

## **AMENDED NOTICE AND AGENDA**

Notice is hereby given that the Annual General Meeting of Standard Chartered Bank Ghana Limited will be held virtually and streamed live from the Head Office of Standard Chartered Bank Ghana Limited, Accra on **Wednesday 29<sup>th</sup> July 2020** at **11.00am** for the ordinary business of the Company.

### **Agenda**

#### **ORDINARY BUSINESS**

1. To receive and consider the reports of the directors and auditor, the financial statements as at 31<sup>st</sup> December 2019 for the year ended on that date.
2. To declare a dividend
3. To elect directors
4. To approve directors' remuneration
5. To authorize the Directors to fix the remuneration of the auditor

#### **SPECIAL BUSINESS**

6. To consider and if thought fit, pass the following resolutions as recommended by the directors, which will be proposed as Special Resolutions:
  - a. That the name of the Company, Standard Chartered Bank Ghana Limited, be changed to Standard Chartered Bank Ghana PLC, to comply with Section 21 (1) (b) and Section 21 (15) of the Companies Act, 2019 (Act 992)
  - b. That rule 126 of the Company's Constitution be amended to allow the Company to pay interest on unclaimed dividends where mandated to do so by law and for such interest to be calculated in line with the Company's policy.

- c. That rule 127 of the Company's Constitution be amended to allow any dividend unclaimed for such period as may be prescribed under any applicable law to be dealt with by the Company in accordance with the provisions of the law relating to unclaimed dividends.

Dated this 27<sup>th</sup> day of July, 2020

**BY ORDER OF THE BOARD**

SIGNED

**ANGELA NAA SAKUA OKAI  
(COMPANY SECRETARY)**

**NOTES:**

- i. In compliance with the current restrictions on public gatherings in force pursuant to the imposition of Restrictions Act, 2020 (Act 1012) and consequent Regulatory Directives, attendance and participation by all members and/or their proxies in this year's Annual General Meeting of the Company shall be strictly virtual (i.e. by online participation).
- ii. A member entitled to attend and vote at the Annual General Meeting may appoint a proxy to attend (via online participation) and vote on his/her behalf. Such a proxy need not be a member of the Company.
- iii. The appointment of a proxy will not prevent a member from subsequently attending and voting at the meeting (via online participation). Where a member attends the meeting in person (participates on line), the proxy appointment shall be deemed to be revoked.
- iv. A copy of the Form of Proxy can be downloaded from the Standard Chartered Bank Ghana Ltd website <https://www.sc.com/gh/about-us/investor-relations.html> and may be filled and sent via email to [shareregistry@gcb.com.gh](mailto:shareregistry@gcb.com.gh) or deposited at the registered office of the **Registrars of the Company, GCB Bank Ltd., Head Office, No.2 Thorpe Road, P.O. Box 134, Accra** to arrive **no later than 48 hours before the appointed time for the meeting.**

**ACCESSING AND VOTING AT THE VIRTUAL AGM**

- v. A unique **token number** will be sent to shareholders by email/ SMS or by post from 8<sup>th</sup> July 2020 to give them access to the meeting. Shareholders who do not receive this unique token number can contact the **Registrars of the Company** at their address **GCB Bank Ltd., Head Office, No.2 Thorpe Road, P.O. Box 134, Accra** or on telephone number 0302 668712 or by email [shareregistry@gcb.com.gh](mailto:shareregistry@gcb.com.gh) at any time after 8<sup>th</sup> July 2020 but before the date of the AGM to be sent the token number.

- vi. **To gain access to the Virtual Annual General Meeting**, shareholders must visit **<https://scghanaagm.com>** on Wednesday 29<sup>th</sup> July 2020 and input the unique token number shared with them.
- vii. For shareholders who do not submit proxy forms to the Registrar of the Company prior to the meeting they may vote electronically during the Virtual AGM; again, using their unique **token number**. Further assistance on accessing the meeting and voting electronically can be found on **<https://scghanaagm.com>**
- vii. Shareholders are encouraged to submit their questions by email ahead of the Annual General Meeting to **[SCBGhana.Events@sc.com](mailto:SCBGhana.Events@sc.com)**

**For further information, please contact the Registrar:**

**GCB Share Registry**  
**GCB Bank Ltd. Head Office**  
**No. 2 Thorpe Road**  
**P.O. Box 134, Accra**  
**Telephone No: 0302668712**  
Email: [shareregistry@gcb.com.gh](mailto:shareregistry@gcb.com.gh)