



Power for better living

CAR & GENERAL (KENYA) plc

EXTRACT FROM MINUTES OF THE EIGHTY-THIRD ANNUAL GENERAL MEETING OF CAR & GENERAL (KENYA) PLC HELD ON THURSDAY, 23RD MARCH 2023 AT 10:00 A.M. ELECTRONICALLY

ORDINARY BUSINESS

1 REPORT AND FINANCIAL STATEMENTS

Mr. Alois Wafula Chami proposed that the Directors' report and the audited financial statements for the year ended 30th September 2022 be and are hereby received.

Ms. Elizabeth Gathoni Kahu seconded the resolution which was put to the meeting.

2 DIRECTORS' REMUNERATION REPORT & POLICY

Mr. Joseph M Mute Gitumah proposed that the Directors' Remuneration Report and the Directors' Remuneration Policy be approved as it appears in the report for the year ended 30th September 2022.

Mr. John Wanga Otuoma seconded the resolution which was put to the meeting.

3 DIVIDEND

Mr. Stephen Irungu Kimani proposed that a dividend of KES 0.80 per share as recommended by the Directors be approved.

Mr. Geoffrey Bethuel Maoga seconded the resolution which was put to the meeting.

4 ELECTION OF DIRECTORS

a. Mr. John Wanga Otuoma proposed that Mr N Ng'ang'a, who retires by rotation and being eligible, offers himself for re-election.

Mr. Alois Wafula Chami seconded the resolution which was put to the meeting.

b. Ms. Lydia Wangari Kariuki proposed that Mr P Shah who retires by rotation and being eligible, offers himself for re-election.

Ms. Salome Njari Njenga seconded the resolution which was put to the meeting.

5 AUDIT COMMITTEE

Mr. Jones Kavivya Nzau proposed that Mr P Shah (Chairman), Mr M Soundararajan, Mr S P Gidoomal and Mr C M Ngini being members of the Audit Committee be re-appointed to

al



Power for better living

continue to serve as members of the said Audit Committee in accordance with the Companies Act, 2015.

Ms. Lilian Karegi Kiganga seconded the resolution which was put to the meeting.

6 AUDITORS' REMUNERATION

Ms Sally Jepkorir Kibor proposed that Deloitte & Touche be appointed as the auditors of the Company in terms of section 721 of The Companies Act, 2015 in respect of the period ending at the conclusion of the next general meeting and that the Directors be authorized to fix the remuneration of the auditors, Deloitte & Touche.

Mr. Stephen Irungu Kimani seconded the resolution, which was put to the meeting.

SPECIAL BUSINESS

7 CHANGE OF YEAR END

Mr. Ndirangu Ngunjiri representing Nditronics Communications proposed, and it was seconded by Ms. Sally Jepkorir Kibor that the following resolution be passed as an Ordinary Resolution:

"That the Financial Year end of the Company be and is hereby changed from 30th September to 31st December with immediate effect".

The resolution was put to the meeting.

8 VOTING RESULTS

The shareholders were directed to cast their votes. The Company Secretary, Mr C Nyukuri, then announced the results of the voting as presented by Image Registrars Limited, who had been mandated as Virtual Annual General Meeting service providers. The results are annexed to these minutes as Appendix I.

CERTIFIED TRUE EXTRACT



CONRAD NYUKURI – COMPANY SECRETARY