



NOTICE OF THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Notice is hereby given that the 6th Annual General Meeting of Shareholders of MTN Rwandacell Plc will be held on Tuesday, 30 June 2026, 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.

A. ORDINARY BUSINESS

1. Adoption of the Annual Financial Statements

To receive, consider and, if deemed fit, adopt the Audited Annual Financial Statements for the year ended 31 December 2025, together with the Directors' and Independent Auditors' Reports thereon, and to note the Integrated Annual Report, including the Chairperson's Statement, Chief Executive Officer's Report, Ag. Chief Financial Officer's Report, and the reports of the Chairpersons of the Audit and Risk Committee and the Nominating and Remuneration Committee;

2. Dividend

To consider and, if deemed fit, approve the recommendation of the Board of Directors that no dividend be declared or paid for the financial year ended 31 December 2025;

3. Directors

3.1 Appointment

To consider and, if deemed fit, ratify the appointment of Mr. Peter Maila as an Independent Non - Executive Director effective 1 May 2026;

3.2 Resignation

To note the resignation of Ms. Yolanda Cuba as a Non-Executive Director of the Company with effect from 30 June 2026;

4. External Auditor

To consider and, if deemed fit, approve appointment of Ernst and Young Rwanda Limited as the Company External Auditors and to authorize the Board of Directors to fix their remuneration; and

5. Any other business of which the notice will have been duly received.

DATED THIS 1 JUNE 2026

By order of the Board

MTN Rwandacell PLC

Sharon Mazimhaka

Company Secretary



NOTES

1. MTN Rwandacell Plc has convened and will conduct its 6th 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 22 June 2026**, 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.



MTN RWANDACELL PLC PROXY FORM

I/We _____ CSD A/C No _____

of (address) _____ being member(s) of MTN RWANDACELL PLC, and holding _____ ordinary shares, hereby appoint:

_____ of (address) _____ or, failing him/her, the duly appointed Chairman of the meeting to be my/our proxy, to vote on my/our behalf at the Annual General Meeting ("AGM") of the Company to be held on 30 June 2026 at 2pm (CAT), or at any adjournment thereof.

As witness to my/our hands this _____ day of _____ 2026

Signature(s) _____

NOTES

1. 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.
2. To be valid, this proxy form 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 BK Capital (bkcapital@bk.rw) or to the Company Secretary at MTN Rwandacell PLC (investorrelations.rw@mtn.com) not later than 10.00 a.m. on the 22 June 2026 failing which it will be invalid.
3. This proxy form must be in writing and in the case of an individual shall be signed by the shareholder or by his/her attorney, and in the case of a corporate body the proxy must be under its common seal or signed by its attorney or by an officer of the corporation.

NB: The details of accessing the virtual medium to participate in the AGM will be communicated directly to all the shareholders within the notice period.