



# NOTICE OF THE 14TH ANNUAL GENERAL MEETING

# LIBERTY

## TO THE SHAREHOLDERS OF LIBERTY KENYA HOLDINGS Plc ("the Company)

NOTICE IS HEREBY GIVEN that the 14th Annual General Meeting of the Company will be held at the InterContinental Hotel, Nairobi, on Friday 7th June 2019 at 11.00 a.m. to conduct the following business:

### ORDINARY BUSINESS

- To table the proxies and note the presence of a quorum.
- To read the notice convening the meeting.
- To receive, consider and, if thought fit, adopt the Annual Report and the Audited Financial Statements for the year ended 31st December 2018, together with the Chairman's, Directors' and Auditors' Reports thereon.
- To approve a first and final dividend of Kenya Shillings 0.50 per ordinary share in respect of the Financial Year ended 31st December 2018 and to approve the closure of the Register of Members at the close of business on 7th June 2019, for one day, for the purposes of determining the qualifying members entitled to dividends.
- To approve the Directors' remuneration and the Directors' Remuneration Report as detailed in the Annual Report for the Financial Year ended 31st December 2018.
- In accordance with the provisions of Section 769 of the Companies Act, 2015, the following, being members of the

Board Audit and Risk Committee be appointed individually to continue to serve as members of the said Committee:-

• Mr Gayling May • Mr Peter Gethi • Mr Rajesh Shah

- To re-appoint Messrs KPMG Kenya as the External Auditors of the Company in accordance with the provisions of Section 721 of the Companies Act, 2015 and to authorise the Directors to fix their remuneration for the ensuing Financial Year in accordance with the provisions of Section 724 of the Companies Act, 2015.

### ANY OTHER BUSINESS

- To transact any other business of the Annual General Meeting of which due notice has been received.

BY ORDER OF THE BOARD

CAROLINE KIONI  
COMPANY SECRETARY  
Date: 17th May 2019

### ADDITIONAL NOTE

Since the publication of the results on 29th March 2019 the tax charge was amended to align to an updated tax calculation This impacts the consolidated accounts as follows:-

#### Statement of profit & Loss

|                   | Audited<br>Dec 2018 | Published<br>Dec 2018 | Previous Year<br>Dec 2017 |
|-------------------|---------------------|-----------------------|---------------------------|
| Profit before tax | 924,956             | 924,956               | 1,104,270                 |
| Taxation          | (375,430)           | (316,534)             | (429,697)                 |
| Profit after tax  | 549,526             | 608,422               | 674,573                   |

The above results in related changes in the Statement of Financial Position, Statement of Changes in Equity and EPS. Notwithstanding the adjustment, the operating subsidiaries solvency levels remain strong and well above the Regulatory requirements. The financial statements were audited by KPMG Kenya and received an unqualified audit opinion. The Audited Annual Financial Statements, which include the above amendment, will be made available in due course and posted on the website: [www.libertykenya.co.ke](http://www.libertykenya.co.ke).

#### NOTE:

- A member entitled to attend and vote at the above meeting and any adjournment thereof is entitled to appoint a proxy to attend and vote on his/her behalf. A proxy need not be a Member of the Company.
- A form of proxy may be obtained from the Company's Share Registrar, Comprite Kenya Limited, Crescent Business Centre, The Crescent off Parklands Road opp. MP Shah Hospital, Nairobi or the Company's registered office, Liberty House, Processional Way, Nairobi or the Company's website [www.libertykenya.co.ke](http://www.libertykenya.co.ke). To be valid, the form of Proxy must be duly completed by the member and returned to the Share Registrar or the Company's registered office not later than Wednesday 5th June 2019 at 11:00 a.m. In the case of a body corporate, the Proxy must be under its seal.
- Please ensure your contact details and dividend payment details are up to date with the Company Share Registrar. This can be done through your Broker.
- A copy of the entire Annual Report and Accounts may be viewed at the Company's website [www.libertykenya.co.ke](http://www.libertykenya.co.ke) or a printed copy may be obtained from the Company's Share Registrar at the address or the Company's registered office at Liberty House, Processional Way, Nairobi.