

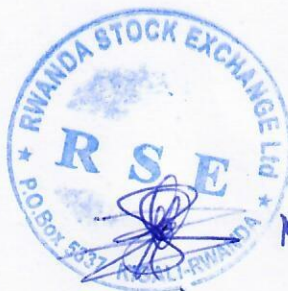


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25 May 2023

**Mr. Wycliffe Shamiah,**  
Chief Executive Officer,  
Capital Markets Authority,  
Embankment Plaza, 3<sup>rd</sup> Floor,  
P. O. Box 74800 – 00200,  
**NAIROBI.**



*May 25 / 2023*

Dear Sir,

**RE: 52<sup>ND</sup> KCB GROUP PLC ELECTRONIC ANNUAL GENERAL MEETING  
RESOLUTIONS AND ANNOUNCEMENT OF POLLING RESULTS**

We are pleased to advise that the KCB Group PLC 52<sup>nd</sup> electronic Annual General Meeting was held successfully on Thursday 25 May 2023.

Please find attached the resolutions passed by the shareholders who registered and participated in the meeting together with the results from the poll conducted. The poll results will be published in the local dailies within 24 hours.

Yours faithfully,

**BONNIE OKUMU**  
**COMPANY SECRETARY**  
**\*Encl.**

**cc:**

The Chief Executive Officer,  
Nairobi Securities Exchange,  
The Exchange,  
55 Westlands Road,  
**NAIROBI.**

The Chief Executive Officer,  
Dar es Salaam Stock Exchange,  
Golden Jubilee Towers, 14th Floor,  
P. O. Box 70081,  
**Dar es Salaam, TANZANIA.**

The Chief Executive Officer,  
Rwanda Stock Exchange,  
RSE KCT Building, 1<sup>st</sup> Floor,  
P. O. Box 5337, KN 81 ST,  
**Kigali, RWANDA.**

The Chief Executive Officer,  
Uganda Securities Exchange,  
UAP Nakawa Business Park, Block A,  
Plot 3-5 New Port-Bell Road,  
P. O. Box 23552  
**Kampala, UGANDA**



## KCB GROUP PLC

(Incorporated in Kenya under the Companies Act, 2015, Laws of Kenya)  
(Registration Number C 9/88)

### 52<sup>ND</sup> ANNUAL GENERAL MEETING POLLING RESULTS

The Board of Directors of KCB GROUP PLC is pleased to announce the results of voting for the resolutions that were put forward for determination by shareholders at the Annual General Meeting held on Thursday, 25 May 2023.

The Poll was conducted by Image Registrars and scrutineered by PWC Kenya.

#### RESOLUTION

	FOR		AGAINST		ABSTAIN	VERDICT
	VOTES	%	VOTES	%		
1. That the Audited Consolidated Financial Statements for the year ending 31 December 2022 together with the reports of the Directors, the Group Chairman, the Group Chief Executive Officer, and the Auditor thereon be and are hereby adopted.	1,198,671,204	99.6862%	3,772,756	0.3137%	36,274,264	PASSED
2. To confirm the interim dividend of KShs. 1.00 per ordinary share paid on 13 January 2023 and to declare a final dividend of Kshs. 1.00 per ordinary share, payable, net of withholding tax, on or about 26 May 2023 to shareholders on the Register of Members at the close of business on 6 April 2023 be and is hereby approved.	1,234,844,836	99.6873%	3,872,999	0.3126%	389	PASSED
3. That in accordance with the provisions of Section 769 of the Companies Act, 2015, the following directors, being members of the Board Audit & Risk Committee be elected to continue to serve as members of the said Committee: Mr. Lawrence Njiru, Mr. Ahmed Mahmoud, Dr. Obuya Bagaka, Mrs. Alice Kirenge and Ms. Anuja Pandit	1,226,489,515	99.0130%	12,225,231	0.9869%	3,478	PASSED
4. That the Directors' Remuneration Report is approved and that the Board is hereby authorized to fix the remuneration of Directors.	1,237,056,834	99.8674%	1,641,775	0.1325%	19,615	PASSED
5. That Messrs. PricewaterhouseCoopers, Certified Public Accountants, are appointed as the Auditors of the Company until conclusion of the next Annual General Meeting and that the Directors are hereby authorized to fix the Auditors' remuneration.	1,217,795,002	98.3109%	20,922,488	1.6890%	734	PASSED

#### ELECTION OF DIRECTORS

We present the results of the election of Directors as follows:

DIRECTOR	VOTES FOR	%	VOTES AGAINST	%	ABSTAINED
1. Mr. Ahmed Mohamoud	1,238,503,524	99.9831 %	208,850	0.0168 %	5,850
2. Dr. Obuya Bagaka	290,031,865	23.4139 %	948,683,633	76.5860 %	2,726
3. C. S. National Treasury	1,229,596,071	99.2639 %	9,118,106	0.7360 %	4,047
4. Ms. Anuja Pandit	1,218,787,102	98.3910 %	19,930,388	1.6089 %	734
5. Dr. Joseph Kinyua	1,238,520,332	98.9842 %	195,038	0.0157 %	2,854

Consequently based on the votes cast as shown above, the following persons were duly elected to join the board:

DIRECTOR	VOTES FOR	%
1. Mr. Ahmed Mohamoud	1,238,503,524	99.9831 %
2. C. S. National Treasury	1,229,596,071	99.2639 %
3. Ms. Anuja Pandit	1,218,787,102	98.3910 %
4. Dr. Joseph Kinyua	1,238,520,332	98.9842 %

#### DECISION

The resolutions as presented to the shareholders were approved having garnered a majority of the votes cast.

The Board of Directors wish to thank all our shareholders who registered and participated in the virtual Annual General Meeting

#### BY ORDER OF THE BOARD

**BONNIE OKUMU**

**COMPANY SECRETARY**