

BRITAM HOLDINGS PLC

RESOLUTIONS PASSED AT THE 27TH ANNUAL GENERAL MEETING OF THE COMPANY HELD VIRTUALLY/VIA ELECTRONIC MEANS ON THURSDAY 29TH JUNE 2023 AT 10.00 AM.

The meeting being quorate, the shareholders resolved as follows:

ORDINARY RESOLUTIONS

1. REPORT AND FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST DECEMBER 2022

The Report of the Chairman, Director's and the Audited Financial Statement for the year ended 31st December 2022 were received and considered.

Shareholder ANTONY MUCHIRI MURIUKI proposed and STEPHEN KABUI KAMURU seconded the resolution. It was **RESOLVED BY MAJORITY** the Report of the Directors and the Financial Statements for the year ended 31st December 2022 as audited and reported by the company's Auditors now submitted to the meeting be and is hereby approved and adopted.

2. DIRECTORS RE-ELECTION

It was proposed by LYNETTE KAGEHA KISISWA and Seconded by EMILY WANJIKU WAIGANJO and **RESOLVED BY MAJORITY** of shareholders to re-elect Dr. Peter K Munga as Director.

It was proposed by EVERLYNE BUYANZI LICHOTI and Seconded by WILSON MURUKU KAMAU and **RESOLVED BY MAJORITY** of shareholders to re-elect Mr. Jimnah M. Mbaru as Director.

It was proposed by JOHNSON HENERY GICINGA and Seconded by JACKSON PETER WANGECI KINGORI and **RESOLVED BY MAJORITY** of shareholders to re-elect Africinvest III SPV 1 as Director.

It was proposed by SALOME WANJIRU WANJOHI and Seconded by CHRISTOPHER N KIHARA and **RESOLVED BY MAJORITY** of shareholders to re-elect Ms. Celestine Munda as Director.

It was proposed by ANTHONY MAGONDU XAVIER and Seconded by LORNA WAWUDA MASEGHE and **RESOLVED BY MAJORITY** of shareholders to re-elect Mr. Julius Mbaya as Director.

It was proposed by NAHASHON NJIHIA GICHARU and Seconded by GLADYS MORAA NYANGECHI and **RESOLVED BY MAJORITY** of shareholders to re-elect Mr. Lotfi Baccouche as Director.

It was proposed by KAIO KATHUU MBULUSI and Seconded by DAVID MWANIKI NDUATI and **RESOLVED BY MAJORITY** of shareholders to re-elect Ms. Susan Abisola as Director.

It was proposed by GRACE NJERI THUO and Seconded by SOPHIA AWINO OLOO and **RESOLVED BY MAJORITY** of shareholders to re-elect Mr. Tom Gitogo as Director.

3. DIRECTOR'S REMUNERATION POLICY

It was proposed by ALICE NDUTA MUNGAI and seconded by FAUZIAH NYAMBURA ABDALLA and **RESOLVED BY MAJORITY** to approve the Directors' Remuneration Policy for the year ended 31st December 2022.

4. DIRECTOR'S REMUNERATION REPORT

It was proposed by MATHEW MWANGI NJOROGE and seconded by GERALD IRUNGU MBUTHIA and **RESOLVED BY MAJORITY** to approve the Directors' Remuneration report and authorize the Board to fix the remuneration of Directors for the year ended 31st December 2022.

5. RE-APPOINTMENT AND REMUNERATION OF AUDITORS

It was proposed by PANICE BARONGO OMBUI Seconded by DAVID GATHIMBA NJOGU and **RESOLVED BY MAJORITY** of shareholders that the audit of the Company will continue to be undertaken by PricewaterhouseCoopers in accordance with section 721 and 724 of the Companies Act 2015 Act.

6. ELECTION OF MEMBERS OF THE BOARD AUDIT & RISK COMMITTEE

It was proposed by SALLY JEPKORIR KIBOR and Seconded by WAINANA MARY WANGARI and **RESOLVED BY MAJORITY** of shareholders to authorize Directors to

appoint Ms. Celestine Munda, Ms. Caroline Kigen & Ms. Susan Abisola as members of the Audit Committee of the Board.

BY ORDER OF THE BOARD



Ms. HILDA NJERU
Ag. COMPANY SECRETARY

29 JUNE 2023