

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

**RESOLUTIONS PASSED AT THE NINETY SIXTH ANNUAL GENERAL MEETING OF THE
COMPANY HELD IN THE BALLROOM, NAIROBI SERENA HOTEL, ON TUESDAY 14 MAY 2024
AT 12.00 NOON**

1. APPROVAL OF MINUTES

It was **unanimously resolved** to approve the minutes of the Ninety Fifth Annual General Meeting held on 16 May 2023.

2. FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2023

It was **unanimously resolved** that the Financial Statements of the Company for the year ended 31 December 2023 together with the Chairman's Statement and the Directors' and Auditors' Reports thereon be adopted.

3. DIVIDEND

It was **unanimously resolved** to approve a first and final dividend of Kshs 24.00/- per share in respect of the Financial Year ended 31 December 2023 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 2023.

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 Dr John Kibunga Kimani, 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.
- iii) It was **unanimously resolved** that Mr Andrew Ndegwa Njoroge, 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.

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, 2015, the following directors be and are hereby re-elected to serve as Members of the Board Audit & Risk Committee in the ensuing Financial Year:-
 - a) Mr Daniel M Ndonye
 - b) Mr Stephen N Waruhiu
 - c) Mr Andrew N Njoroge



7. RE-APPOINTMENT OF AUDITORS

It was **unanimously resolved** to re-appoint Messrs Deloitte & Touché LLP as the Auditors of the Company for the Financial Year ending 31 December 2024 in accordance with the provisions of Section 721 (2) of the Kenyan Companies Act, 2015 and, in accordance with the provisions of Section 724 (1) of the Kenyan Companies Act, 2015, the Directors were authorized to fix the auditors' remuneration for the ensuing Financial Year.

CERTIFIED TRUE EXTRACT


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J.L.G MAONGA
COMPANY SECRETARY

Date: 14 May 2024