

PROXY FORM



I/We,....., of....., being a shareholder/ shareholders of the above-named Company, hereby appoint....., of....., or failing him..... of..... as my/our proxy to attend and vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held on 30th May 2019 and at any adjournment thereof.

As witness my/our hand this..... day of2019

Signed.....

Signed.....

This Form is to be used *in favour of/against the resolutions. Unless otherwise instructed, the proxy shall vote as he thinks fit.

*Strike out whichever is not desired.

Agenda Item	Resolution	For	Against
4.	To adopt the audited Financial Statements for the FY ended 31 December 2018.		
5.	To approve a first and final dividend of Kshs 0.49 per share in respect of the FY ended 31 December 2018.		
6.	To approve the Remuneration Report of the Board in respect of the FY ended 31 December 2018.		
7. (a)	To re-elect Ms. Sharon Maviata (an Independent Non-Executive Director) in accordance with Articles 94 and 95.		
7. (b)	To re-elect Mr. Hosea Kimutai Kili (an Independent Non-Executive Director) in accordance with Articles 94 and 95.		
7. (c)	To re-elect Mr. Paul Vollant (a Non-Executive Director) in accordance with Articles 94 and 95.		
8 (i) (a)	To appoint Ms. Risper Alaro-Mukoto to continue serving as a member of Board Audit, Risk and Compliance Committee		
8 (i) (b)	To appoint Ms Nasim Devji to continue serving as a member of Board Audit, Risk and Compliance Committee		
8 (ii) (a)	To appoint Ms. Sharon Maviata to continue serving as a member of Board Audit, Risk and Compliance Committee		
8 (ii) (b)	To appoint Mr. Hosea Kimutai Kili to continue serving as a member of Board Audit, Risk and Compliance Committee		
9.	To re-appoint Messrs PricewaterhouseCoopers as the auditors for the FY ending 31 December 2019 and to authorize the Directors to fix their remuneration.		

Note:

- i) To be valid, a Form of Proxy must be duly completed by the member and must either be returned to the Company Secretary, P O Box 73248 – 00200 Nairobi, **Email: jmaonga@maongandonye.com** or to the Shares Registrars CDSC Registrars Limited, Occidental Plaza, Nairobi so as to arrive not later than 48 hours before the time fixed for the meeting, failing which, it will be invalid.
- ii) In the case of a corporate body, the proxy form must be executed under its common seal