



FDH Bank Plc

18TH

ANNUAL
GENERAL MEETING

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NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 18TH ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF FDH BANK PLC WILL BE HELD ON FRIDAY, 30TH MAY 2025, AT 09:00 AM, AT THE THOMSON FRANK MPINGANJIRA CENTRE OF EXCELLENCE, MPEMBA, BLANTYRE .

THE FOLLOWING BUSINESS WILL BE TRANSACTED AT THE MEETING:

A. AS ORDINARY BUSINESS:

1. MINUTES OF PREVIOUS MEETING

To approve the minutes of the 17th Annual General Meeting of the Bank held on 24th May 2024.

2. FINANCIAL STATEMENTS

To receive and consider the report of the Directors, the report of the Auditors and the audited financial statements for the year ended 31st December 2024.

3. DIVIDEND

To declare a final dividend of K4.555 billion (K0.66 per share), making a total dividend of K32.642 billion (K4.73 per share) in respect of the year 2024, having already paid a first interim dividend of K13.043 billion (K1.89 per share) on 22nd August 2024 and a second interim dividend of K15.044 billion (K2.18 per share), on 19th December 2024.

4. APPOINTMENT AND REMUNERATION OF AUDITORS

To re-appoint EY, Chartered Accountants, as Auditors for the ensuing year and to authorize the Directors to determine their remuneration.

5. RETIREMENT, APPOINTMENT AND RE ELECTION OF DIRECTORS

- a. To note the resignation of Mr. Patrice Nkhono SC (59), who has served the Bank as a director since 2014.**
- b. To confirm the appointment of Ms. Chikondi Annabel Mpinganjira (36) who was appointed during the year.**

Miss Mpinganjira holds a Master of Arts Degree in Management (International Business) from the European Business School (London) and a Bachelor of Laws (Honors) degree from Kingston University (London). She has attended various professional development programs including Executive Development Programme from the Gordon Institute of Business and Science, Professional Development from Stellenbosch University Business School and Executive Management program from the London Business School where she obtained various professional development certifications. Currently, she is the Chief Executive Officer for Ekhaya Group of Companies, which is the parent company of various subsidiaries such as Ekhaya Farms and Ekhaya Foods, and has operations in various sectors including retail, tourism, and agriculture. Miss Mpinganjira also holds various positions including Principal Officer for the Thomson and Barbara Mpinganjira Foundation, and director for the Blantyre International Cancer Center.

- c. To re-elect Dr. Nathan Mpinganjira (57) who retires by rotation in terms of Article 22(1) of the Company's Articles of Association but being eligible, has offered himself for re-election.**

Dr. Nathan Mpinganjira has over 35 years of professional experience in leadership and strategic management in Malawi and South Africa. He is a Fellow of the Association of Chartered Certified Accountants and holds

Doctor of Business Administration (DBA) and Master of Business Administration (MBA) Degrees from the University of Manchester, United Kingdom, and a Bachelor of Commerce (Accountancy) (with distinction) from the Polytechnic, University of Malawi. Dr. Mpinganjira is a consultant and has previously served with the South African Revenue Services as a Tax Specialist for ten years and as Director of Finance/Administration and Company Secretary for the Malawi Development Corporation (MDC). His previous directorships include Sunbird Tourism Limited, Indefund Limited, Portland Cement Limited, Malawi Institute of Tourism and Stockbrokers Malawi Limited.

d. To re-elect Mrs. Charity Mseka (66) who retires by rotation in terms of Article 22(1) of the Company's Articles of Association but being eligible, has offered herself for re-election.

Mrs. Charity Mseka has over 35 years' experience in central banking. She has previously served as Director of Banking, Director of Accounting and Finance and Chief Accountant at the Reserve Bank of Malawi. Her previous directorships include those at National Integrated Technologies Limited (NITEL) and Export Development Fund Limited. Mrs. Mseka is a Member of the Chartered Institute of Management Accountants (CIMA). She holds a Master of Science Degree in Strategic Management from Manchester Metropolitan University, United Kingdom, and a Diploma in Business Studies from the Polytechnic, University of Malawi.

e. To re-elect Dr. Ulemu Katunga (63) who retires by rotation in terms of Article 22(1) of the Company's Articles of Association but being eligible, has offered himself for re-election.

