

KAKUZI PLC
Company No. 5/51
(Hereinafter referred to as the "Company")

RESOLUTIONS PASSED AT THE NINETY-EIGHT ANNUAL GENERAL MEETING OF THE COMPANY HELD IN THE BALLROOM, NAIROBI SERENA HOTEL ON WEDNESDAY 20 MAY 2026 AT 11.00 A.M.

1. APPROVAL OF MINUTES

It was **unanimously resolved** to approve the minutes of the Ninety Seventh Annual General Meeting held on 14 May 2025.

2. FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2025

It was **unanimously resolved** that the Financial Statements of the Company for the year ended 31 December 2025 together with the Chairman's Statement, the Directors' and the Auditors' Reports thereon be adopted.

3. DIVIDEND

It was **unanimously resolved** to approve a first and final dividend of Kshs 16.00/- per share in respect of the Financial Year ended 31 December 2025 as recommended by the Directors.

4. DIRECTORS' REMUNERATION REPORT

It was **unanimously resolved** to approve the Directors' Remuneration Report as detailed in the Annual Report for the year ended 31 December 2025.

5. RE-ELECTION OF A DIRECTORS

- i) It was **unanimously resolved** that Mr Nicholas Ng'ang'a, a Director who is over seventy years old and retired at this meeting in accordance with Article 27 of the Company's Articles of Association and, being eligible in accordance with Article 28 of the Company's Articles of Association, be and he is hereby re-elected as a Director of the Company.
- ii) It was **unanimously resolved** that Mr Ketan Rameshchandra Shah, a Director who retired by rotation in accordance with Article 27 of the Company's Articles of Association and, being eligible in accordance with Article 28 of the Company's Articles of Association, be and he is hereby re-elected as a Director of the Company.
- iii) It was **unanimously resolved** that Ms Pamella Ager, a Director who retired by rotation in accordance with Article 27 of the Company's Articles of Association and, being eligible in accordance with Article 28 of the Company's Articles of Association, be and she is hereby re-elected as a Director of the Company.

6. RE-ELECTION OF MEMBERS OF AUDIT AND RISK COMMITTEE

- i) It was **unanimously resolved** that in accordance with the provisions of Section 769 of the Kenyan Companies Act (Cap 486), the following directors be and are hereby re-elected to serve as Members of the Board Audit & Risk Committee for the Financial Year ending 31 December 2026:-
 - a) Mr Daniel Mu Ndonye
 - b) Mr Stephen N Waruhiu
 - c) Mr Andrew N Njoroge
 - d) Ms Pamella Ager



7. APPOINTMENT OF AUDITORS

It was noted that Messrs Deloitte & Touché LLP retired as Auditors of the Company at the conclusion of this Annual General meeting.

It was **resolved by majority vote** to appoint Messrs PricewaterhouseCoopers LLP (PWC) as the Auditors of the Company for the Financial Year ending 31 December 2026 and the Directors were authorized to fix the auditors' remuneration.

Two Shareholders, Messrs Nelson Ogeto and Stephen Irungu Kimani, objected to the appointment of PWC as the Company's Auditors and their objection was recorded accordingly.

CERTIFIED TRUE EXTRACT



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J.L.G MAONGA
COMPANY SECRETARY

Date: 20 May 2026