

DIAMOND TRUST BANK KENYA LIMITED
(the "Company")

EXTRACT OF THE MINUTES OF THE 53RD ANNUAL GENERAL MEETING OF THE COMPANY HELD AT THE CRYSTAL BALL ROOM, LAICO REGENCY HOTEL, NAIROBI ON 23 MAY 2019 AT 11.00 A.M.

1/19 CONFIRMATION OF MINUTES

THAT the Minutes of the 52nd Annual General Meeting held on 24 May 2018 be and are hereby confirmed and that the Chairman be and is hereby authorised to sign the same as a true record thereof.

2/19 INTEGRATED REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018 TOGETHER WITH THE DIRECTORS' AND AUDITORS' REPORTS THEREON

THAT the Integrated Report and Financial Statements for the year ended 31 December 2018 together with the Directors' and Auditors' Reports thereon be and are hereby received and adopted.

3/19 CONFIRMATION OF THE FINAL DIVIDEND OF 65% ON THE ISSUED AND PAID- UP SHARE CAPITAL OF THE COMPANY AS RECOMMENDED BY THE BOARD OF DIRECTORS

THAT the payment of a final dividend of 65% on the issued and paid-up share capital of the Company, as recommended by the Directors, be and is hereby approved, and that the same be paid on or about 24 June 2019, to all the shareholders whose names appeared on the Register at the close of business on 24 May 2019.

4/19 RETIREMENTS BY ROTATION AND RE-ELECTION OF DIRECTORS

THAT Mr. Jamaludin Shamji, who retired in terms of Article 101 of the Company's Articles of Association, being eligible, be and is hereby re-elected as a Director of the Company.

THAT Mr. Moez Jamal, who retired in terms of Article 101 of the Company's Articles of Association, being eligible, be and is hereby re-elected as a Director of the Company.

5/19 APPOINTMENT OF MEMBERS OF THE BOARD AUDIT AND COMPLIANCE COMMITTEE

THAT in accordance with the provisions of Section 769 of the Companies Act, 2015, the following Directors, being members of the Board Audit and Compliance Committee, be elected to continue to serve as members of the said Committee:

- (a) Mr. Ismail Mawji
- (b) Mrs. Pamella Ager
- (c) Mr. Guedi Ainache
- (d) Mr. Irfan Keshavjee

6/19

DIRECTORS' REMUNERATION REPORT

THAT the Directors' Remuneration Report for the year 2018 be and is hereby unanimously approved and that the Directors be and are hereby authorized to fix the Directors Remuneration for the year 2019.

7/19

APPOINTMENT OF COMPANY AUDITOR

That KPMG Kenya be appointed to continue in office as the Company's external auditor.

8/19

REMUNERATION OF THE COMPANY AUDITOR

That the Directors be authorised to fix the remuneration of the Company's external auditor for the year ending 31 December 2019.

CERTIFIED TRUE EXTRACT:


DIAMOND TRUST BANK KENYA LTD.
COMPANY SECRETARY
P. O. Box 61711 - 00200
NAIROBI, KENYA.