Dr. Ulemu Katunga has over 30 years professional experience and is the Chief Executive Officer of Medical Aid Society of Malawi (MASM). He previously served as Chief Financial Officer and Board Secretary of MASM and Head Office Accountant for the National Insurance Company of Malawi. Dr. Katunga holds a PhD from Columbia Commonwealth University and an MBA and a Diploma in Management Studies from Management College of Southern Africa. He is a Fellow of the Association of Chartered Certified Accountants (FCCA).

6. NON-EXECUTIVE DIRECTORS' REMUNERATION

To approve the remuneration of the Chairperson and Non-Executive Directors with effect from 1st January 2025 as follows:

- a. Directors' Fees
 - i. Chairman: K23,000,000 per annum (2024: K20,012,000).
 - ii. Non-Executive Directors: K17,000,000 per annum (2024: K14,710,000).
- b. Directors' Sitting Allowances
 - i. Chairman: K897,000 per sitting (2024: K780,000 per sitting).
 - ii. Non-Executive Directors: K793,000 per sitting (2024: K689,000 per sitting).

7. EXECUTIVE DIRECTORS' REMUNERATION

To authorize Directors to fix the remuneration of Executive Directors.

B. OTHER BUSINESS:

To transact such other business as may be transacted at an Annual General Meeting of members of which prior notice should have been given to the Company Secretary not less than 21 days before the date of the Annual General Meeting.

A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend, speak and vote in his or her stead. The proxy need not be a member of the Company. Proxy forms should be sent to the Company Secretary by email to transfersec@nicoassetmanagers.com or actual delivery at the Company's registered office not later than forty-eight (48) hours before the time scheduled for the meeting, in default of which the instrument of Proxy shall be treated as invalid.

Dated: 24th April, 2025

By Order of the Board

Juliano Godfrey Kanyongolo
COMPANY SECRETARY

MINUTES OF THE 17TH ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF FDH BANK PLC HELD AT MOUNT SOCHE HOTEL BLANTYRE ON FRIDAY 24TH MAY 2024

SHAREHOLDERS PRESENT

- | | |
|---|---|
| 1. FDH Financial Holdings Limited | (represented by Mr. William C. Mpinganjira) |
| 2. MSB Esop Limited | (represented by Mr. George R. Chitera) |
| 3. Continental Asset Management Nominees | (represented by Mr. J. Mbingwa) |
| 4. J & J Nsamala Trust | (represented by Mr. Jason Nsamala) |
| 5. ACCSOFT Ltd | (represented by Mr. Julius Kasiya) |
| 6. TNM Pension Fund | (represented by Mr. Clement Gulumba) |
| 7. NICO Asset Managers | (represented by Mr. Rupert Nkhono) |
| 8. CHAM Pension Fund | (represented by Mr. Clement Gulumba) |
| 9. Aviation Pension Fund | (represented by Mr. Clement Gulumba) |
| 10. Old Mutual Life Assurance Co. Limited | (represented by Mr. Clement Gulumba) |
| 11. Magetsi Pension Fund | (represented by Mr. Clement Gulumba) |
| 12. FDH Financial Holdings Pension Fund | (represented by Mr. Clement Gulumba) |
| 13. MISALICO | (represented by Rev. C. Nagoli) |
| 14. MISALICO | (represented by J.R. Mkwangwanya) |
| 15. Susan Mkandawire | (represented by Mr. Geoffrey Nyang'wa) |
| 16. Masiye Nyang'wa | (represented by Mr. Geoffrey Nyang'wa) |
| 17. Thomson Chirwa | (represented by Ms. Carol Chirwa) |
| 18. Owen Tumba | (represented by Ronald Tumba) |
| 19. Investments Perspective | (represented by Mr. Joe Maere) |
| 20. Luvinda General Dealers | (represented by Mr. Frank Harawa) |
| 21. Tiwonge Joyce Chinunda | |
| 22. Esther Chaika | |
| 23. Rex Katunda | |
| 24. Steve Chindongo | |
| 25. Jameson Botti | |
| 26. Alex M.B. Chinyamu | |
| 27. Joe Maere | |
| 28. Ulemu Katunga | |
| 29. Ronald Tumba | |
| 30. Jones Chabwera | |
| 31. Anna Fortune Chitsamba | |
| 32. Mike Chiwalo | |
| 33. Rangford Chokhotho | |
| 34. Dr. Chandrakant Makadia | |
| 35. Jones Chidothe | |
| 36. Grace Charles Mazinga | |
| 37. Leonard Kasuma | |
| 38. George Samuel Sambakunsi | |
| 39. Innocent Gawanika | |
| 40. Armstrong Kamphoni | |
| 41. Robert Njema | |
| 42. Yamikani Banda | |
| 43. Tamanda Kapalamula | |
| 44. Emmanuel Mbuluma | |
| 45. Briston Nkhani | |
| 46. Freedom Chima | |
| 47. Lexa Mapira | |
| 48. Maxwell Gama | |
| 49. Arthur Yapuwa | |
| 50. Alen Kaombe | |
| 51. Phethi M.D. | |
| 52. Roselyn Omega Coroa | |

