



**EQUITY GROUP HOLDINGS PLC**  
**(the “Company”)**

**RESOLUTIONS PASSED AT THE TWENTY FIRST ANNUAL GENERAL MEETING OF THE COMPANY HELD VIA ELECTRONIC MEANS ON WEDNESDAY, 25<sup>TH</sup> JUNE 2025.**

**MIN 1/2025 AUDITED FINANCIAL STATEMENTS, DIRECTORS’ REMUNERATION REPORT FOR THE YEAR ENDED 31<sup>ST</sup> DECEMBER 2024, TOGETHER WITH THE CHAIRMAN’S, DIRECTORS’ AND AUDITORS’ REPORTS THEREON.**

**THAT** the Audited Financial Statements and Directors’ Remuneration Report for the year ended 31<sup>st</sup> December 2024, together with the Chairman’s, Directors’ and Auditors’ Reports thereon laid before the meeting be and are hereby received and adopted.

**MIN 2/2025 DIVIDEND**

**THAT** a first and final dividend of KES 4.25/- per share in respect of the financial year ended 31<sup>st</sup> December 2024, to be paid on or about 30<sup>th</sup> June 2025 to the Shareholders on the register of members as at the close of business on 23<sup>rd</sup> May 2025 be and is hereby approved.

**MIN 3/2025 REMUNERATION OF DIRECTORS**

**THAT** Directors’ Remuneration Report and the remuneration paid to the Directors for the financial year ended 31<sup>st</sup> December 2024 be and is hereby approved.

**MIN 4/2025 ELECTION OF DIRECTORS**

- a) **THAT** Mrs. Farida Khambata who was appointed by the Board on 26<sup>th</sup> August 2024, retired from office in accordance with Article 101 of the Company’s Articles of Association and being eligible, be and is hereby elected as a Director.
- b) **THAT** Mr. Nick O’Donohoe who was appointed by the Board on 14<sup>th</sup> March 2025, retired from office in accordance with Article 101 of the Company’s Articles of Association and being eligible, be and is hereby elected as a Director, subject to regulatory approval.
- c) **THAT** Dr. Aloysius Uche Ordu who was appointed by the Board on 14<sup>th</sup> March 2025, retired from office in accordance with Article 101 of the Company’s Articles of Association and being eligible, be and is hereby elected as a Director, subject to regulatory approval.

- d) **THAT** Mr. Obadiah Biraro who was appointed by the Board on 14<sup>th</sup> March 2025, retired from office in accordance with Article 101 of the Company's Articles of Association and being eligible, be and is hereby elected as a Director, subject to regulatory approval.
- e) **THAT** Ms. Lakshmi Shyam-Sunder who was appointed by the Board on 12<sup>th</sup> May 2025, retired from office in accordance with Article 101 of the Company's Articles of Association and being eligible, be and is hereby elected as a Director, subject to regulatory approval.
- f) **THAT** Eng. David Mutombo who was appointed by the Board on 14<sup>th</sup> March 2025, retired from office in accordance with Article 101 of the Company's Articles of Association and being eligible, be and is hereby elected as a Director, subject to regulatory approval.

**MIN 5/2025 APPOINTMENT OF MEMBERS OF THE BOARD AUDIT COMMITTEE**

- a) **THAT** Mr. Obadiah Biraro be and is hereby appointed to serve as a member of the Board Audit Committee in accordance with the provisions of Section 769 of the Companies Act, CAP 486, Laws of Kenya.
- b) **THAT** Dr. Aloysius Uche Ordu be and is hereby appointed to serve as a member of the Board Audit Committee in accordance with the provisions of Section 769 of the Companies Act, CAP 486, Laws of Kenya.
- c) **THAT** Ms. Lakshmi Shyam-Sunder be and is hereby appointed to serve as a member of the Board Audit Committee in accordance with the provisions of Section 769 of the Companies Act, CAP 486, Laws of Kenya.
- d) **THAT** Dr. Evanson Baiya be and is hereby appointed to continue to serve as a member of the Board Audit Committee in accordance with the provisions of Section 769 of the Companies Act, CAP 486, Laws of Kenya.

**MIN 6/2025 APPOINTMENT OF COMPANY AUDITOR**

**THAT** the Company's external auditors, PricewaterhouseCoopers who were first appointed in 2017 as auditors of the Company, being eligible and having expressed their willingness, be and are hereby appointed to continue as auditors of the Company until the conclusion of the next Annual General Meeting in accordance with Section 721 of the Companies Act, CAP 486, Laws of Kenya, and the Directors be and are hereby authorized to fix their remuneration.

**MIN 7/2025 APPROVAL OF POLICIES PURSUANT TO REGULATION 8.21 OF THE THIRTEENTH SCHEDULE TO THE CAPITAL MARKETS (PUBLIC OFFERS, LISTINGS AND DISCLOSURES) REGULATIONS, 2023**

- a) **THAT** the Directors' remuneration policy be and is hereby approved.
- b) **THAT** the Stakeholder engagement policy be and is hereby approved.
- c) **THAT** the Transparency and disclosure policy be and is hereby approved.
- d) **THAT** the Dispute resolution policy be and is hereby approved.

e) **THAT** the Board appointment policy and procedure be and is hereby approved.

**MIN 8/2025 ESTABLISHMENT OF A REPRESENTATIVE OFFICE FOR EQUITY GROUP HOLDINGS PLC (THE COMPANY) IN THE UNITED ARAB EMIRATES (U.A.E.)**

**THAT** the establishment, subject to obtaining the requisite regulatory approvals, of the representative office for the Company in the United Arab Emirates (U.A.E.) (the Representative Office in the U.A.E), be and is hereby approved; and

**THAT** the Board of Directors of the Company be and are hereby authorized to take all actions necessary to effect the establishment of the Representative Office in the U.A.E., including but not limited to executing and filing all necessary documents and agreements and paying all associated fees and expenses and putting in place all the necessary structures, commercial arrangements and any ancillary arrangements relating to the conduct and undertaking of the business of the Representative Office in the U.A.E.

**BY THE ORDER OF THE BOARD**



**LYDIA NDIRANGU  
GROUP COMPANY SECRETARY**