

7th May, 2018

The Chief Executive Officer
Rwanda Stock Exchange (RSE) Ltd 1st Floor
Kigali City Tower (KCT), KN 81 St, Kiyovu, Nyarugenege
P.O. Box 3882
Kigali, Rwanda



Attn: Mr. Celestin Rwabukumba
Advance copy by email: info@rse.rw

Dear Sir,

RE: ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF EQUITY GROUP HOLDINGS PLC

The Annual General Meeting of the shareholders of Equity Group Holdings PLC was held on 3rd May, 2018, at Kenyatta International Convention Centre (KICC), Nairobi.

In accordance with the provisions of the Companies Act, 2015 on convening of general meetings and passing of company resolutions and the continuing listing obligations, we attach an extract from the minutes of the Annual General Meeting of the Shareholders.

Thank you for your continued support.

Yours faithfully,
Equity Group Holdings PLC



Mary Wangari Wamae
Group Executive Director

SHAREHOLDERS RESOLUTIONS

EXTRACT FROM THE MINUTES OF THE FOURTEENTH ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF EQUITY GROUP HOLDINGS PLC (THE COMPANY) DULY CONVENED, HELD AND CONSTITUTED AT KENYATTA INTERNATIONAL CONVENTION CENTRE (KICC), NAIROBI, ON 3RD MAY, 2018.

PRESENT

- | | |
|-------------------------|-------------------------------|
| 1. Dr. Peter Munga | Chairman |
| 2. Dr. James Mwangi | Group Managing Director & CEO |
| 3. Dr. Helen Gichohi | Director |
| 4. Mr. Deepak Malik | Director |
| 5. Mr. Vijay Gidoomal | Director |
| 6. Prof. Isaac Macharia | Director |
| 7. Mrs. Mary Wamae | Secretary |

ABSENT WITH APOLOGIES

- | | |
|---------------------------|----------|
| 1. Mr. Dennis Aluanga | Director |
| 2. Mr. David Ansell | Director |
| 3. Mrs. Evelyn Rutagwenda | Director |

The meeting being quorate, the shareholders unanimously resolved:

- i. That the Integrated Report, Audited Financial Statements and Directors' Remuneration Report for the year ended 31st December, 2017, together with the Chairman's, Directors' and Auditors' Reports thereon laid before the meeting be and are hereby received and adopted.
- ii. That a first and final dividend for the year ended 31st December, 2017 of KSHS 2.00/= per share, subject to withholding tax, where applicable, be and is hereby approved.
- iii. That the meeting hereby confirms the remuneration of directors for the year ended 31st December, 2017.
- iv. That Dr. Peter Kahara Munga, having attained the age of seventy years, retires from office in terms of Clause 2.5 of the Capital Markets Code of Corporate Governance Practices for Issuers of Securities to the Public 2015, be and is hereby re-elected as a director.
- v. That Mr. David Ansell, having attained the age of seventy years, retires from office in terms of Clause 2.5 of the Capital Markets Code of Corporate Governance Practices for Issuers of Securities to the Public 2015, be and is hereby re-elected as a director.
- vi. That Mrs. Mary Wamae, having been appointed by the Board as a director on 27th July, 2017 be and is hereby elected as a director.
- vii. That Mr. Vijay Gidoomal, having been appointed by the Board as a director on 28th April, 2017 be and is hereby elected as a director.
- viii. That Prof. Isaac Macharia, having been appointed by the Board as a director on 1st March, 2017 be and is hereby elected as a director.

- ix. That Mrs. Evelyn Rutagwenda be and is hereby appointed to continue to serve as a member of the Board Audit Committee.
- x. That Mr. Dennis Aluanga be and is hereby appointed to continue to serve as a member of the Board Audit Committee.
- xi. That Mr. David Ansell be and is hereby appointed to continue to serve as a member of the Board Audit Committee.
- xii. That Mr. Vijay Gidoomal be and is hereby appointed to continue to serve as a member of the Board Audit Committee.
- xiii. That the Company's external auditors, PricewaterhouseCoopers (PWC), being eligible and having expressed their willingness, be and are hereby authorized to continue in office in accordance with section 721 of the Companies Act, No. 17 of 2015 and the directors are hereby authorized to fix their remuneration.
- xiv. That the set-up of the Employee Share Ownership Scheme structure for Equity Bank Congo through the issuance and allotment of 125,371 ordinary shares in Equity Bank Congo to the ESOP (ESOP shares) amounting to 5% of the issued share capital of Equity Bank Congo be and is hereby approved.

IT IS HEREBY CERTIFIED THAT the above is a true extract from the Minutes of the meeting of the Annual General Meeting of the Company and that the Resolutions set forth above were duly passed.

Director: 

Secretary: 

Date: 2/5/18

Mary W. Wamae
CPS Registration No. 1753
P. O. Box 10463 - 00100,
NAIROBI.

SHAREHOLDERS RESOLUTIONS

EXTRACT FROM THE MINUTES OF THE FOURTEENTH ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF EQUITY GROUP HOLDINGS PLC (THE COMPANY) DULY CONVENED, HELD AND CONSTITUTED AT KENYATTA INTERNATIONAL CONVENTION CENTRE (KICC), NAIROBI, ON 3RD MAY, 2018.

PRESENT

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| 1. Dr. Peter Munga | Chairman |
| 2. Dr. James Mwangi | Group Managing Director & CEO |
| 3. Dr. Helen Gichohi | Director |
| 4. Mr. Deepak Malik | Director |
| 5. Mr. Vijay Gidoomal | Director |
| 6. Prof. Isaac Macharia | Director |
| 7. Mrs. Mary Wamae | Secretary |

ABSENT WITH APOLOGIES

- | | |
|---------------------------|----------|
| 1. Mr. Dennis Aluanga | Director |
| 2. Mr. David Ansell | Director |
| 3. Mrs. Evelyn Rutagwenda | Director |

The meeting being quorate, the shareholders unanimously resolved:

- i. That the Company's external auditors, PricewaterhouseCoopers (PWC), being eligible and having expressed their willingness, be and are hereby authorized to continue in office in accordance with section 721 of the Companies Act, No. 17 of 2015 and the directors are hereby authorized to fix their remuneration.

IT IS HEREBY CERTIFIED THAT the above is a true extract from the Minutes of the meeting of the Annual General Meeting of the Company and that the Resolutions set forth above were duly passed.

Director:

Secretary:

Date: 3/5/18

Mary W. Wamae
CPS Registration No. 1753
P. O. Box 10463 - 00100,
NAIROBI.