

Our Ref: CMA/05/2019

27<sup>th</sup> May 2019

Mr. Paul Muthaura  
The Chief Executive Officer  
Capital Markets Authority  
Embankment Plaza  
Longonot Road, off Kilimanjaro Avenue  
**NAIROBI**

Dear Sir,

**RE: RESOLUTIONS OF 101<sup>ST</sup> ANNUAL GENERAL MEETING OF THE STANDARD  
GROUP PLC (“THE COMPANY”):**

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The following resolutions were passed by the shareholders of the Company at the 101<sup>st</sup> Annual General Meeting held on Friday, 24<sup>th</sup> May 2019 at 11.00 am, at The Standard Group Centre along Mombasa Road, Nairobi:

**1. AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> DECEMBER 2018:**

It was **unanimously resolved** that the Audited Financial Statements for the financial year ended 31<sup>st</sup> December 2018, together with the Chairman’s Statement, the Directors’ and Auditors’ Reports thereon be adopted.

**2. DIVIDEND:**

It was **unanimously resolved** that a first and final dividend of KES.0.60 per ordinary share for the Financial Year ended 31<sup>st</sup> December 2018, as recommended by Directors, payable on or about 23<sup>rd</sup> August 2019 to the Shareholders on the Register of Members at the close of business on 21<sup>st</sup> June 2019, be and is hereby approved.

**3. ELECTION OF DIRECTORS:**

3.1. It was **unanimously resolved** that **Mr. Samuel Lerionka Tiampati**, a Director who retired by rotation in accordance with Article 101 of the Company’s Articles of Association, be and is hereby re-elected as a Director of the Company.

3.2. It was **unanimously resolved** that **Dr. James Boyd Mcfie**, a Director who retired having attained the age of seventy years in accordance with the Code of Corporate Governance Practices for Issuers of Securities to the Public, 2015, be and is hereby re-elected as a Director of the Company.

3.3. It was **unanimously resolved** that in accordance with Section 769 of the Companies Act, 2015, the following Directors be and are hereby re-elected to continue serving as members of the

Finance & Audit Committee in the ensuing Financial Year: **Dr. Githinji Gitahi, Dr. James Boyd Mcfie, Mr. Shaun Zambuni, Dr. Julius Kipnetich and Ms. Juliana Rotich.**

4. **DIRECTORS' REMUNERATION:**

It was **unanimously resolved** that the Directors' remuneration together with the Directors Remuneration Report as indicated in the Financial Statements' for the year ended 31<sup>st</sup> December 2018, be and is hereby approved.

5. **AUDITORS:**

It was **unanimously resolved** that Messrs KPMG Kenya be re-appointed to continue in office as Auditors of the Company for the ensuing Financial year and the Directors be authorized to fix their remuneration.

**CERTIFIED TRUE EXTRACT**



**MILLICENT NG'ETICH**  
**COMPANY SECRETARY**

Cc: The Chief Executive Officer  
Nairobi Securities Exchange Limited  
55 Westlands Road,  
P. O. Box 43633 - 00100  
**NAIROBI**

Image Registrars  
Barclays Plaza, 5<sup>th</sup> Floor  
Loita Street  
**NAIROBI**