



NOTICE OF THE ANNUAL GENERAL MEETING

TO THE UNIT HOLDERS OF THE CYTONN HIGH YIELD FUND

(Registered as a Unit Trust in Kenya under Section 30 (4) of the Capital Markets Act
(Chapter 485A, Laws of Kenya)

NOTICE IS HEREBY GIVEN that pursuant to Regulation 84 of the Capital Markets (Collective Investments Schemes) Regulations 2001, an **ANNUAL GENERAL MEETING** of the Unit Holders of the Cytonn High Yield Fund will be held virtually via video conferencing facility on **Thursday 24th September 2020** from **2.00 PM to 4.30 PM** to conduct the following business:

AGENDA

1. **Constitution of the Meeting:** To read the Notice convening the Meeting, table the proxies and record the presence of quorum.

ORDINARY BUSINESS

2. To receive, consider and if deemed fit, adopt the Annual Report and Financial Statements for the Cytonn High Yield Fund for the year ended 31st December 2019, together with the Fund Manager's, Trustees and Auditors Report thereon;
3. To ratify the appointment of PKF Kenya Limited as the Auditors of the Cytonn High Yield Fund for the year ended 2019; and
4. To note that the Auditors, being eligible and having expressed their willingness, will continue in office for the year 2020.

SPECIAL BUSINESS

5. To consider, and if thought fit, to pass the following resolutions as Special Resolutions:
 - a. **THAT** subject to receipt of all regulatory approvals, to amend the incorporation documents of the Cytonn High Yield Fund to include holding of meetings virtually as follows:

Insert a new Clause 41.1B immediately after Clause 41.1 of the Trust Deed as follows:
"A General Meeting may be held virtually through an electronic platform; including but not limited to, a secure video conferencing facility by giving the requisite Notice to Unitholders."

Insert a new Clause R38.2B immediately after Clause R38.2 of the Trust Deed Rules as follows:
"A General Meeting may be held virtually through an electronic platform; including but not limited to, a secure video conferencing facility by giving the requisite Notice to Unitholders."
 - b. **THAT** the Fund Manager be and is hereby authorized to take, or cause to be taken all actions necessary or advisable to effect the above Resolutions.



6. To transact any other business of the Unit Trust Funds of which due notice has been received.

By Order of the Board
Cytonn Asset Managers Limited
Company Secretary
P.O. Box 20695 – 00200
NAIROBI

3rd September, 2020

NOTES:

1. In view of the ongoing Coronavirus 2019 (COVID-19) pandemic and the related public health Regulations and directives passed by the Government of Kenya precluding inter alia public gatherings, it is impracticable, as contemplated under section 280 of the Companies Act 2015 as well as Regulation 83 and 84 of the Capital Markets (Collective Investments Schemes) Regulations 2001 for the Cytonn Unit Trust Scheme to hold a physical Annual General Meeting (AGM) in the manner prescribed in its Constitution Documents.
2. On 12th June 2020 the Capital Markets Authority issued Circular No. CMA/MRT/006/2020 granting special dispensation to Collective Investment Schemes to convene and conduct a virtual general meeting subject to receipt of a No Objection from the Capital Markets Authority.
3. The Cytonn Unit Trust Scheme has convened and is conducting this virtual Annual General Meeting following receipt of a No Objection from the Capital Markets Authority.
4. Any Unitholder wishing to attend the virtual meeting should register for the AGM by dialling ***483*506#** and/or responding to the email prompts and SMS prompts that shall be sent from clientservices@cytonn.com and from Cytonn's Short Messaging Service, regarding the registration process. In order to complete the registration process, unitholders will need to have their ID/Passport Numbers at hand. For assistance, unitholders should dial the following helpline number Cell +254(0) 709 101 000 or Tel +254(0) 20 3929 000 from 9:00 a.m. to 4:00 p.m. from Monday to Friday
5. Registration for the AGM opens on **Friday, 4th September 2020 at 9:00 am** and will close on Tuesday 22nd September 2020 at 11.00 a.m. Unitholders will not be able to register after Tuesday 22nd September 2020 at 11.00 a.m.
6. A unit holder entitled to attend and vote at this meeting is entitled to appoint a proxy who need not be a unit holder of the Fund. A Proxy Form is provided with this Notice. Unit holders who do not intend to attend this meeting are requested to complete and return the Proxy Form to the Registered Office of the Fund Manager at 7th Floor, The Chancery, off Valley Road, Nairobi or send the proxy form to clientservices@cytonn.com so as to arrive not later than two (2) business days before the AGM date. It shall be mandatory for the full name and telephone number of the Proxy to be provided for a successful proxy registration.
7. A registration link to the AGM shall then be sent to the Unitholder or their proxy, forty-eight (48) hours and a further reminder Twenty-Four (24) hours to the AGM.

8. A copy of (i) this Notice and the Proxy Form; and (ii) the Scheme's Audited Accounts for the year ended 31 December 2019 shall be sent to your email address or alternatively, a printed copy may be obtained from the registered office of the Company, at 7th Floor, The Chancery, off Valley Road, P.O. Box 20695-00200, Nairobi, Kenya. The above may also be viewed on the Cytonn website www.cytonn.com .
9. Unitholders wishing to add items to the Agenda may do so by sending their Agenda items to clientservices@cytonn.com.
10. Unitholders are advised that once they or their Proxies are registered, and for the conduct of the Agenda items at the meeting, the following facilities shall be available on the day of the AGM;
 - a) The ability to ask questions as the meeting progresses through the electronic platform available;
 - b) The ability to vote electronically and view results in a real time manner in order to immediately record the outcome of any Agenda item that may require an online poll.

For the above, a reliable internet connection shall be required.

We thank our Unitholders for the steadfastness in their investments and look forward to a successful AGM. Do keep safe.