53. Potamira Kumpumula
54. Lynn Banda
55. Bernadette Maele
56. Salome Msyali
57. Lovemore Chikufenji
58. M. Kaumphawi
59. G. Mwamira
60. J&J Nsamala Trust
61. Abel Kwelani
62. Francis Chikadza
63. Takondwa Mlenga
64. Shaibu Malikula
65. Bridget Kadawati
66. Davie Matewere
67. Semacia Mwase
68. Major Juma
69. Allans Nkhoma
70. Daniel Khamula
71. Victoria Tina Mbewe
72. Atusaye Mulaga
73. Wilson Kuyokwa
74. Leslie T. Fatch
75. Roy Dziyanjanani
76. Clarkson Chikuse
77. Nyama-yie Consolota Mphasi
78. Mathias Raphael
79. Isaac Kadyakale
80. Natasha Nsamala
81. Edson Juwa Mvula
82. Gracious Robert Chisale
83. Mirriam Mfungwe
84. Esnat Chilije Suleman
85. Kawawa Msapato
86. Tiyanjane Simbota

BOARD OF DIRECTORS IN ATTENDANCE

Mrs. Charity Mseka	-	Chairperson
Mr. Patrice Nkhono, SC	-	Non-Executive Director
Dr. Eric James Sankhulani	-	Non-Executive Director
Dr. Nathan Mpinganjira	-	Non-Executive Director
Mrs. Judith Chirwa	-	Non-Executive Director
Dr. Ulemu Katunga	-	Non-Executive Director
Mr. Harold Kuchande	-	Non-Executive Director
Mrs. Maria Msiska	-	Non-Executive Director
Mr. James Kamsesa	-	Non-Executive Director
Mrs. Pilirani Chuma	-	Non-Executive Director
Mrs. Juliana Somba Banda	-	Non-Executive Director
Mr. Grey Nkungula	-	Non-Executive Director
Mrs. Pilirani Roselyn Chuma	-	Non-Executive Director
Mr. William Mpinganjira	-	Group Chief Executive Officer
Mr. Noel Mkulichi	-	Managing Director
Mr. George Chitera	-	Deputy Managing Director
Mr. Juliano G. Kanyongolo	-	Company Secretary

EXTERNAL AUDITORS

EY, represented by	-	Mr. Chiwemi Chihana
	-	Mr. Mark Lackson

MALAWI STOCK EXCHANGE

John R. Kamanga
Kelline Kondowe
Madalitso Mittochi
Douglas Kumwenda

TRANSFER SECRETARIES

NICO Asset Managers Limited	-	Represented by Robert Mwiba Clara Maliro David Moyo
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OBSERVERS

Kambani Banda
Jolly Nkhonjera
Goli Harawa
Peter Chikunkhuzeni
Hope Banda
Mayamiko Phiri
Joseph Masanza
Thomson Banda
Bester Kayaye
Alex Banda
Pemphero Phiri
Maggie Phiri

1. CALL TO ORDER AND WELCOME REMARKS

The Chairperson called the meeting to order at 09:00 hours and welcomed all shareholders and attendees. The Chairperson confirmed that the meeting was duly convened and constituted in accordance with the Company's Articles of Association.

