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NOTICE OF THE MADISON UNIT TRUST FUND ANNUAL GENERAL MEETING

Dear Unit Holder,

Notice is hereby given that in fulfillment of Regulation 134, part 12 of the Capital Markets (Collective Investment Schemes), Regulations 2023, the thirteenth **Annual General Meeting (AGM)** for **Madison Unit Trust Fund** will be held via electronic communication (virtual) on **21st June 2024 at 10.00 am**.

The following Ordinary business will be transacted at the AGM:

1. To read the notice convening the meeting and confirm the presence of a quorum.
2. To read and confirm the minutes of the previous AGM held on 21st June 2023.
3. To receive, consider and adopt the Annual Audited Financial Report for the year ended 31st December 2023, and the accompanying reports of the Fund Manager, Custodian & Trustee thereon.
4. To approve the redemption charges for subsequent withdrawals in Fixed Income Fund and Money Market Fund as per the 2023 revised Information Memorandum.
5. To transact any other business of the Madison Unit Trust Fund AGM for which due notice has been given.



Rebecca Tiba

MANAGING DIRECTOR

Additional Notes;

1. Pursuant to a special resolution passed by the unit holders at the Annual General Meeting held on 29th June 2021 allowing for virtual meetings, the meeting will be held virtually.
2. All Unitholders will be pre-registered using their Bio-data details in the Company Register and will receive a personalized link via SMS and/or email. Any unitholder wishing to participate in the meeting will still need to confirm their attendance using either of the following:

a) Through the web portal

By logging onto <https://digital.candrgroup.co.ke> or via a link to the AGM Platform that will be sent to them via SMS and/or Email and following the various prompts regarding the registration process. In order to complete the registration process, the unitholders who are not using the pre-registration link will need to have their ID/Passport Numbers that were used to open the account. For assistance, they should dial the following number: **(+254) 20 8690360** between 9:00 a.m. to 4:00 p.m. from Monday to Friday.

b) Unstructured Supplementary Service Data (USSD)

By dialing *384*043# and following the prompts. In order to complete the registration process, unitholders will need to have their ID/Passport Numbers that were used to open the account. For assistance, unitholders should dial the following helpline number: **(+254) 20 8690360** between 9:00 a.m. to 4:00 p.m, from Monday to Friday.

Registration for the AGM opens on 13th June 2024 at 8.00 am and shall remain open until 20th June 2024 at 11.00a.m to any unitholder wishing to participate in the meeting.

3. The documents below can be accessed on our website www.madison.co.ke/investmentmanagers
 - i. A copy of this Notice;
 - ii. The proxy form;
 - iii. The Annual Report and Audited Financial Statements for the year ended 31 December 2023;
 - iv. A copy of minutes of the previous AGM;
 - v. A copy of the CMA Guideline No. CMA/MRT/006/2020 dated 12th June 2020.
 - vi. A copy of Revised Information Memorandum and trust deed and rules.

4. Unitholders wishing to raise any questions or clarifications regarding the AGM may do so by:
 - i. Accessing Virtual AGM via <https://digital.candrgroup.co.ke> or via a link to the AGM platform; Select Attend Event; Select “Q&A” option tab and submit questions in text box provided; or
 - ii. Accessing Virtual AGM via USSD platform *384*043#; Use the menu prompts to Select “Q&A” and submit their questions (within 160-character limit for SMS text); or
 - iii. Sending their written questions and/or clarifications via email to digital@candrgroup.co.ke or madisoninvestmentmanagers@madison.co.ke; or
 - iv. Physically delivering their written questions with a return physical address to Madison Investment Managers Offices. Unitholders must provide their full details (full names, ID/Passport Number or Member Number) when submitting their questions and clarifications.
5. All questions and/or clarifications must reach Madison Investment Managers on or before 19th June 2024 [48 hours before the AGM] at 11.00 a.m. Following receipt of the questions and/or clarifications, Madison Investment Managers representatives shall provide written responses to the questions received to the return email address/ physical address provided by the unitholder no later than 24 hours before the start of the general meeting. A full list of all questions received and the answers thereto will be published on the Madison Investment Managers website not later than 48 hours after the general meeting.
6. Unitholders and registered proxies wishing to vote may do so by:
 - (i) Accessing the Virtual AGM via <https://digital.candrgroup.co.ke> or via a link to the AGM platform; Select Attend Event; Select “Voting” option tab and vote; or
 - (ii) Accessing the Virtual AGM via USSD platform*384*043#; Use the menu prompts to follow the various prompts regarding the voting process.
7. Unitholders are entitled to attend and vote at the AGM or entitled to appoint a proxy to attend the meeting and vote on their behalf.
 - i. A proxy form is attached to this Notice and is available at the Madison Investment Managers office and website via this link: www.madison.co.ke/investmentmanagers
 - ii. Physical copies of the proxy form are also available at the Registrars Offices at IKM Place, Tower B, 1st Floor, 5th Ngong Avenue. A proxy 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 madisoninvestmentmanagers@madison.co.ke or to proxy@candrgroup.co.ke or delivered to Madison Investment Managers Offices at 2nd Floor Madison House or Custody and Registrars Services Ltd, Company's AGM Administrator, at IKM Place, Tower B, 1st Floor, 5th Ngong Avenue, and P.O. Box 8484-00100 Nairobi. So as to be received no later than 19th June 2024 at 11.00 a.m. Any Unitholder appointing a proxy must provide the phone number, Identity Card Number, and e-mail address of the proxy on the proxy form. Any proxy registration that is rejected will be communicated to the unitholder concerned no later than [48 hours to the meeting] 19th June 2024 to allow time to address any issues.

8. The AGM will be streamed live via a link that shall be provided to all unitholders and proxies who will have been registered to participate in the AGM.
9. Duly registered Unitholders and proxies may vote (when prompted by the Chairman) for resolutions on a panel provided next to the live stream screen or via the USSD prompts.
10. Results of the AGM shall be published within 24 hours following the conclusion of the AGM. The results will also be available on the website.
11. Unitholders are encouraged to continuously monitor the Madison Investment Manager's Website for updates relating to the AGM.