



LIBERTY KENYA HOLDINGS PLC

RESOLUTIONS PASSED AT THE 17TH ANNUAL GENERAL MEETING OF THE COMPANY HELD VIRTUALLY/VIA ELECTRONIC MEANS ON FRIDAY 7TH JUNE 2022 AT 11.00 AM.

The meeting being quorate, the shareholders resolved as follows:

ORDINARY RESOLUTIONS

1. REPORTS AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER 2021

The Report of the Chairman, Director's and the Audited Financial Statement for the year ended 31st December 2021 were received and considered.

The Chairman invited questions from Shareholders on the Financial Statements. Shareholders asked questions to, which the Chairman, and the CEO responded.

It was proposed by **STEPHEN IRUNGU KIMANI** and seconded by **ROSEBELL NJERI KARANJA** and **UNANIMOUSLY RESOLVED THAT** THAT the Audited Consolidated Financial Statements of the Company for the financial year ended 31st December 2021 together with the Directors' and Auditors' report thereon be and are hereby approved.

2. DIRECTORS SEEKING RE-ELECTION

The following director was duly elected to join the Board following the resolution of the shareholders dated 17th June 2022.

It was proposed by **JOSEPH MBWIRIA MUTE GITUMAH** and seconded by **PETER NGO THO KABIRU** and **RESOLVED BY MAJORITY** of shareholders THAT In accordance with Article 88 of the Company's Articles of Association, Mr. Mike du Toit, having retired as the Managing Director on 30th March 2022, was appointed as a non-executive director to fill a casual vacancy effective 1st April 2022, hereby retires at the dissolution of the meeting and, being eligible, offer himself for election; be and is hereby re-elected as a Director.

3. RISK AND AUDIT COMMITTEE MEMBERS SEEKING RE-ELECTION

It was proposed by **PAUL WAMBUA KIOKO** and seconded by **WILLIAM MUIGAI MWATHI** and **RESOLVED BY MAJORITY** of Shareholders that the following Directors being members of the Board Audit Committee be and are hereby appointed to continue to serve as members of the said Committee.

1. Mr. Peter Gethi
2. Ms. Rachel Mbai
3. Mr. Rajesh Shah

4. DIRECTOR'S REMUNERATION

It was proposed by **LILIAN KAREGI KIGANGA** and seconded by **SAMUEL KAMOTHO MWANGI** and **RESOLVED BY MAJORITY** that, the Director's report and the Directors' Remuneration Report on Remuneration paid to the Directors for the year ended 31 December 2021 be and are hereby approved and the Board is hereby authorized to fix the Director's remuneration for the year 2022.

5. RE-APPOINTMENT OF AUDITORS

It was proposed by **ANTONY MUCHIRI MURIUKI** and seconded by **RICHARD MURIUKI GITUTHE** and **RESOLVED BY MAJORITY** of shareholders that that the auditors, PricewaterhouseCoopers will continue in office in accordance with Sections 721 and 724 of the Companies Act 2015, and the directors are authorised to fix their remuneration.