2. NOTICE AND QUORUM

The notice of the meeting was taken as read. The Secretary confirmed that since there were more than two members present either in person or by proxy, the meeting had met the requirements for quorum as provided for under Article 36 of the Company's Articles of Association.

3. ADOPTION OF THE AGENDA

Members adopted the agenda of the meeting as circulated.

4. APPROVAL OF MINUTES

The minutes of the 16th Annual General Meeting held on 4th May 2023 were presented. It was resolved that the minutes be and were thereby approved as a correct record of the deliberations at that meeting.

5. FINANCIAL STATEMENTS

- a. The report of the Directors, the report of the Auditors and the audited financial statements for the year ended 31st December 2023, were presented to Members.
- b. Upon a motion to receive and consider the report of the Directors, the report of the Auditors and the audited financial statements for the year ended 31st December 2023 being proposed and duly seconded, Members resolved that the reports and financial statements be and were thereby received and adopted as presented.

6. DECLARATION OF DIVIDEND

- a. The Chairperson presented a recommendation of the Directors for the declaration of a final dividend of K7.039 billion (K1.02 per share), having already paid a first interim dividend of K9.040 billion (K1.31 per share) on 24th

August 2023 and a second interim dividend of K6.556 billion (K0.95 per share) on 21st December 2023, making a total dividend of K22.635 billion (K3.28 per share) for the year 2023.

- b. Members discussed the proposal at length and passed the following resolution:

"RESOLVED THAT a final dividend of K7.039 billion (K1.02 per share) as recommended by the Board of Directors, and the first interim dividend of K9.040 billion (K1.31 per share) and the second interim dividend of K6.556 billion (K0.95 per share) already paid for the year ended 31st December 2023, **BE** and **ARE HEREBY** approved, making a total dividend of K22.635 billion (K3.28 per share) in respect of 2023 profits."

7. RE-APPOINTMENT AND REMUNERATION OF AUDITORS

- a. The Chairperson presented a recommendation of the Directors for the re-appointment of EY, Chartered Accountants, as the Company's auditors for the ensuing year and that the Directors should be authorized to determine their remuneration.
- b. On a motion being proposed and duly seconded, the meeting approved the recommendation and passed the following resolutions:

"RESOLVED THAT pursuant to Article 115 of the Company's Articles of Association, EY, Chartered Accountants, **BE** and **ARE HEREBY** appointed as the Company's auditors for the ensuing year to hold office until the conclusion of the next Annual General Meeting.

FURTHER RESOLVED THAT the Directors **BE** and **ARE HEREBY** authorized to determine the remuneration of the auditors."

8. RETIREMENT, APPOINTMENT AND RE-ELECTION OF DIRECTORS

- a. **To note the retirement of Dr. Eric James Sankhulani (74)**

Members noted the retirement of Dr. Eric James Sankhulani (74), who had served the Bank as a director since 2009. The Chairperson, on behalf of the Directors, expressed the Bank's gratitude to Dr. Sankhulani for the invaluable services rendered during his time with the Bank.

- b. **To re-elect Mrs. Judith Chirwa (68), who retired by rotation in terms of Article 22(1) of the Company's Articles of Association but, being eligible, offered herself for re-election.**

On a motion being proposed and duly seconded, Members approved the reelection of Director Judith Chirwa and voted in favour of the following resolution:

"RESOLVED THAT Mrs. Judith Chirwa who retires by rotation, **BE** and **IS HEREBY** re-elected a director of the Company pursuant to Article 22 (1) of Company's Articles of Association."

- c. **To re-elect Mr. Harold Kuchande (65), who retired by rotation in terms of Article 22(1) of the Company's Articles of Association but being eligible, offered himself for re-election.**

On a motion being proposed and duly seconded, Members approved the reelection of Director Harold Kuchande and voted in favour of the following resolution:

"RESOLVED THAT Mr. Harold Kuchande who retires by rotation **BE** and **IS HEREBY** re-elected a director of the company pursuant to Article 22 (1) of Company's Articles of Association."

