

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 54th ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF DIAMOND TRUST BANK TANZANIA LIMITED WILL BE HELD VIRTUALLY VIA ZOOM ON SATURDAY 06TH NOVEMBER, 2021 AT 11.00 A.M [TO JOIN MEETING PLEASE USE FOLLOWING LINK: <https://diamondtrust-co-tz.zoom.us/j/7524501049?pwd=TVZ-KYzhSMG53VlhPR3QySEJtK1BXZz09>; MEETING ID: 752 450 1049] TO TRANSACT THE FOLLOWING BUSINESS:

- 1) To confirm the Minutes of the 53rd Annual General Meeting held on 12th September, 2020.
- 2) To receive, consider and adopt the Company's Annual Report and Financial Statements for the year ended 31st December, 2020.
- 3) To elect Directors in accordance with the Company's Articles of Association.
 - a) In accordance with Articles 94, 95 and 96 of the Company's Articles of Association, Mr. Karim Wissanji retires by rotation. Mr. Karim Wissanji being eligible, offers himself for re-election.
 - b) In accordance with Articles 94, 95 and 96 of the Company's Articles of Association, Mr. Shaffiq Dharamshi retires by rotation. Mr. Shaffiq Dharamshi being eligible, offers himself for re-election.
 - c) In accordance with Articles 94, 95 and 96 of the Company's Articles of Association, Mrs. Zulobia Dhala retires by rotation. Mrs. Zulobia Dhala being eligible, offers herself for re-election
- 4) To consider, and if deemed fit, pass a special resolution to alter and amend the Company's Memorandum and Articles of Association in accordance with sections 6 and 13 of the Companies Act, 2002 in order to remove references to old and repealed laws and replace with the current statutory changes both under the Companies Act, 2002 and the Banking and Financial Institutions Act, 2006.
 - a) To consider, and if deemed fit, to pass a special resolution deleting all objects in the Memorandum of Association from object 3(a) to object 3(an) and replace them with new objects. The new objects shall maintain reflection of banking objectives and other ancillary banking objectives which are core business of the company;
 - b) To consider, and if deemed fit, pass a special resolution deleting all Articles from Article 1 to Article 143 of the Articles of Association and replace them with new Articles.

The altered Memorandum and Articles of Association shall in addition, reflect other changes made by the company since 7th August, 1995.
- 5) To Consider, and if deem fit, pass a resolution to change the Company's name from Diamond Trust Bank Tanzania Limited to Diamond Trust Bank Tanzania Public Limited Company in accordance with the requirements of the Companies Act 2002. The company's Memorandum and Articles of Association to be altered to reflect the change of name.
- 6) To approve the Directors' fees.
- 7) To appoint the Company's Auditors in accordance with section 170 (1) of the Companies Act, 2002 R.E. and section 22 (4) of the Banking and Financial Institutions Act, 2006.

KPMG have indicated their willingness to continue in office.

To consider, and if deemed fit, to pass the following resolution:

"That M/s KPMG be re-appointed as the Company Auditors for the year 2021."

- 8) To note the Company Auditors remuneration for the year 2020, and to authorize the Directors to fix the auditors' remuneration for the year 2021.
- 9) To transact any other business of an Annual General Meeting.

Mr. Ives Mlawi
Company Secretary