

Circular resolution of the board of directors

Agatobwe Token Bond (ATT)

1 General Information

Company	Agatobwe Hydro Power Ltd., Kigali, Nyarugenge, Umujiyi wa Kigali, Rwanda, with registration number 106851732 (“Issuer”),
Scope	Issuance of tokenized bonds (the “Instrument”) defined as “AgaTobwe Token Bonds” with symbol “ATT” in accordance with title thirty-four of the Swiss Code of Obligations, as well as with the terms set out in the terms of issue published on https://www.agatobwe.eco/terms-of-issue/ . The Bonds are issued as ledger-based securities according to article 973d ss. CO.
Instrument	Discounted bond issue (zero bond issue) (“Issue”) with registered bonds (<i>Obligationen</i>) (“Bonds”) of Nominal Value of \$ 3,000,000; Face Value of \$ 5,466,356; and Term of 15 years.
Form	Ledger-based securities as defined in article 973d ss. Of the Swiss Code of Obligations (“CO”). The number of tokenized Bonds (“Token Bonds”) in circulation can be found in the Token Register or the Microsite.
Blockchain	Ethereum Mainnet (“Blockchain”), see https://ethereum.org/en/ for more information.
Jurisdiction	Zug, Switzerland (“Jurisdiction”)

2 Tokenization of bonds

The board of directors considers that:

- For the purpose of refinancing, the Company will issue a corporate bond over \$ 3,000,000.
- In order to make the purchase of bonds more accessible to all types of investors, the Company will make use of the laws of Switzerland, which offer the issuance of blockchain-based securities, to issue the bond.
- The board of directors wishes to issue a bond (“Bond”) under the terms provided in the Terms of Issue under <https://www.agatobwe.eco/terms-of-issue/>.
- Subject to the limitations set by the issuance documents and applicable laws, the tokenized bonds shall be made available for purchase through <https://www.agatobwe.eco/> and shall be governed by the Registration Agreement found on the bottom of the <https://www.agatobwe.eco/terms-of-issue/> page.

Therefore, the board of directors resolves to issue a Bond governed by the Terms of Issue, adopting such technological means as may be required to tokenize them in accordance with the Registration Agreement.

The Terms of Issue and Registration Agreement are hereby approved as draft versions, which may be finalized with technical details by a technical advisor under the instructions of the board of directors or an authorized representative(s) of the board of directors.

3 Authorization and Instructions

Each member of the board of directors or an authorized representative(s) of the board of directors is hereby authorized and instructed to take such actions and execute such documents as may be necessary or appropriate to give effect to all of the above resolutions.

4 Signatures

This section defines the transfer of Bonds that are issued as Token Bonds in accordance with article 973f CO and the Terms of Issue.

Rwivanga U. Peace

[Rwivanga.U.Peace \(19. September 2022 10:56 GMT+2\)](#)

Peace Rwivanga
Member of the Board of Directors
Agatobwe Hydro Power Ltd.

Frode Sagen

[Frode Sagen \(7. September 2022 12:47 GMT+2\)](#)

Frode Sagen
Member of the Board of Directors
Agatobwe Hydro Power Ltd.

19. September 2022

7. September 2022