordance with the provisions of the Company’s Articles of Association.
 - a) Mr. Fred Pelsler who was appointed to the Board to fill a casual vacancy and seeks to be confirmed as a Director on the Board of Directors of the Company;
 - b) Ms. Barbra Teddy Arimi who was appointed to the Board to fill a casual vacancy and seeks to be confirmed as a Director on the Board of Directors of the Company;
 - c) Mr. Albert Jonkergouw who was appointed to the Board in December 2013 retires by rotation and being eligible, offers himself for re-election;
 - d) Mr. Michael Turner who was appointed to the Board in April 2003 retires by rotation and being eligible, offers himself for re-election.
4. To consider, and if deemed fit, approve the fees payable to the Non - Executive Directors for the year 2019.
5. To consider, and if deemed fit, approve the appointment of KPMG as the external auditors of the company for the year 2019.
6. To conduct any other business that may be conducted at the AGM.

Dated this day of 9th May 2019

By Order of the Board



Ligomarc Advocates

Company Secretary

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

Audited Financial Statements: The Audited financial statements shall be available on the company’s website www.dfculimited.com and on the Uganda Securities Exchange website www.use.or.ug. The report has also been sent by email to shareholders whose email addresses are available on the share register. Copies of the Annual report can be picked from any **dfcu** Bank Branch effective Wednesday, 5th June 2019.

Attendance 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. Proxy forms are included in the 2019 AGM information pack available at the Head Office, all **dfcu** Bank Branches, and on the Company website. Duly completed proxy forms must be delivered to the **dfcu** Head Office, **Bank branches** or Company Secretary’s office not later than 11.00am on Wednesday, 12th June 2019.

Shareholders are urged to contact the share Registrar, to update their contact details for ease of communication and receipt of dividends.

The detail of the business to be conducted at the AGM is included in the information pack.

2018 Dividend Payment: The dividend if approved at the AGM will be paid by 31st July 2019, to shareholders on the register as at the close of business on the 10th July 2019.

Unclaimed Dividends: Shareholders who have not received their previous dividends should contact the Company Secretary’s office in writing and provide valid identification such as a copy of national identity card, passport or driver’s license.

Securities Central Depository (SCD) Accounts:

The USE requires all listed companies to immobilize all shares that they still hold in certificate form. Shareholders are advised to open SCD accounts with the assistance of any of the SCD Agents listed on the Uganda Securities Exchange website www.use.or.ug to enable them continue to trade in shares.

Contact Details:

Company’s Registered Office

dfcu Limited
P. O. Box 2767
Plot 26, Kyadondo Road,
Kampala,
Tel. No. +256 (0) 312 300 152.

Company Secretary

Ligomarc Advocates
P.O Box 8230 Kampala
Plot 4, Jinja Road
5th Floor Social Security House

Share Registrar’s Office:

Deloitte (Uganda) Limited
P.O. Box 10314
3rd Floor Rwenzori House,
1 Lumumba Avenue
Tel. No. +256 (0) 414 343 850