

**BRITAM HOLDINGS PLC  
ANNUAL GENERAL MEETING**

**PROXY FORM**

**Britam Holdings Plc**  
**PO Box 30375 - 00100 GPO,**  
**Nairobi, Kenya**

**CDSC ACCOUNT NO.....**  
**SHAREHOLDER No. ....**  
**ID/REGISTRATION No. ....**

I/We ..... of (address)  
..... being a member/members of **BRITAM HOLDINGS PLC**  
hereby appoint: ..... of:  
(address) ..... TEL. No: ..... Email Address..... or failing  
him/her: ..... of:  
(address) ..... TEL. No: ..... Email Address.....  
and failing him/ her the Chairman of the meeting as my/ our proxy to vote for me/ us on my/ our behalf at the 2022 Annual General Meeting to be held on Wednesday, 8<sup>th</sup> June 2022 and at any adjournment thereof.

As witness my/our hand this .....day of ..... 2022

Signature(s)

.....  
.....

	<b>Agenda items</b>	<b>Accept</b>	<b>Reject</b>	<b>Dissenting Opinion</b>
	<b>ORDINARY BUSINESS:</b>			
3	To receive and, if approved, adopt the audited Consolidated Financial Statements for the year ended 31 December 2021, together with the Chairman's, the Directors' and Auditor's Reports thereon.			
4	To note that the Directors do not recommend the payment of a dividend for the financial year ended 31st December 2021.			
5	Directors: i) Mr Mohamed Karama retires at this meeting in accordance with Articles 91 & 92 of the Company's Articles of Association and being eligible, does not offer himself for re-election. ii) Ms Marianne Loner retires at this meeting in accordance with Articles 91 & 92 of the Company's Articles of Association and being eligible, does not offer herself for re-election. iii) Mr Kuria Muchiru who was appointed during the year retires in accordance with Article 114 of the Company's Articles of Association and being eligible, offers himself for re-election. iv) Mr Edouard Schmid who was appointed during the year retires in accordance with Article 114 of the Company's Articles of Association and being eligible, offers himself for re-election.			
6	In accordance to the provisions of Section 769 of the Companies Act 2015, the following directors being members of the Board Audit & Risk Committee be elected to continue to serve as members of the said committee: - a) Ms Caroline Kigen b) Ms Josephine Ossiya			
7	Directors' Remuneration: - a) To approve the Directors' Remuneration Policy as shown in the audited Financial Statements for the year ended 31 December 2021. b) To approve the Directors' Remuneration Report as shown in the audited			

	Financial Statements for the year ended 31 December 2021 and to authorize the Board to fix the remuneration of the Directors			
8	To re-appoint PricewaterhouseCoopers (PwC) as auditors in accordance with Section 721 (2) and 724 of the Companies Act, No.17 of 2015 and to authorize the Directors to fix their remuneration for the ensuing financial year in accordance with the provisions of Section 724 (1) of the Companies Act 2015.			

Notes:

1. If a member is unable to attend personally, this proxy form should be completed, duly signed and delivered to the offices of the Company's shares registrar, Image Registrars Limited, 5th floor Absa Towers (formerly Barclays Plaza), Loita Street, Nairobi, P.O Box 9287-00100 GPO Nairobi or be scanned and emailed to [britamagm@image.co.ke](mailto:britamagm@image.co.ke), to be received not later than 10.00 am, 6<sup>th</sup> June 2022 i.e. 48 hours before the meeting or any adjournment thereof.
2. Any person appointed as a proxy should submit his/her mobile telephone number to the Company no later than 6<sup>th</sup> June 2022 at 10.00 am.
3. Any proxy registration that is rejected will be communicated to the shareholder concerned no later than 7<sup>th</sup> June 2022 to allow time to address any issues.
4. This proxy form must be signed by the appointor or his attorney duly authorized in writing.
5. In case of a member being a corporate body, the Proxy Form must be under given under its common seal or under the hand of an officer or duly authorized attorney of such corporate body.
6. As a shareholder you are entitled to appoint one or more proxies to exercise all or any of your shareholder rights to attend and to speak and vote on your behalf at the meeting. The appointment of the Chairman of the meeting as proxy has been included for convenience. A proxy need not to be a shareholder of the Company.
7. Completion and submission of the Proxy Form will not prevent you from attending the meeting and voting at the meeting in person, in which case any votes cast by your proxy will be excluded.

**ELECTRONIC COMMUNICATIONS CONSENT FORM**

Please complete in BLOCK CAPITALS

Full name of Proxy: .....

Proxys' Mobile Number .....

Please tick the boxes below and return to Image Registrars at P.O. Box 9287 – 00100 Nairobi, 5 th Floor, Absa Towers (formerly Barclays Plaza), Loita Street:

**Approval of Registration**

I/WE approve to register to participate in the virtual Annual General Meeting to be held on 8<sup>th</sup> June 2022.

**Consent for use of the Mobile Number provided**

I/WE give my/our consent for the use of the mobile number provided for purposes of voting at the AGM

Signature: .....

Date: .....