

NOTICE OF VIRTUAL ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 40th Annual General Meeting (“AGM”) of the Shareholders of Societe Generale Ghana Limited (“the Company”) will be held **VIRTUALLY and streamed live on <https://sgghanaagm.com>** from the Head Office of Societe Generale Ghana Limited on **Monday 20th July 2020 at 11:00am** to transact the following business: -

AGENDA

ORDINARY RESOLUTIONS

1. To elect the following Directors appointed during the year and retiring in accordance with Section 72(1) of the Company’s Regulations:
 1. Mr Georges Wega
 2. Mr Arnaud De Gaudemaris
 3. Mrs Martine Hitti
 4. Mrs Margaret Boateng Sekyere
 5. Mr Fosuhene Acheampong
2. To re-elect a Director retiring by rotation pursuant to Section 88(1) of the Company’s Regulations who being eligible, offers herself for re-election.
 1. Mrs Agnes Tauty Giraldi
3. To receive and adopt the Financial Statements of the Company (together with the reports of the directors and the auditors of the Company) for the year ended 31 December 2019.
4. To approve Directors’ fees.
5. To authorize the Directors to determine the remuneration of the Auditors.
6. To suspend the declaration of Dividend in compliance with Bank of Ghana’s Directive Notice No BG/GOV/SEC/2020/03

SPECIAL RESOLUTIONS

7. To change the name of the Company from Societe Generale Ghana Limited to **Societe Generale Ghana Public Limited Company (“PLC”)** in compliance with Section 21(1)(b) of the Companies Act 2019 Act 992.
8. To authorise the Company to effect all the changes in the Company’s Regulations/Constitution to make it compliant with the new Companies Act 2019 (Act 992)
9. To amend the Company’s Regulations/Constitution to accommodate the holding of Annual General Meetings by electronic or virtual means where the Directors deem it necessary to do so.

Dated, this 22nd day of April 2020.

BY ORDER OF THE BOARD



**ANGELA NANANSAA BONSU
THE SECRETARY**

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SOCIETE GENERALE GHANA

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 Societe Generale Ghana website <https://societegenerale.com.gh> and may be filled and sent via email to registrars@nthc.com.gh or deposited at the registered office of the **Registrars of the Company, NTHC Company Limited**, Martco House, Dede Awula Street, Off Kwame Nkrumah Avenue, Adabraka 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 and/or SMS from 22nd June 2020 to give them access to the meeting. Shareholders who do not receive this token can contact the **Registrars NTHC Company Limited**, Martco House, Dede Awula Street, Off Kwame Nkrumah Avenue, Adabraka Accra or on telephone number 059 310 5735 or by email registrars@nthc.com.gh or any time after 22nd June 2020 but before the date of the AGM to be sent the unique token.
- vi. **To gain access to the Virtual Annual General Meeting**, shareholders must visit <https://sgghanaagm.com> and input their **unique token number shared with them to gain access to the meeting**. 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://societegenerale.com.gh> and <https://sgghanaagm.com>

For further information, please contact the Registrar:

NTHC Company Limited
Martco House, Dede Awula Street
Off Kwame Nkrumah Avenue
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Telephone No: 059 310 5735
Email: registrars@nthc.com.gh