

NOTICE OF THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

NOTICE is hereby given that the 5th Annual General Meeting of Shareholders of MTN Rwandacell PLC will be held on Monday, 30 June 2025, as a virtual meeting, starting 14:00 (CAT) to transact the following business and, if thought fit, pass Resolutions 1 to 4 as ordinary resolutions.

ORDINARY BUSINESS

- To receive, consider and if thought fit, adopt the Integrated Annual Report including the Chairperson, Chief Executive Officer and Chief Financial Officer's Statements, and the signed Audited Financial Statements for the year ended 31 December 2024 together with the Directors' and Independent Auditors' reports thereon.
- A proposal not to pay a dividend for the year ended 31 December 2024 will be proposed to the Annual General Meeting of shareholders to allow management to reassess the company's growth, profitability, and financial position. Please note that the book close date for MTN Rwandacell PLC shares will be 14 June 2025 and if a decision to pay out any dividend is taken, only shareholders whose names appear in the Register of Shareholders at the close of business on that day will be considered.
- Directors
 - To ratify the appointment of Mr. Monzer Ali as Chief Executive Officer (CEO) and approve his appointment as Executive Director of MTN Rwandacell PLC effective 22 April 2025.
 - To note the resignation of the following Directors:
 - Mr. Mark Nkurunziza – resigned effective 19 December 2024; and
 - Ms. Mapula Bodibe – resigned effective 22 April 2025.
 - To note the retirement of Mr. Michael Fleischer effective 30 June 2025.
- To consider and approve appointment of Ernst and Young Rwanda Limited as the Company External Auditors and to authorize the Board to fix their remuneration.
- Any other business of which the notice will have been duly received.

DATED THIS 30 MAY 2025

By order of the Board

MTN Rwandacell PLC



Sharon Mazimhaka

Company Secretary

NOTES

- MTN Rwandacell PLC has convened and will conduct its 5th Annual General Meeting via virtual/ electronic means in line with Law N° 007/2021 of 05/02/2021 Governing Companies.

2. Proxy

A member entitled to attend and vote at the meeting and who is unable to attend is entitled to appoint a proxy to attend and vote on his or her behalf. A proxy need not be a member of the Company.

To be valid, a proxy form attached at the end of this notice must be duly completed by the member and lodged with our registrars BK Capital KN 4 Ave, Street Ground Floor, Bank of Kigali Building P.O Box 175 Kigali, Rwanda or by email to (bkcapital@bk.rw & investorrelations.rw@mtn.com) not later than 10.00 a.m. (CAT) on the 21 June 2025, failing which it will be invalid. In the case of a corporate body the proxy must be under its common seal.

3. Virtual Attendance, Accessing and Voting

The Annual General Meeting of Shareholders will be attended virtually, and attendance shall be by online participation. Details of accessing and voting within the virtual medium to participate in the AGM will be communicated directly to all the shareholders within the notice period.

Shareholders wishing to raise any questions or clarifications regarding the Annual General Meeting may do so by writing to InvestorRelations.rw@mtn.com

The Annual General Meeting will be streamed live via a link that will be provided to all shareholders. Duly registered shareholders and proxies may follow the proceedings of the Annual General Meeting using the live stream platform and may access the agenda. Duly registered shareholders and proxies may vote (when prompted) via the USSD prompts. The details of accessing the virtual medium to participate in the AGM will be communicated directly to all the shareholders and proxies within the notice period.