



# EAST AFRICAN BREWERIES LIMITED

## NOTICE OF ANNUAL GENERAL MEETING & FULL YEAR RESULTS (AUDITED)

Notice is hereby given that the Ninety-Seventh Annual General Meeting (AGM) of East African Breweries Limited will be held on **Wednesday, 18<sup>th</sup> September, 2019 at Safari Park Hotel, Ruaraka NAIROBI at 11.00 am** to transact the following business:

### ORDINARY BUSINESS:

- To receive, consider and if thought fit, adopt the Annual Report and Audited Financial Statements for the year ended 30<sup>th</sup> June 2019 together with the Directors Report and Auditors' Reports thereon.
- To confirm the interim dividend of Kshs 2.50/- per ordinary share paid on 11<sup>th</sup> April 2019, and approve a final dividend of Kshs 6.00/- per ordinary share payable net of withholding tax on or about 11<sup>th</sup> October 2019, to shareholders on the register at the close of business on 25<sup>th</sup> September 2019.
- Election of Directors:
  - Mr. John Ulanga was appointed during the financial year to fill a casual vacancy on the board. He retires in accordance with Article 116 of the Articles of Association and being eligible, offers himself for re-election.
  - Mr. Japheth Katto retires by rotation in accordance with Article 117 of the Articles of Association and being eligible, offers himself for re-election by virtue of Article 119 of the Articles of Association.
  - Dr. György Geiszl retires by rotation in accordance with Article 117 of the Articles of Association and being eligible, offers himself for re-election by virtue of Article 119 of the Articles of Association.
  - Mrs. Jane Karuku retires by rotation in accordance with Article 117 of the Articles of Association and being eligible, offers herself for re-election by virtue of Article 119 of the Articles of Association.
  - In accordance to the provisions of Section 769 of the Companies Act 2015, the following directors being members of the Board Audit & Risk Management Committee be elected to continue serving as members of the said Committee:
    - Dr. Martin Oduor-Otieno;
    - Mr. Japheth Katto;
    - Mr. Jimmy Mugerwa;
    - Mr. John Ulanga.

- To receive, consider and if thought fit approve the Directors' Remuneration Report for the year ended 30<sup>th</sup> June 2019, and approve consolidated fees of approximately Kshs 36,700,000/- for Independent Non-Executive Directors for the year ending 30<sup>th</sup> June 2020.
- To note that the auditors Messrs. PricewaterhouseCoopers (PwC) continue in office as auditors by virtue of Section 721 (2) of the Companies Act 2015 and to authorize the Board to fix their remuneration.
- To consider any other business of which notice will have been duly received.

### By order of the Board

Joyce N. Munene  
Group Company Secretary  
P.O. Box 30161-00100  
NAIROBI.

27<sup>th</sup> August, 2019

### NOTES

- A shareholder entitled to attend and vote at the meeting and who is unable to attend is entitled to appoint a proxy to attend and vote on his or her behalf. A proxy need not be a member of the Company.
- In case of a shareholder which is a body corporate, the proxy form must be completed by an officer or attorney of the body corporate duly authorised in writing.
- Shareholders who do not propose to be at the Annual General Meeting are requested to complete and return the proxy form to the Company Secretary at the registered office of the Company or to the Registrars – Custody & Registrars, 6<sup>th</sup> Floor Bruce House, Standard Street, P. O. Box 8484-00100 Nairobi - so as to arrive not later than 2.30pm on 16<sup>th</sup> September 2019, being not less than 48 hours before the time appointed for the meeting. Duly signed and dated proxy forms may also be emailed to proxy@candrgroup.co.ke in PDF format.
- In accordance with Article 180 of the Company's Articles of Association, a copy of the entire Annual Report and Financial Statements may be viewed and/or obtained from the Company's website (www.eabl.com).

## Financial Results for the year ended 30<sup>th</sup> June 2019

### Condensed consolidated income statement

	Year ended 30 June	
	2019	2018
	Kshs 'M	Kshs 'M
Revenue	82,543	73,457
Cost of sales	(44,426)	(41,052)
<b>Gross profit</b>	<b>38,117</b>	<b>32,405</b>
Total costs	(20,302)	(20,663)
<b>Profit before income tax</b>	<b>17,815</b>	<b>11,742</b>
Income tax expense	(6,300)	(4,486)
<b>Profit for the year</b>	<b>11,515</b>	<b>7,256</b>
<b>Basic Earnings per share</b>	<b>11.23</b>	<b>7.19</b>

### Condensed consolidated statement of financial position

	Year ended 30 June	
	2019	2018
	Kshs 'M	Kshs 'M
Total equity	16,155	11,652
Non-current liabilities	37,251	33,811
<b>Total equity and non-current liabilities</b>	<b>53,406</b>	<b>45,463</b>
<b>Non-current assets</b>	<b>57,463</b>	<b>49,721</b>
<b>Working capital</b>		
Current assets	29,602	21,526
Current liabilities	(33,659)	(25,784)
<b>Net assets</b>	<b>53,406</b>	<b>45,463</b>

### Condensed consolidated statement of changes in equity

Year ended 30 June 2019	Share capital & Share premium	Other reserves	Proposed dividend & Retained earnings	Non-controlling interest	Total equity
At 1 July 2017	3,273	(2,571)	11,684	(397)	11,989
Comprehensive income	-	(811)	5,683	1,517	6,389
Transactions with non-controlling interests	-	-	(5,694)	5,694	-
Shared based payments	-	(493)	540	-	47
Dividends	-	-	(5,931)	(843)	(6,774)
At 30 June 2018	3,273	(3,875)	6,282	5,971	11,651
Total comprehensive income for the year	-	576	8,804	2,673	12,053
Share based payments	-	(90)	-	-	(90)
Dividends	-	-	(6,326)	(1,133)	(7,459)
At 30 June 2019	3,273	(3,389)	8,760	7,511	16,155

### Condensed consolidated statement of cash flows

	Year ended 30 June	
	2019	2018
	Kshs 'M	Kshs 'M
Cash generated from operations	28,491	21,717
Net interest paid	(3,604)	(3,347)
Tax paid	(2,321)	(4,811)
<b>Net cash generated from operating activities</b>	<b>22,566</b>	<b>13,559</b>
Net cash used in investing activities	(11,546)	(10,492)
Net cash used in financing activities	(1,724)	(3,493)
<b>Net increase/(decrease) in cash and cash equivalents</b>	<b>9,296</b>	<b>(4,266)</b>
Cash and cash equivalents at start of year	3,187	3,318
Foreign exchange impact of translation	(14)	295
<b>Net increase/(decrease) in cash and cash equivalents</b>	<b>9,296</b>	<b>(4,266)</b>
Cash and cash equivalents at end of year	12,469	3,187

+ 12%  
Revenue

Kshs 11.5 billion  
Profit After Tax

Kshs 8.50 per share  
Total Dividend