- d. **To re-elect re-elect Mr. Patrice Nkhono, SC, (58), who retired by rotation in terms of Article 22(1) of the Company's Articles of Association but being eligible, offered himself for re-election.**

On a motion being proposed and duly seconded, Members approved the reelection of Director Patrice Nkhono, SC, and voted in favour of the following resolution:

"RESOLVED THAT Mr. Patrice Nkhono, SC, who retires by rotation **BE** and **IS HEREBY** re-elected a director of the company pursuant to Article 22 (1) of Company's Articles of Association."

9. REMUNERATION OF NON-EXECUTIVE DIRECTORS

The Meeting considered and approved the remuneration of the Chairperson and Non-Executive Directors with effect from 1st January 2024 as follows:

"**RESOLVED THAT** pursuant to Articles 3 and 25 of the Company's Articles of Association, the remuneration of the Chairperson and Non-Executive Directors with effect from 1st January 2024 **BE** and **IS HEREBY** fixed in the following manner:

- a. Directors' fees
 - i. Chairperson: K20,012,000 per annum (2023: K17,710,000).
 - i. Non-Executive Directors: K14,710,000 per annum (2023: K13,018,000).
- b. Sitting allowances
 - iii. Chairperson: K780,000 per sitting (2023: K690,000 per sitting).
 - iv. Non-Executive Directors: K689,000 per sitting (2023: K609,500 per sitting)."

10. REMUNERATION OF EXECUTIVE DIRECTORS

Members considered a proposal on the remuneration of Executive Directors. It was resolved that the Directors be and were thereby authorized to fix the remuneration of Executive Directors pursuant to Article 3(4) of the Company's Articles of Association.

11. CLOSE OF MEETING

There being no further business, the Chairperson thanked all shareholders and attendees for their participation and declared the meeting closed at 11:21 hours.

SIGNED _____
CHAIRPERSON

DATE _____

SIGNED _____
SECRETARY

DATE _____

DRAFT RESOLUTIONS FOR THE 18TH ANNUAL GENERAL MEETING OF FDH BANK PLC TO BE HELD ON FRIDAY 30TH MAY 2025

DRAFT RESOLUTION NO. 1

Concerning the approval of minutes

RESOLVED THAT the minutes of the 17th Annual General Meeting of the Company held on 24th May 2024 **BE** and **ARE HEREBY** approved as a correct record of the deliberations at that meeting.

DRAFT RESOLUTION NO. 2

Concerning receiving and consideration of the report of the Directors, the report of the Auditors and the audited financial statements of the Company for the year ended 31st December 2024

RESOLVED THAT the report of the Directors, the report of the Auditors and the audited financial statements of the Company for the year ended 31st December 2024, **BE** and **ARE HEREBY** received and adopted as presented by the auditors. .

DRAFT RESOLUTION NO. 3

Concerning the declaration of dividend

RESOLVED THAT a final dividend of K4.555 billion (K0.66 per share) as recommended by the Board of Directors, and the first interim dividend of K13.043 billion (K1.89 per share) and the second interim dividend of K15.044 billion (K2.18 per share) already paid for the year ended 31st December 2024, **BE** and **ARE HEREBY** approved, making a total dividend of K32.642 billion (K4.73 per share) in respect of 2024 profits.

RESOLVED FURTHER THAT the Directors and the Company Secretary **BE** and **ARE HEREBY** authorized severally to do all such acts and take such other or further steps as may be necessary to give effect to the above resolution.

DRAFT RESOLUTION NO. 4

Concerning the re-appointment of auditors

RESOLVED THAT pursuant to Article 115 of the Company's Articles of Association, EY, Chartered Accountants, **BE** and **ARE HEREBY** re-appointed as the Company's auditors for the ensuing year to hold office until the conclusion of the next Annual General Meeting.

RESOLVED FURTHER THAT the Directors **BE** and **ARE HEREBY** authorized to determine the remuneration of the auditors.

