# XXXXXXXXXXXXXX LIMITED

Notice of the **….th Annual General Meeting (“AGM”)** of the Shareholders of XXXXX Limited to be held by Video Conference on ………………… **2021** from 10.00am to conduct the following business:

Due to the restrictions on public gatherings arising from the COVID-19 pandemic, Shareholders will not be able to attend the AGM in person but will have the opportunity to attend the virtual meeting.

# AGENDA

**Ordinary Business**

1. To read the notice convening the meeting, table the proxies received and confirm the presence of a quorum.
2. To confirm the Minutes of the ….nd Annual General Meeting held on …………….. 20…...
3. To receive the Chairman’s Statement and the Chief Executive Officer’s Report.
4. To receive, consider and, if approved, adopt the Audited Financial Statements for the year ended 31 December 20…… together with the reports of the Chairman and the Auditor thereon.
5. To note that the Directors do not recommend the payment of a Dividend for the financial year ended 31 December 20….
6. To approve the Directors’ remuneration as set out in the Audited Financial Statements for the years ended 31st December 20….
7. To ratify the appointment of Messrs. ……………….. as External Auditor of the Company in accordance with the provisions of Section 717(5) of the Companies Act, 2015 and to authorise the Directors to fix their remuneration for the year ending 31 December 20…..

**Special Business.**

1. To consider and, if thought fit, to pass the following resolutions as Special Resolutions, as recommended by the Directors:-
2. **THAT** the ………………………………………….
3. **THAT** the ………………………………………….
4. **THAT** the ………………………………………….
5. **THAT** the ………………………………………….

**Any Other Business**

1. To consider any other business of which due notice has been received.

**By Order of the Board**

**Company Secretary**

**Date: ………………..**

**Note**

In accordance with Section 298(1) of the Companies Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to vote on their behalf. A proxy need not be a member of the Company. A proxy form is attached to this Notice.

A proxy form must be signed by the appointer or his attorney duly authorized in writing. If the appointer is a body corporate, the instrument appointing the proxy shall be given under its common seal or under the hand of an officer or duly authorized attorney of such body corporate.

A completed form of proxy should be emailed to [...........@....................com](mailto:...........@....................com) and copied to [[...........@....................com](mailto:om@centurydevelopments.co.ke)](mailto:fkakai@bellmacconsulting.com), so as to be received not later than 48 hours before the time of holding the meeting.

Any proxy registration that is rejected will be communicated to the shareholder concerned no later than 24 hours before the time of holding the meeting to allow time to address any issues.

*PROXY FORM*

**XXXXXX LIMITED**

I/We ……………………………..………………, of P. O. Box ……………………………………, being a Member/Members of the Century Developments Limited, hereby appoint

…………………………….…………………….. of P. O. Box ………………………………………. as my/our proxy to vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held on 5 March 2021 and at any adjournment thereof.

Signature: ……………………………………

Date: ………………………………………….