



**KENYA RE**  
STRENGTH & WISDOM BEYOND BORDERS

# Confidential

**RESOLUTIONS OF THE TWENTY SECOND ANNUAL GENERAL MEETING OF THE KENYA REINSURANCE CORPORATION LIMITED HELD VIRTUALLY ON FRIDAY 9<sup>TH</sup> OCTOBER 2020 AT 11.00 A.M.**

1. That the Audited Financial Statements for the year ended 31<sup>st</sup> December 2019 together with the Directors' and Auditors' Report thereon be and are hereby adopted.
2. That a first and final dividend of Kshs. 0.10 per share be and is hereby declared payable to all shareholders on the register as at the close of business on 9<sup>th</sup> October 2020 to be paid on or about 20<sup>th</sup> November 2020.
3. That the directors' remuneration report for 2019 be and is hereby approved.
4. That the Auditor General or an audit firm appointed by him shall continue to audit the Corporation's accounts in accordance with Section 14 of the State Corporations Act and Section 23 of the Public Audit Act 2015.
5. That the Directors be and are hereby authorized to fix the auditors' remuneration.
6. That the Directors be and are hereby authorized to appoint members of the Board Audit Committee.
7. That Mrs. Nasra Ibrahim Ibren, Mr. Michael Ombabah Monari and Amb. Peter Oloishorua Ole Nkuraiya be and are hereby elected to the Board of Directors.

**SPECIAL BUSINESS**

**8. Amendment to the Articles of Association of the Company**

It was unanimously **RESOLVED**:

"That Articles 62, 67 and 72 of the Articles of Association of the Company be and are hereby amended to provide for holding of Annual General Meetings and Extraordinary General Meetings virtually and for voting to be carried by electronic means."

DATED THIS 9<sup>TH</sup> DAY OF OCTOBER 2020

NGUNJIRI KARIUKI  
CERTIFIED PUBLIC SECRETARY  
REGISTRATION No R/CPS B/2305  
P. O. Box 30271 -- 00100, NAIROBI

**CHARLES KARIUKI**

**CORPORATION SECRETARY**

