



The National Investment Trust Limited
19 Glyn Jones Road, Chibisa House, P.O. Box 910, Blantyre

Notice is hereby given for an Extra-Ordinary General Meeting of members of The National Investment Trust Limited to be held at Ryalls Hotel, Blantyre, Malawi on **Friday, 05th April 2013** at **2.30pm** to consider the following special resolutions proposed at the previous Annual General Meeting held on 20 December 2012:

1. Amendment of Article 49.1 of the Articles of Association

THAT the Articles of Association of the company be altered by deleting article 49.1 which reads:

"Unless otherwise determined by ordinary resolution of the company the number of directors shall not be less than **seven** or more than **ten**".

and inserting a new Article 49.1 as follows:

"Unless otherwise determined by ordinary resolution of the company the number of directors shall not be less than **five** or more than **seven**".

2. Amendment of Article 27

THAT the Articles of Association of the company be altered by deleting article 27 which reads:

"All business shall be deemed special that is transacted at an extraordinary general meeting, and also that is transacted at an annual general meeting, with the exception of declaring a dividend, the consideration of the accounts, balance sheets, and the reports of the directors and auditors, the election of directors in place of those retiring, the fixing and remuneration of the directors and the appointment of, and fixing of the remuneration of the auditors."

and inserting a new Article 27 as follows:

"All business shall be deemed special that is transacted at an extraordinary general meeting, and also that is transacted at an annual general meeting, with the exception of declaring a dividend, the consideration of the accounts, balance sheets, and the reports of the directors and auditors, the election of directors, the fixing and remuneration of the directors and the appointment of, and fixing of the remuneration of the auditors."

3. Amendment of Article 105.1

THAT the Articles of Association of the company be altered by deleting article 105.1 which reads:

"A Notice may be given by the company to any member either personally or by sending it by post to him or to his address on the register of members, or (if he has such address) to the address, if any, supplied by him to the company for the giving of notice to him or by leaving it for him with some person apparently over the age of eighteen years at such address."

and inserting a new Article 105.1 as follows:

"A Notice may be given by the company to any member either personally or by sending it by post to him or to his address on the register of members, or (if he has such address) to the address, if any, supplied by him to the company for the giving of notice to him or by leaving it for him with some person apparently over the age of eighteen years at such address or by emailing it to an email address provided by the any member who has agreed to receive notices by email or by posting the notice on the Company's website for all shareholders having asked every shareholder to agree to receipt of notices by means of the website and has consented or failed to object within 28 days."

4 Other business

To transact such other business as may be transacted at an extra-ordinary general meeting of members.

A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend, speak and vote in his/her/its stead. The proxy need not be a member of the company. Proxy forms should be forwarded to reach the company's registered office or the transfer secretaries not later than 2.30pm on 14 March 2013.

By order of the Board

NICO Assets Managers Limited

Secretaries

Blantyre, Malawi, 21 January 2013.