



Reg. No. 1495

## NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE **45<sup>th</sup> ANNUAL GENERAL MEETING** OF THE SHAREHOLDERS OF MPICO PLC WILL BE HELD IN THE **MARQUEE, SUNBIRD CAPITAL HOTEL IN LILONGWE** ON **THURSDAY, 28<sup>th</sup> JUNE 2018** AT **14:30 HOURS** AT WHICH THE FOLLOWING BUSINESS WILL BE TRANSACTED:

### 1. ORDINARY BUSINESS

1.1 To receive and consider the Directors and Auditors' report and Financial Statements of the Company for the year ended 31st December 2017.

1.2 To declare a final dividend of **MK229.8 million** making a total dividend of **MK413.2 million** (2016: nil) in respect of 2017 profits representing 18 tambala per share having paid an interim dividend of **MK183.4 million** in October 2017 (2016: nil).

1.3 To authorize the Board to appoint external auditors for the ensuing year and determine their remuneration.

#### 1.4 Directors

- i. To note the resignation of Ms. Faieda Jacobs as Director of the Company.
- ii. To re-elect as Directors Mrs. Edith Jiya and Mr Mark Mikwamba who retire by rotation but being eligible offer themselves for re-election.

1.5 To approve the increase in directors' fees and sitting allowances of the Chairman and Non-Executive Directors with effect from **1st January, 2018** as follows:

#### Directors' fees

**Chairman – MK3, 500,000** per annum payable in arrears (**MK2, 800,000 – 2017**)

**Non-Executive Directors – MK3, 000,000** per annum payable in arrears (**MK2, 400,000 – 2017**)

#### Sitting Allowances

**Chairman - MK100, 000** per sitting (**MK66, 000 – 2017**)

Non-Executive Directors - **MK75, 000** per sitting (**MK48, 000 – 2017**).

1.6 To authorize the Board to determine the remuneration of the Managing Director.

### 2. OTHER BUSINESS

To transact such other business as may be transacted at an Annual General Meeting of members and which the Secretary will have been duly notified not less than **21 days** before the date of the meeting.

**Dated 4th June, 2018**

**BY ORDER OF THE BOARD**

**COSMAS KATULUKIRA**  
**COMPANY SECRETARY**

**Registered Office:**

**MPICO plc**

**Old Mutual House, P.O. Box 30459, Lilongwe 3**

The register of members will be closed from close of business on **23rd July, 2018** to **27th July, 2018** inclusive, and no transfer will be registered during that time. Only members whose names shall appear in the register as at 27th July 2018 shall be eligible for the dividend which will be payable on 10th August 2018.

A member entitled to attend and vote at the meeting is entitled to appoint a proxy (or more than one proxy) to attend and vote in his / her stead. A proxy need not to be a member of the company.

The instrument appointing a proxy and the power of attorney or the other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the Company Secretary's Office not less than forty-eight hours before the time for holding the meeting and in default the instrument of proxy shall not be treated as valid.

A Member of the  **OLDMUTUAL** Group