



# KCB GROUP PLC.

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

## 55<sup>TH</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 21 May 2026.

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

RESOLUTION	Voted In Favour	% In Favour	Voted Against	% Against	Abstained	Verdict
That the Audited Consolidated Financial Statements for the year ended 31 December 2025 together with the reports of the Directors, the Group Chairman, the Group Chief Executive Officer and the Auditor thereon be and are hereby adopted.	1,057,947,932	94.82%	57,820,434	5.18%	0	PASSED
To confirm the interim and special dividend of KShs. 4.00 per ordinary share paid on 11 November 2025 and to declare a final and special dividend of KShs. 3.00 per ordinary share, payable, net of withholding tax, on or about 22 May 2026 to shareholders on the Register of Members at the close of business on 2 April 2026.	1,115,762,203	100.00%	6,163	0.00%	0	PASSED
That in accordance with Articles 94, 95 and 96 of the Company's Articles of Association, Mr. Lawrence Njiru retires by rotation, and being eligible, offers himself for re-election.	1,115,752,178	100.00%	16,188	0.00%	0	PASSED
That in accordance with Articles 94, 95 and 96 of the Company's Articles of Association, Ms. Anuja Pandit retires by rotation, and being eligible, offers herself for re-election.	1,108,425,597	99.34%	7,342,769	0.66%	0	PASSED
That in accordance with Articles 94, 95 and 96 of the Company's Articles of Association, Mr. William Asiko retires by rotation, and being eligible, offers himself for re-election.	1,115,763,183	100.00%	5,183	0.00%	0	PASSED
That in accordance with Article 101 of the Company's Articles of Association, Mrs. Lyn Mengich, having been appointed by the Board to fill a casual vacancy, retires from the Board and being eligible offers herself for election.	1,065,116,424	95.46%	50,651,942	4.54%	0	PASSED
That in accordance with the provisions of guideline 2.5 of the Code of Corporate Governance Practices for Issuers of Securities to the Public, 2015, Dr. Joseph Kinyua, having attained the age of 70, retires from the Board and being eligible and having expressed his willingness to continue serving as a director, offers himself for re-election.	1,115,684,664	99.99%	83,702	0.01%	0	PASSED
That in accordance with the provisions of Section 769 of the Companies Act, 2015, the following directors, being members of the Board Audit Committee and, subject to being re-elected to continue to serve as directors as may be applicable, be and are hereby elected to continue to serve as members of the said Committee:						
i. Mrs. Agnes Lutukai	1,081,856,387	96.96%	33,911,979	3.04%	0	PASSED
ii. Mr. Ahmed Mohamud	1,097,045,895	98.32%	18,722,471	1.68%	0	PASSED
iii. Ms. Anuja Pandit	1,105,896,100	99.12%	9,872,266	0.88%	0	PASSED
That the Directors' Remuneration Report is approved and that the Board is hereby authorized to fix the remuneration of Directors.	1,107,284,401	99.24%	8,483,965	0.76%	0	PASSED
That KPMG Kenya, Certified Public Accountants, are appointed as the new Auditors of the Company in place of PriceWaterhouseCoopers, Certified Public Accountants who have served as the Company's auditors for a period of six years (and whose term expires at the end of this meeting), until conclusion of the next Annual General Meeting.	1,115,735,991	100.00%	32,375	0.00%	0	PASSED
That the Directors are hereby authorized to fix the remuneration of the Auditors.	1,100,859,326	98.66%	14,909,040	1.34%	0	PASSED

### 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