

# NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that a virtual Extraordinary General Meeting of Shareholders of **AFRICAN BANKING CORPORATION OF BOTSWANA LIMITED t/a BANC ABC** will be held on 16th September 2021 at 09h00 or anytime thereafter for the purpose of transacting the following business:

## AGENDA

1. To consider, and if deemed fit, approve the change of name of "African Banking Corporation of Botswana Limited" and "Banc ABC" to "Access Bank Botswana Limited" and "Access Bank Botswana" to become effective following completion of the transaction for the acquisition by Access Bank PLC of the shares from ABC Holdings Limited ("ABCH");
2. To authorise any Director of the Company to do all such things, and sign all documents as may be necessary for, or incidental to, the implementation of Special Resolution number 1, thereby ratifying and confirming all such things already done and documentation already signed.

Shareholders who wish to participate in the virtual meeting should contact the Transfer Secretaries at the below stated address not less than 48 hours before the meeting.

All shareholders are entitled to attend and vote at the above-mentioned meeting and entitled to appoint a proxy to attend, speak and to vote in his/her/their stead. A proxy need not also be a Shareholder. The instrument appointing such a proxy must be lodged at or posted to the Transfer Secretaries at the below stated address not less than 48 hours before the meeting. Central Securities Depository Company of Botswana are authorized to receive and count postal votes.



**Ms. Thato Mmile**  
**Company Secretary**  
**Transfer Secretaries**  
**Central Securities Depository Company of Botswana**

**Contact details:** 3674400 /09/11/12  
**Contact person:** Nonofa Phalatse or Ambrosia Khupe  
**Postal address:** Private bag 00417, Gaborone  
**Email:** Nonofa Phalatse nphalatse@bse.co.bw  
Ambrossia Khupe akhupe@bse.co.bw

## PROXY FORM

### AFRICAN BANKING CORPORATION OF BOTSWANA LIMITED

[To be completed by Shareholders]

**Please read the notes overleaf before completing this form**

For use at the virtual Extraordinary General Meeting of Shareholders of the company to be held at on **16th September 2021 at 09h00.**

I / We \_\_\_\_\_  
(Name in block letters)

Of (address) \_\_\_\_\_

Hereby appoint \_\_\_\_\_

Or failing him/her \_\_\_\_\_

Or failing him/her, the Chairman of the meeting as my/our proxy to act for me/us at the Extraordinary General Meeting, to vote for or against the resolutions and/or abstain from voting in respect of the Shares registered in my/our name in accordance with the following instruction.

	For	Against	Abstain
<b>Special Resolution 1</b>			
<b>Ordinary Resolution 1</b>			

Signed at: \_\_\_\_\_

Date: \_\_\_\_\_

Signature: \_\_\_\_\_

#### Assisted by (where applicable):

Each Shareholder who is entitled to attend and vote at a General Meeting is entitled to appoint one or more persons as proxy to attend speak and vote in place of the Shareholder at the Extraordinary General Meeting and the proxy so appointed need not be a member of the Company.

#### Please read notes 1 -7 below

3. A Shareholder must insert the names of two alternative proxies of the Shareholder's choice in the space provided with or without deleting "Chairman of the Extraordinary General Meeting". The person whose name appears first on the form of proxy and whose name has not been deleted shall be entitled to act as proxy to the exclusion of those whose names follow.
4. A shareholder's instruction to the proxy must be indicated by the insertion of the relevant number of votes exercisable by the Shareholder in the appropriate space provided. Failure to comply herewith will be deemed to authorize the proxy to vote at the Extraordinary General Meeting as he/she deems fit in respect of the Shareholders votes exercisable thereat, but where the proxy is the Chairman, failure to comply will be deemed to authorize the proxy to vote in favour of the resolution. A Shareholder or his/her proxy is obliged to use all the votes exercisable by the Shareholder or by his/her proxy.
5. The completion and lodging of this form will not preclude the relevant Shareholder from attending the virtual Extraordinary General Meeting.
6. The Chairman of the Extraordinary General Meeting may reject or accept any form of proxy not completed and/or received other than in accordance with these notes provided that he/she is satisfied as to the manner in which the Shareholder concerned wishes to vote.
7. An instrument of proxy shall be valid for the Extraordinary General Meeting as well as for any adjournment thereof, unless the contrary is stated thereon.
8. The authority of a person signing the form of proxy under power of attorney or on behalf of a company must be attached to the form of proxy.
9. Where Ordinary Shares are held jointly, all Shareholders must sign. A minor must be assisted by his/her guardian.