

BRITAM HOLDINGS PLC

RESOLUTIONS PASSED AT THE 26TH ANNUAL GENERAL MEETING OF THE COMPANY HELD VIRTUALLY VIA ELECTRONIC MEANS ON WEDNESDAY, 8TH JUNE 2022 AT 10.00 AM.

The meeting being quorate, the shareholders resolved as follows:

ORDINARY RESOLUTIONS

1. REPORT AND FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST DECEMBER 2021

The Report of the Chairman, Directors and Auditors and the Consolidated Audited Financial Statements for the year ended 31st December 2021 were received and considered.

Ms. Sally Jepkorir Kibor proposed and Mr. Titus Nathaniel Njoroge seconded the resolution. It was **UNANIMOUSLY RESOLVED THAT** the Reports of the Chairman, Directors and Auditors and the Consolidated Audited Financial Statements for the year ended 31st December 2021 as audited and reported by the Company's Auditors be and are hereby approved and adopted.

2. DIRECTORS RE-ELECTION

It was proposed by Mr. Stephen Irungu Kimani and Seconded by Mr. Mbae Duncan Mutugi and **RESOLVED BY MAJORITY** of shareholders to re-elect Mr. Kuria Muchiru as Director.

It was proposed by Mr. Daniel Kimotho Muchiri and Seconded by Mr. Geoffrey Bethuel Maoga and **RESOLVED BY MAJORITY** of shareholders to re-elect Mr. Edouard Schmid as Director.

3. RE-ELECTION

It was proposed by Mr. Geoffrey Bethuel Maoga and Seconded by Mr. Joseph Kigenyi Kinuthia and **RESOLVED BY MAJORITY** of shareholders that the following directors be and are hereby re-elected as members of the Board Audit and Risk Committee.

- Ms. Caroline J. Kigen
- Ms Josephine Ossiya

4. DIRECTOR'S REMUNERATION

It was proposed by Ms. Dina Margaret Kokwaro and seconded by Mr. Daniel Kimotho Muchiri to approve the Directors' Remuneration Policy for the year ended 31st December 2021.

It was proposed by Mr. Apollo Olubero Mbeta and seconded by Ms. Nancy Nyambura Njoka to approve the Directors' Remuneration Report for the year ended 31st December 2021.

5. RE-APPOINTMENT AND REMUNERATION OF AUDITORS

It was proposed by Ms. Edith Tuwan Bhoyyo and Seconded by Mr. Stephen Irungu Kimani and **RESOLVED BY MAJORITY** of shareholders to re-appoint Messrs PricewaterhouseCoopers (PwC), in office as the Company's Auditors in accordance with the provisions of Section 721 (2) of the Companies Act, 2015. It was further resolved that the Directors be and are hereby authorised to fix the Auditors' remuneration for the ensuing financial year.

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 our virtual Annual General Meeting

The above is a true record of the resolutions passed at the 2022 Annual General Meeting of Britam Holdings Plc.

BY ORDER OF THE BOARD



Winnie Jumba
Company Secretary

8 June 2022

BRITAM HOLDINGS PLC

26TH ANNUAL GENERAL MEETING

POLLING RESULTS

The Board of Directors of BRITAM HOLDINGS 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 Wednesday, 8TH June 2022.

The Poll was conducted by Image Registrars and scrutineered by PwC.

RESOLUTION	Voted In Favour	% In Favour	Votes Against	% Against	Abstained	Verdict
To consider and if approved, adopt the Company's Audited Financial statements for the year ended 31 st December 2021, together with the Chairman's Directors' and the Auditors' thereon.	1,531,996,638	99.9998%	1,600	0.0001%	35,200	PASSED
Mr. Kuria Muchiru retires by rotation in accordance with Articles 114 of the Articles of Association of the Company and being eligible offers himself for re-election as a director of the Company	1,531,860,038	99.9927%	110,700	0.0072%	62,700	PASSED
Mr. Edouard Schmid retires by rotation in accordance with Articles 114 of the Articles of Association of the Company and being eligible offers himself for re-election as a director of the Company	1,531,850,338	99.9933%	102,500	0.0066%	80,600	PASSED
To pass an ordinary resolution pursuant to Section 769 of the Companies Act, 2015, that						

the following directors being members of the Board Audit Committee be elected to continue to serve as members of the said committee: Ms. Caroline J. Kigen, Ms. Josephine Ossiya.	1,307,745,869	99.9967%	42,700	0.0032%	224,244,869	PASSED
To receive, consider and, if deemed fit approve the Directors' Remuneration Policy for the year ended 31st December 2021	1,307,676,441	99.9941%	77,000	0.0058%	224,279,997	PASSED
To receive, consider and, if deemed fit approve the Directors' Remuneration Report for the year ended 31st December 2021 and to authorize the Board to fix the remuneration of Directors.	1,307,650,341	99.9957%	55,200	0.0042%	224,327,897	PASSED
To re-appoint PricewaterhouseCoopers (PwC) as auditors of the Company in accordance with Sections 721 and 724 of the Companies Act 2015, and to authorize the directors to fix their remuneration.	1,531,974,338	99.9979%	32,100	0.0020%	27,000	PASSED