



20th May 2021

Mr Wycliffe Shamiah
The Chief Executive
Capital Markets Authority
Embankment Plaza, 3rd Floor
Upperhill, Longonot Road
(Off Kilimanjaro Avenue)
NAIROBI

Dear Sir,

STANBIC HOLDINGS PLC – RESOLUTIONS PASSED AT THE ANNUAL GENERAL MEETING HELD ON FRIDAY 20TH MAY 2021

The above subject matter refers.

We held our 2021 Annual General Meeting (AGM) on Thursday 20th May 2021 as a virtual meeting by electronic means from 11:00 a.m. The shareholders passed all the resolutions circulated in the Notice for the AGM. Accordingly, the resolutions passed were as follows:

1. Approval for the payment of a final dividend of Kes3.80 per share for the year ended 31st December 2020.
2. Mr Peter N. Gethi, due to retire by rotation at the conclusion of the meeting, and who was eligible for re-election, was re-elected as a Director on the Board of the Company.
3. Ms Dorcas F. Kombo, due to retire by rotation at the conclusion of the meeting, and who was eligible for re-election, was re-elected as a Director on the Board of the Company
4. Mr Samuel N. Gikandi, a Director appointed to the Board to fill a casual vacancy, who was due to retire at the conclusion of the meeting and having been recommended by the Board, was elected as a Director on the Board of the Company.
5. The Directors' remuneration report for the year ended 31st December 2020 as included in the Annual Report was approved.
6. The Directors' remuneration policy included in the Annual Report was approved.
7. Messrs KPMG were duly appointed as the Company's Auditors for the year ending 31st December 2021.
8. The Board was authorised by the shareholders to fix the Auditor's remuneration for the year 2021.
9. Ms Dorcas F. Kombo, Ms B. Rose Osoro and Mr Peter N. Gethi were appointed to the Board Audit Committee.

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Stanbic Holdings Plc is regulated by the Capital Markets Authority and the Central Bank of Kenya. Reg. No. C 12/58. A member of Standard Bank Group.
Directors: K. Mbathi (Chairman), P. Mwehene*(Chief Executive), R. T. Ngobi, P. N. Gethi, R. B. Osoro, D. F. Kombo, and S. N. Gikandi.
Company Secretary: Lillian Mbindye
* Ugandan

10. A special resolution was passed to amend the Company's Memorandum and Articles of Association.

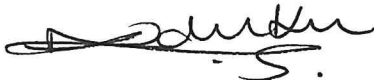
11. A special resolution was passed to adopt the new Memorandum and Articles of Association.

Kindly note that Ms Rose Wairimu Kimotho, retired as a Board Director of the Company at the dissolution of the meeting.

Kindly acknowledge receipt of this letter by signing the attached copy for our records.

Yours faithfully,

STANBIC HOLDINGS PLC



LILLIAN MBINDYO

COMPANY SECRETARY

cc. Mr Geoffrey Odundo
The Chief Executive
Nairobi Securities Exchange Limited
55 Westlands Road
P. O. Box 43633 – 00100
NAIROBI

cc. The Director,
Bank Supervision Department
Central Bank of Kenya
Haile Selassie Avenue
NAIROBI

Attention: Mr Ken Kibos