DRAFT RESOLUTION NO. 5.B.

Concerning the appointment of Ms. Chikondi Annabel Mpinganjira (36) as a director

RESOLVED THAT Ms. Chikondi Annabel Mpinganjira, who was appointed during the year to fill a casual vacancy, **BE** and **IS HEREBY** appointed a director of the Company pursuant to Article 21 (a) of Company's Articles of Association.

DRAFT RESOLUTION NO. 5.C.

Concerning re-election of Director Dr. Nathan Mpinganjira (57)

RESOLVED THAT pursuant to Article 22 of the Company's Articles of Association, Dr. Nathan Mpinganjira, a non-executive director, who retires by rotation and being eligible offers himself for re-election, **BE** and **IS HEREBY** re-elected as a non-executive director of the Company.

DRAFT RESOLUTION NO. 5.D.

Concerning re-election of Mrs. Charity Mseka (66).

RESOLVED THAT pursuant to Article 22 of the Company's Articles of Association, Mrs. Charity Mseka, a non-executive director, who retires by rotation and being eligible offers herself for re-election, **BE** and **IS HEREBY** re-elected as a non-executive director of the Company.

DRAFT RESOLUTION NO. 5.E.

Concerning re-election of Director Dr. Ulemu Katunga (63)

RESOLVED THAT pursuant to Article 22 of the Company's Articles of Association, Dr. Ulemu Katunga, a non-executive director, who retires by rotation and being eligible offers himself for re-election, **BE** and **IS HEREBY** re-elected as a non-executive director of the Company.

DRAFT RESOLUTION NO. 6.

Concerning the remuneration of Non-Executive Directors

RESOLVED THAT pursuant to Articles 3 and 25 of the Company's Articles of Association, the remuneration of the Chairperson and Non-Executive Directors **BE** and **IS HEREBY** fixed with effect from 1st January 2025 in the following manner:

- a. Directors' fees
 - i. Chairperson: K23,000,000 per annum (2024: K20,012,000).
 - ii. Non-Executive Directors: K17,000,000 per annum (2024: K14,710,000).
- b. Sitting allowances
 - i. Chairperson: K897,000 per sitting (2024: K780,000 per sitting).
 - ii. Non-Executive Directors: K793,000 per sitting (2024: K689,000 per sitting).

DRAFT RESOLUTION NO. 7

Concerning the remuneration of Executive Directors

RESOLVED THAT pursuant to Article 3(4) of the Company's Articles of Association, the Directors **BE** and **ARE HEREBY** authorized to fix the remuneration of Executive Directors.

4

PROXY FORM FOR THE 18TH ANNUAL GENERAL MEETING OF FDH BANK PLC

I/We _____

(Name/s in block letters)

of _____

(address)

Number of votes

Being a shareholder/ member of the above-named Company and entitled to

(1 share =1 Vote)

Do hereby appoint

1. _____ of _____

or failing him/her

2. The Chairperson of the meeting

as my/our proxy to attend, speak and vote for me/us or on my/our behalf at the Annual General Meeting of the company to be held on Friday, 30th May 2025, at 09:00 am, and at any adjournment thereof.

This form is to be used:

NO	Agenda Item	Mark with X where applicable		
		In Favour of	Against	Abstain
1	Approval of minutes			
2	Approval of audited financial statements			
3	Declaration of Final Dividend			
4	Re-appointment of EY, Chartered Accountants, as Auditors and authorization of Directors to determine their remuneration			
5. b.	Appointment of Director Chikondi Annabel Mpinganjira			
5. c.	Re-election of Director Dr. Nathan Mpinganjira			
5. d.	Re-election of Director Charity Mseka			
5. e.	Re-election of Director Dr. Ulemu Katunga			
6. a.	Approval of Non-Executive Directors' fees			
6. b.	Approval of Non-Executive Directors' sitting allowances			
7	Authorization of the Board to fix the remuneration of Executive Directors			

Signed at _____ on this _____ day of _____ 2025

Signature _____

Assisted by me (where applicable) (see note 3 _____)

