



ACCESS TO QUALITY AFFORDABLE MEDICINES


NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the Annual General Meeting of Cipla Quality Chemical Industries Limited for the year ended 31st March, 2021 will be held via electronic means on **Wednesday, 29th September 2021** starting at 11:00 am to transact the following business:

ORDINARY BUSINESS

1. To consider, and if deemed fit, pass an ordinary resolution to receive and adopt the Company annual audited financial statements for the financial year ended 31st March 2021 together with the reports of the Directors and External Auditor.
2. To consider, and if deemed fit, pass an ordinary resolution to re-elect directors in accordance with the provisions of the Company Articles of Association.
3. To consider, and if deemed fit, pass an ordinary resolution to approve the re-appointment of Grant Thornton as the External Auditor of the Company for Financial Year 2021/22 and authorise the Board of Directors to set their remuneration.
4. To consider, and if deemed fit, pass an ordinary resolution to receive and approve fees payable to Non-Executive Directors for the year 2021/22.
5. To conduct any other business for which due notice will have been duly received.

By Order of the Board
7th September 2021


Doreen Awanga
COMPANY SECRETARY

Notes:

- i. Due to the existing government restrictions on public gatherings as a result of the Covid-19 pandemic, the Company shall conduct the Annual General Meeting (AGM) via electronic means in accordance with Article 77 of the Articles of Association.
- ii. To participate in the virtual AGM, shareholders are advised to register by either dialling *284*31# (Uganda mobile networks) or *483*821# (Kenya mobile networks) and follow the prompts or send an email request to Ciplaagm@image.co.ke. Shareholders with email addresses will receive a registration link via email through which they can use to register.
- iii. Registration commences on 8th September 2021 at 8:00 am and will close on 27th September 2021 at 5:00 pm. For registration support, please call +254 709 170 000 or send an email to Ciplaagm@image.co.ke.

In order to complete the registration process, shareholders will need to provide their National ID/Passport Numbers/SCD Account Number. For assistance, shareholders should dial the following helpline number: +254 709 170 000 from 9:00 am to 4:00 pm from Monday to Friday or send an email to Ciplaagm@image.co.ke or shareholder@ciplaqcil.co.ug.
- iv. Shareholders are entitled to attend, speak and vote at the meeting. A shareholder may appoint a proxy if he/she is unable to attend the meeting. A proxy form may be downloaded from the Company website (www.ciplaqcil.co.ug). A completed form of proxy should be emailed to shareholder@ciplaqcil.co.ug or delivered to CiplaQCI offices not later than 48 hours before the scheduled time for the meeting. In default of this, it shall be treated as invalid.

- v. Shareholders wishing to raise any questions or clarifications regarding the AGM may do so by sending their written questions by 27th September 2021 at 11:00 am through the following means:
 - a) By dialling the USSD codes *284*31# (Uganda mobile networks) or *483*821# (Kenya mobile networks) and selecting the "Ask Question" option,
 - b) by email to Ciplaagm@image.co.ke or shareholder@ciplaqcil.co.ug,
 - c) to the extent possible, by physical delivery, with a return physical address or email address, to the registered office of the Company at Plot 1-7, 1st Ring Road, Luzira Industrial Park,
 - d) by registered post, with a return physical address or email address, to the Company Secretary's address at Cipla Quality Chemical Industries Ltd, Plot 1-7, 1st Ring Road, Luzira Industrial Park, P.O. Box 34871, Kampala, Uganda.Shareholders must provide their full details (full names, ID/Passport Number/SCD Account Number) when submitting their questions and clarifications. Responses to some of the questions received shall be provided at the meeting. A list of all questions received, and the answers thereto will be published on the Company's website within 24 hours after conclusion of the AGM.
- vi. The following documents will be available and accessible on the Company's website www.ciplaqcil.co.ug: i) a copy of this Notice; ii) the proxy form; (iii) the Company's Annual Report and Audited Financial Statements for the year ended 31st March 2021. Shareholders who have provided their email addresses will receive these documents on their emails.

The reports may also be accessed upon request by dialling the USSD code above and selecting

the "Reports" option. The reports and agenda can also be accessed on the livestream link.

- vii. The AGM will be streamed live via a link which shall be provided to shareholders who will have registered to participate at the AGM. Duly registered shareholders and proxies will receive an SMS/USDD prompt on their registered mobile numbers, 24 hours prior to the AGM acting as a reminder. A second SMS/USDD code shall be sent at least 1 hour to the meeting providing a link to the live stream. By registering to attend the AGM, a shareholder opts to receive these messages.
- viii. Shareholders will receive an SMS prompt, with instructions, on their registered mobile phone number alerting them to Propose and Second the resolutions put forward in the notice.
- ix. Duly registered Shareholders and proxies may access the agenda and follow the proceedings of the AGM using the livestream platform. Duly registered Shareholders and proxies may vote (when prompted) on the USSD platform by following the SMS prompts or on the livestream link.
- x. Voting shall be done electronically via USSD or through the web link shared upon successful registration. A poll shall be conducted for all the resolutions. All registered shareholders will receive a notification to vote once voting opens.
- xi. Resolutions of the meeting will be announced before close of the meeting and thereafter published in a newspaper of national circulation and the Company Website within 24 hours after conclusion of the AGM. Shareholders who have provided their email addresses will also be notified via the same.