

PROXY FORM

A shareholder entitled to attend and vote at the AGM is entitled to appoint one or more proxies to attend, speak and vote on his/her stead. A proxy need not be a member of the Company.

I/We.....

(Name in block letters)

of

(address in block letters),

being a shareholder(s) and holder(s) of _____ ordinary shares and entitled to vote hereby appoint,

1.

or failing him/her

2.

or failing him/her

3. **The Chairman of the Annual General Meeting**

as my/our proxy to vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held electronically on Thursday, 17 July 2025 starting at 11:00 am EAT and at any adjournment thereof as follows:

		VOTES		
		For*	Against*	Withheld*
AGENDA				
ORDINARY RESOLUTIONS				
1.	To receive, consider and if deemed fit, pass an ordinary resolution to adopt the Company's audited financial statements for the year ended 31 March 2025, including the reports of the Directors and External Auditor.			
2.	To receive, consider and if deemed fit, pass an ordinary resolution to approve the Directors' recommendation to declare a final dividend of UGX 6.0 per share, for the year ended 31 March 2025. If approved, shareholders registered by the close of business on 7 August 2025 will be eligible to receive the dividend, which shall be paid, less withholding tax, on or about 14 August 2025 .			
3.	To receive, consider and if deemed fit, pass an ordinary resolution to confirm the appointment of Ms. Botsang Ramorwa as a Non-Executive Director in accordance with Article 99 of the Articles of Association of the Company.			
4.	To receive, consider and if deemed fit, pass an ordinary resolution to confirm the appointment and re-election of Mr. Joseph Baliddawa and Mr. Vusi Raseroka, in accordance with Article 115 of the Articles of Association.			
5.	To receive, consider and if deemed fit, pass an ordinary resolution to approve the re-appointment of Grant Thornton as External Auditor of the Company for the financial year 2025/26 and authorise the Board of Directors to set their remuneration.			
6.	To receive, consider and if deemed fit, pass an ordinary resolution to approve fees payable to Non-Executive Directors for the financial year 2025/26.			
SPECIAL RESOLUTIONS				
7.	To receive, consider and, if deemed fit, pass a special resolution, in accordance with Article 105 of the Articles of Association of the Company: <ol style="list-style-type: none"> To ratify the entering into of a term loan facility in the amount of US\$36,000,000 for the purpose of funding the construction of a second manufacturing facility and a working capital facility in the amount of US\$15,000,000 for operational purposes, both from Stanbic Bank Uganda Limited; and To ratify the authorisation of the Board of Directors to negotiate, finalize, and execute all necessary agreements and documents in connection with the said borrowings, including the creation of any security interests over the assets of the Company, and to take any such steps necessary or expedient to give effect to the foregoing. 			

8.	<p>To receive, consider and, if deemed fit, pass a special resolution to amend the Articles of Association of the Company as follows:</p> <p>a. By amending all references to “the Companies Act 2012” to read “the Companies Act, Cap.106”; and</p> <p>b. By substituting the current Article 1 with the following: Article 1: The name of the Company is <i>Quality Chemical Industries Limited</i></p>			
9.	<p>To conduct any other business for which due notice will have been received.</p>			

** Please indicate a cross or tick for each resolution above, representing how you wish your votes to be cast. The ‘abstain’ option above is provided to enable you to withhold your vote on any resolution. However, it should be noted that a vote abstained is not a vote and will not be counted in the calculation of the proportion of the votes ‘for’ and ‘against’ a resolution.*

** If no options are marked, the proxy can vote as deemed fit.*

Dated this _____ day of _____, 2025

Signature: _____

Name: _____

Address: _____

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