

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the **21st ANNUAL GENERAL MEETING (AGM)** of New Vision Printing & Publishing Company Limited will be held as a **hybrid meeting (partly physical and partly virtual using electronic means)** at the **Company's head office** on Plot 19/21, First Street, Industrial area, Kampala on **Thursday November 24, 2022 at 2:00pm** to conduct the following business:

1. To receive, consider and if approved, adopt the annual audited financial statements for the year ended June 30, 2022 together with the reports of the Directors and Auditors.
2. To approve and declare a final dividend of UGX 6.46 per share for the year ended June 30, 2022.

3. To rotate and re-appoint directors.
In accordance with Articles 83-86 of the company's Articles of Association, the following directors retiring by rotation as directors of the Company and being eligible, offer themselves for re-election;
 - i. Mr. Patrick Ayota
 - ii. Ms. Robinah Kaitiritimba Kitungi
 - iii. Mr. Peter Kawumi
 - iv. Mr. Moses Mwase
 - v. Mr. Aéko Ongodia
 - vi. Mrs. Sarah Walusimbi
4. To approve fees payable to the Non-Executive Directors for the period until the next Annual General Meeting.

5. To note that the Auditor General is mandated to audit the Company by virtue of Section 17 of the PERD Act and authorize the Directors to negotiate and fix the remuneration of External Auditors delegated by the Auditor General in accordance with Sections 167-169 of the Companies Act 2012.
6. To conduct any other business that may be required at the AGM for which notice will have been duly received.

Dated this **November 1, 2022**
By Order of the Board


Gervase Ndyanabo
COMPANY SECRETARY

NOTES ON THE ANNUAL GENERAL MEETING

1. New Vision Printing and Publishing Co. Ltd (the Company) has convened and is conducting the AGM as a hybrid meeting, in accordance with the provisions of the Company's Articles of Association.

Shareholders should register to attend the AGM either physically or electronically by 2:00pm of November 23, 2022 as described further below:

2. Shareholders wishing to participate in the AGM should register by doing the following:
 - a. Dialing *284*32# (Uganda mobile networks) and following the prompts, or;
 - b. Sending an email request to be registered to newvisionagm@image.co.ke
 - c. Shareholders with email addresses will receive a registration link via email through which they can use to register.

In order to complete the registration process, shareholders will need to have their National ID/passport numbers and/or their SCD Account number at hand.

For assistance, shareholders should dial the following helpline number: +256 762 260 804 /+254 709 170 000 from 8:00 a.m. to 5:00 p.m. from Monday to Friday.

Shareholders are requested to indicate at the point of registration, if they will attend the meeting physically, at the Company's head office.

3. Registration for the AGM **opens on Friday, November 4th, 2022 at 8:00 am East Africa Time (GMT+3) and will close on Wednesday, November 23rd, 2022 at 2:00 pm East Africa Time (GMT+3).**

4. The following documents may be viewed on the Company's website <https://visiongroup.co.ug/shareholders/>
 - (i) a copy of this Notice and the Proxy form;
 - (ii) the Company's Audited Financial Statements for the year ended June 30, 2022.
 - (iii) the Company's annual report FY 2021-2022

5. The reports may also be accessed in hard copy from the **Company's head office** or the offices of the Company's Registrar whose address is **Image Registrars (U) Limited, Jubilee Insurance Center, Plot 14, Parliament Avenue, 1st Floor Kampala Uganda**. The reports may also be accessed upon request by dialing the USSD code above

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

6. Shareholders wishing to raise any questions or clarifications regarding the AGM may do so by:
 - a. Sending their written questions by email to legal@newvision.co.ug or newvisionshares@image.co.ke
 - b. Shareholders who will have registered to participate in the meeting shall be able to ask questions via SMS by dialing the USSD code above and selecting the option (ask Question) on the prompts;
 - c. In the event that the above is not possible, written questions should be physically delivered to the Company's head office addressed to the Company Secretary. Shareholders must provide their full details (full names, national ID/Passport Number/SCD Account Number) when submitting their questions and clarifications.

Any questions and clarifications must reach the Company on or before Wednesday, November 23, 2022 at 2:00 pm.

Limited questions may be responded to from the floor of the meeting during the AGM.

A full list of all questions received, and the answers thereto will be published on the Company's website not later than 48 hours after the start of the AGM.

7. Shareholders entitled to attend and vote at the AGM are entitled to appoint a proxy to vote on their behalf. A proxy need not be a member of the Company.

A proxy form is available on the Company's website via this link: <https://visiongroup.co.ug/shareholders/> Physical copies of the proxy form are also available at the Company's head office and at the offices of the Company's Registrar whose address is **Image Registrars (U) Limited, Jubilee Insurance Center, Plot 14, Parliament Avenue, 1st Floor Kampala Uganda**. They are also available as tear-out proxy cards in the Company's annual report.

A proxy must be signed by the appointor or his attorney duly authorized in writing. If the appointor 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 legal@newvision.co.ug or to Image Registrars Limited at newvisionshares@image.co.ke so as to be received

not later than 24 hours before the time of holding the meeting.

Physical copies of completed proxy forms may also be delivered to the Company's head office addressed to the Company Secretary or delivered to the office of the Company's Registrar whose address is **Image Registrars (U) Limited, Jubilee Insurance Center, Plot 14, Parliament Avenue, 1st Floor Kampala Uganda**.

8. The AGM will be streamed live via a link which shall be provided to all shareholders who will have registered to participate in the general meeting.

Duly registered shareholders and proxies will receive a short message service (SMS/USSD) prompt on their registered mobile numbers, 24 hours prior to the AGM acting as a reminder of the AGM.

A second SMS/USSD prompt shall be sent one hour ahead of the AGM, reminding duly registered shareholders and proxies that the AGM will begin in an hour's time and providing a link to the live stream.

9. Duly registered shareholders and proxies may follow the proceedings of the AGM using the live stream platform and may access the agenda. Duly registered shareholders and proxies may vote when prompted by the Chairman.

10. A poll shall be conducted for all the resolutions put forward in the notice.

11. Results of the poll shall be published within 48 hours following the conclusion of the AGM on the Company's website.

12. Shareholders are encouraged to continuously monitor the Company's website <https://visiongroup.co.ug/shareholders/> for updates relating to the AGM. Please report any challenges or issues that you may face to us immediately for quick resolution using the email address newvisionshares@image.co.ke or our helpline **+256 762 260 804 /+254 709 170 000** from 8:00 a.m. to 5:00 p.m. from Monday to Friday.

13. The Company offices are open during normal business hours on all working days (except Saturday, Sunday and public holidays), unless closed for any other legal or legitimate reason. Unless stated otherwise, all timings quoted in this notice are East Africa Time (GMT+3).