
RESOLUTIONS PASSED BY THE SHAREHOLDERS DURING THE NAIROBI SECURITIES EXCHANGE PLC (“THE COMPANY”) 69TH ANNUAL GENERAL MEETING HELD BY ELECTRONIC COMMUNICATION ON TUESDAY 30TH MAY 2023, AT 11.00 A.M. EAST AFRICA TIME

1. AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER 2022

It was **resolved** that the Audited Financial Statements for the year ended 31st December 2022, together with the Directors’ and Auditors’ Reports thereon be and are hereby approved and adopted.

2. DIVIDEND

It was **resolved** that the payment of a final dividend of Kshs. 0.20 per ordinary share, in respect of the Financial Year ended 31st December 2022 be and is hereby approved. It was further **resolved** that the closure of the Register of Members at the close of business on 30th May 2023 for one day for the purpose of determining the qualifying members entitled to dividends, be and is hereby approved.

3. DIRECTORS REMUNERATION

It was **resolved** that the Remuneration Report of the Board as detailed in the Integrated Report and Financial Statements for the Financial Year ended 31st December 2022 be and is hereby approved, and the Directors are authorized to fix their remuneration.

4. RE-ELECTION OF DIRECTORS

- a) It was **resolved** that in accordance with Articles 94 and 95 of the Company’s Articles of Association, Mr. Michael Tuner, who retires by rotation and being eligible for re-election, be and is hereby re-elected as an Independent Non-Executive Director;
- b) It was **resolved** that in accordance with Articles 94 and 95 of the Company’s Articles of Association, Ms. Risper Alaro-Mukoto, who retires by rotation and being eligible for re-election, be and is hereby re-elected as a Non-Executive Director representing Listed Companies; and
- c) It was **resolved** that in accordance with Articles 94 and 95 of the Company’s Articles of Association, Mr. Paul Mwai, who retires by rotation and being eligible for re-election, be and is hereby re-elected as a Non-Executive Director representing Trading Participants.

5. RE-APPOINTMENT OF THE MEMBERS OF THE BOARD AUDIT, RISK AND COMPLIANCE COMMITTEE

It was **resolved** that in accordance with the provisions of Section 769 of the Companies Act, 2015, the following directors, being members of the Board Audit, Risk and Compliance Committee, be re-appointed individually to continue to serve as members of the said Committee:

- a) Mr. John Niepold
- b) Ms. Risper Alaro-Mukoto;
- c) Ms. Isis Nyong'o Madison; and
- d) Mr. Michael Turner.

6. APPOINTMENT OF AUDITORS AND APPROVAL OF AUDITOR'S REMUNERATION

It was **resolved** that in accordance with the provisions of Section 721 of the Companies Act, 2015 Messrs. Deloitte & Touche LLP be and are hereby re-appointed as the auditors for the Financial Year ending 31st December 2023 and the Directors are in accordance with the provisions of Section 724 of the Companies Act 2015, hereby authorized to fix the Auditors' remuneration.

CERTIFIED TRUE EXTRACT



KURIA K. WAIHAKA
COMPANY SECRETARY

30TH MAY 2023