Full name/s of signatory/ies if signing in a representative capacity (see Note 4)

Notes:

1. A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend, speak and vote in his/her/its stead. A proxy need not be a member of the company.
2. If this proxy form is returned without any indication as to how the proxy should vote, the proxy will be entitled to vote or abstain from voting as he/she thinks fit.
3. A minor must be assisted by his/her guardian.
4. The authority of a person signing a proxy in a representative capacity must be attached to the proxy unless the company has already recorded that authority.
5. In order to be effective, proxy forms must reach the registered office of the company through email (transfersec@nicoassetmanagers.com) by no later than 09:00am on Wednesday, 28th May 2025.
6. The delivery of a duly completed proxy form shall not preclude any member or his/ her/its duly authorized representative from attending the meeting, speaking and voting instead of such duly appointed proxy.

5

VOTING SLIP FOR THE 18TH ANNUAL GENERAL MEETING OF FDH BANK PLC

I/We _____

(Name/s in block letters)

of _____

(address)

Number of votes

Being a shareholder/ member of the above-named Company and entitled to

(1 share =1 Vote)

Do hereby vote as follows:

NO	Agenda Item	Mark with X where applicable		
		In Favour of	Against	Abstain
1	Approval of minutes			
2	Approval of audited financial statements			
3	Declaration of Final Dividend			
4	Re-appointment of EY, Chartered Accountants, as Auditors and authorization of Directors to determine their remuneration			
5. b.	Appointment of Director Chikondi Annabel Mpinganjira			
5. c.	Re-election of Director Dr. Nathan Mpinganjira			
5. d.	Re-election of Director Charity Mseka			
5. e.	Re-election of Director Dr. Ulemu Katunga			
6. a.	Approval of Non-Executive Directors' fees			
6. b.	Approval of Non-Executive Directors' sitting allowances			
7	Authorization of the Board to fix the remuneration of Executive Directors			

Signed at _____ on this _____ day of _____ 2025

Signature _____

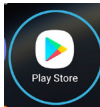
6 FDH AGM APP: USER GUIDE

The **FDH AGM App** can be installed and used for voting at the AGM. To vote using the AGM App at the FDH Bank PLC 18th Annual General Meeting, find below a step by step guide:

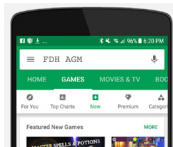
1. INSTALLATION/ACCESS

ANDROID

1. Open Google Play Store on your phone and search for "FDH AGM"



2.



3. Install Mobile App to device

APPLE AND OTHER DEVICES

For Apple IOS and any internet enabled device please scan the QR code below

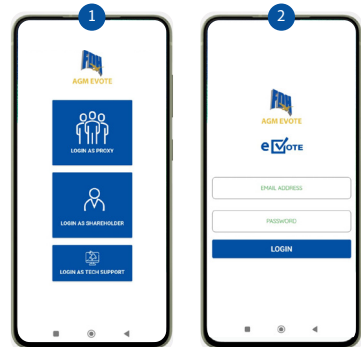


WEB APPLICATION

2. HOW TO LOGIN

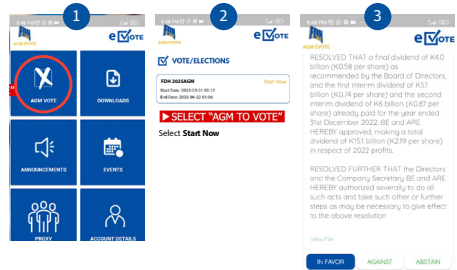
1. Once you open the app you will be prompted to select your role as either **Proxy** or **Shareholder**
2. To access the app you will need the following:
 - i. Shareholder certificate number
 - ii. Default password "12345"

Once you login for the first time using the default password, you will be requested to change it before you proceed.



3. HOW TO VOTE DURING THE AGM

1. Select AGM Vote
2. Select Start Now
3. Vote for the resolution: "In Favor or Against or Abstain"





1st Floor Umoyo House,
No. 8 Victoria Avenue North,
P.O. Box 512,
Blantyre, Malawi

www.fdh.co.mw

