

EAAGADS LIMITED

(INCORPORATED IN KENYA 5/54)

P.O. BOX 10 – 00232, RUIRU – KENYA

TEL: 020-8011041 CELL: 0733-633638

Directors:

E. Monari (Kenyan)

A. Rowell (British)

J. Kimemia (Kenyan)

TO ALL SHAREHOLDERS

NOTICE is hereby given that the Annual General Meeting of the members of Eaagads Limited (the Company) will be held on Wednesday, 25th September 2019 at Eaagads Estate, Eaagads Limited, White Sisters Road, off Thika-Mang'u Road, Thika at 11:00 a.m. to transact the following business:-

ORDINARY BUSINESS

1. To table the proxies received and confirm the presence of a quorum.
2. To read the notice convening the meeting.
3. To confirm the minutes of the Annual General Meeting held on Thursday, 26th September 2018.
4. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31 March 2019, together with the Directors' and Auditors' Reports thereon.
5. To note that the Directors do not recommend payment of a dividend in respect of the Financial Year ended 31 March 2019.
6. To re-elect Mr Andrew Rowell who retires at this meeting in accordance with the provisions of Articles 86 and 87 of the Company's Articles of Association, and, being eligible, offers himself for re-election.
7. To note that the Directors' did not receive any remuneration for the Financial Year ended 31 March 2019.
8. To note that Messrs Ernst & Young will continue in office as auditors of the Company in accordance with the provisions of Section 721 (2) of the Companies Act, 2015 and to authorise the Directors to fix the Auditors remuneration for the ensuing Financial Year in accordance with Section 724 (1) of the Companies Act, 2015.
9. Any other business of which due notice has been given.

SPECIAL BUSINESS

10. Change of Company Name

To consider and if thought fit to pass the following resolution as a special resolution, as recommended by the Directors:-

"That the name of the Company be and is hereby changed from "Eaagads Limited" to "Eaagads Plc" in compliance with Section 53 of the Companies Act, 2015 and with effect from the date set out in the Certificate of Change of Name issued in that regards by the Registrar of Companies".

BY ORDER OF THE BOARD



**KATHRYNE MAUNDU
COMPANY SECRETARY**

Date: 28 August 2019

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NOTES:

1. A member entitled to attend and vote at the above meeting is entitled to appoint a proxy to attend and vote in his stead.
2. To be valid, a form of Proxy must be duly completed by the member and must be lodged with the Company Secretary at Coulson Harney Advocates, 5th Floor, ICEA Lion Centre, West Wing, Riverside Park, Chiromo Road, P.O. Box 10643-00100, Nairobi, not later than twenty-four (24) hours before the meeting or any adjournment thereof. In the case of a body corporate, the proxy form must be executed under its common seal.
3. In the case of a member being a corporate, the proxy form must be completed under its common seal or under the hand of an officer or attorney duly authorised in writing.
4. In accordance with Section 670 of the Companies Act, 2015, a copy of the entire Annual Report and Accounts may be viewed on and obtained from the Company's website (www.eaagads.co.ke) from 28 August 2019. A copy of the Financial Statements will also be posted to each shareholder in line with the Company's Article of Association.
5. Registration of members and proxies attending the Annual General Meeting will commence at 8:00 a.m. on 25th September 2019. Production of a National Identity Card, a passport, a current Central Depository Statement of Account for shares held in the Company, or other acceptable means of identification will be required.
6. Transport will be provided to Shareholders on the day of the meeting from Jomoko Bus Stage, on Thika-Mang'u Road, opposite St. Vincentian Retreat Center, Thika to Eaagads Farm at 10:00 a.m. and back to the Jomoko Bus Stage, after the close of the meeting.