

MTN Rwandacell Plc
MTN Centre,
Nyarutarama, P.O. Box 264, Kigali, Rwanda
Tel: (+250) 280390001, Fax: (+250) 280390002
Company Code: 100019148



02nd July 2021.

MTN RWANDACELL PLC
("MTN Rwanda" or the "Company")
Company Code: 100019148

**RESOLUTIONS FROM THE FIRST ANNUAL GENERAL MEETING OF SHAREHOLDERS OF
MTN RWANDACELL PLC HELD ON JUNE 30TH 2021 AT 2:00PM (CAT) AS A VIRTUAL
MEETING**

At the 1ST Annual General Meeting of Shareholders of the Company held on June 30th, 2021 at 2:00pm (CAT), as a virtual meeting, the Shareholders of the Company resolved as follows:


1. THAT the Company's Annual Report and Signed Audited Financial Statements for the year ending December 31st, 2020, including the Director's Report and Auditor's report, are approved for adoption.
2. THAT a dividend distribution at Rwf 7.551 per share totalling Rwf 10,200,000,000 (Ten Billion Two Hundred Million Rwandan Francs only, is approved.
3. THAT Yolanda Cuba is re-elected onto the Board of Directors.
4. THAT Mark Nkurunziza is re-elected onto the Board of Directors.
5. THAT Mitwa Kaemba Ng'ambi is re-elected onto the Board of Directors.
6. THAT Karabo Nondumo is elected and appointed onto the Board of Directors.
7. THAT Adriaan Wessels is elected and appointed onto the Board of Directors.
8. THAT Michael Fleisher is elected and appointed onto the Board of Directors.
9. THAT Patience Mutesi is elected and appointed onto the Board of Directors.
10. THAT Julien Kavaruganda is elected and appointed onto the Board of Directors.
11. THAT the resignation of Ebenezer Asante from the Board of Directors is noted.
12. THAT the resignation of Ricardo Varzielas from the Board of Directors is noted.



- 13. THAT the resignation of Nosipho Molope from the Board of Directors is noted.
- 14. THAT the retirement of Evelyn Kamagaju Rutagwenda, without offering herself up for re-election though eligible, is noted.
- 15. THAT the retirement of Regis Rugemanshuro, without offering himself up for re-election though eligible, is noted.
- 16. THAT, the remuneration of the local and international Non-Executive Directors is approved.
- 17. THAT the re-election of PwC Rwanda Limited as external auditors of the Company is approved and authorisation granted to the Board to fix the remuneration of the external auditors.
- 18. THAT the amendment to Article 14 of its' Articles of Association to increase the maximum number of Directors permitted, from nine (9) to ten (10) Directors is approved.

DATED THIS 30th of JUNE 2021.

By order of the Shareholders of
MTN Rwandacell PLC



Evelyn Kamagaju Rutagwenda
Chairperson



02 JUL 2021

NOTARY
Pascal RWAGASORE

THIS CONFIRMS THAT THE SIGNATURE HEREIN
BELONGS TO.....

