

## CONSENT TO ACT AS NON-EXECUTIVE DIRECTOR REPRESENTING LISTED COMPANIES

I \_\_\_\_\_ of P. O. Box \_\_\_\_\_  
being the person in respect of whom \_\_\_\_\_ of  
P.O. Box \_\_\_\_\_ has given notice of intention to propose  
me as a candidate to be elected as a Non-Executive Director representing listed companies of the Nairobi Securities  
Exchange PLC at the Annual General Meeting to be held on 9<sup>th</sup> July 2020, do hereby notify you of my willingness  
to be so elected.

SIGNED this \_\_\_\_\_ day of \_\_\_\_\_ 2020.

\_\_\_\_\_  
SIGNATURE

### PLEASE NOTE:

1. Article 96 of the Articles of Association of Nairobi Securities Exchange PLC provides as follows:

*"No person, other than a Director retiring at a meeting, shall be eligible for appointment as a Director at any General Meeting, **unless not less than seven (7) nor more than twenty one (21) days before the day appointed for the meeting**, there shall have been delivered to the Secretary of the Company notice in writing signed by a shareholder duly qualified to attend and vote at the meeting for which the notice has been given, of his intention to propose such person for election, and **notice in writing, signed by the person to be proposed of his willingness to be elected.**"*

2. The Articles of Association of Nairobi Securities Exchange PLC defines "Non-Executive Director", "Executive Director" and "Trading Participant" as follows:

*"**Non-Executive Director**" means a Director who is not an Executive Director;*

*"**Executive Director**" means a Director who is appointed to be the holder of a full-time office of the Company pursuant to a contract of service with the Company, such office being one that entails involvement in the day to day management of the Company;*

*"**Trading Participant**" means a licensee of the CMA with Rights to Trade at the Nairobi Securities Exchange;*

3. To be valid, this Consent Form must be received by the Company Secretary; **E-mail: [kwaithaka@nse.co.ke](mailto:kwaithaka@nse.co.ke)** by **5.00 p.m. on Wednesday, 1<sup>st</sup> July 2020.**