

**NOTICE IS HEREBY GIVEN** that the 7<sup>th</sup> **ANNUAL GENERAL MEETING** of **SMEP MICROFINANCE BANK LIMITED** will be held at **All Saints Cathedral Church, Kenyatta Avenue** Nairobi , on the 29<sup>th</sup> of June 2018 at 10 a.m. when the following business will be transacted, namely:-

1. To read the notice convening the Meeting and determine if a quorum is present
2. To receive the Chairman's Report
3. To receive and consider the Audited Financial Statements for the year ended 31<sup>st</sup> December, 2017
4. To note that the Directors do not recommend the payment of a dividend for the Financial Year under review
5. To elect Directors:  
In accordance with Articles 117 and 118 of the Company's Articles of Association, the following Directors retire by rotation and being eligible, offer themselves for re-election.
  - a) Mr. Nelson C. Kuria
  - b) Mr. Allan Ngugi
  - c) Mr. Sam Awuor
6. To note that the Auditors, Messrs Deloitte & Touche, continue in office in accordance with the provisions of Section 721(2) of the Companies Act, 2015 and to authorize the Directors to fix their remuneration for the ensuing financial year.
7. To approve the remuneration of Directors.

#### **SPECIAL BUSINESS**

8. In order to synchronise the Articles of Association of the Company with the Companies Act, 2015, and to make other changes necessary, to consider and, if thought fit, pass a Special Resolution to amend the Articles of Association of the Company and to reprint the said Articles updated with all changes effected by such Special Resolution. The proposed changes are set out in a document called "Proposed Amended Articles of Association" which is posted on the Company's website at <http://www.smep.co.ke>

Dated at Nairobi this ..... 5<sup>TH</sup> ..... day of ..... JUNE ..... 2018

**By order of the Board**



**Sam Awuor**  
**Company Secretary**

**NOTE:** A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on his or her behalf. A proxy need not be a member of the Company. To be valid, a form of proxy, which is provided with this notice, must be duly completed by the member and must be lodged with the Company Secretary, P. O. Box 64063 – 00620 Nairobi not later than forty eight hours before the time of holding the meeting.