

## WILLIAMSON TEA KENYA PLC

### RESOLUTIONS PASSED AT THE 80<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY HELD VIRTUALLY/VIA ELECTRONIC MEANS ON THURSDAY 4<sup>TH</sup> AUGUST, 2022 AT 11.15 AM.

The meeting being quorate, the shareholders resolved as follows:

#### ORDINARY RESOLUTIONS

#### **1. REPORT AND FINANCIAL STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH 2022**

The Report of the Director's and the Audited Financial Statement for the year ended 31<sup>st</sup> March 2022 were received and considered.

The Chairman invited questions from Shareholders on the Financial Statements. Shareholders asked questions to, which the Chairman and the Financial Director responded.

Shareholders NGUNJIRI, PETERSON NDIRANGU proposed and MATHARA, LUCY MARIGU seconded the resolution. It was **UNANIMOUSLY RESOLVED THAT** the Report and the Directors and the Financial Statements for the year ended 31<sup>st</sup> March 2022 as audited and reported by the company's Auditors now submitted to the meeting be and is hereby approved and adopted.

#### **2. DECLARATION OF A FINAL DIVIDEND**

It was proposed by KAUDO LENNOX OMONDI and seconded by GITUMAH JOSEPH MBWIRIA MUTE and **UNANIMOUSLY RESOLVED THAT** the payment of first and final dividends of Ksh.20.00 per share for the financial year ended 31<sup>st</sup> March 2022 will be made to shareholders.

#### **3. ELECTIONS OF DIRECTORS**

The following directors retiring at the meeting and offer themselves for re-election:

<b>Position</b>	<b>Candidate</b>	<b>Votes Garnered</b>	<b>Percentage</b>
1.	MR. PHILIP MAGOR	9,246,183	100%
2.	MR. JAMES PATRICK BROOKS	9,250,187	100%

Election of Mr. Philip Magor as a Director in accordance with Article 108 of the Articles of Association was Proposed by MURUU, REGINA WANGUI and NDUGUTI, BETH WANGUI seconded the motion.

Election of Mr. James Patrick Brooks as a Director in accordance with Article 108 of the Articles of Association was proposed by MBETA, APOLLO OLUBERO and GICHANE, ROSE NJOKI seconded the motion.

#### **4. APPOINTMENT OF BOARD AUDIT COMMITTEE**

In accordance with provision with the provision of Section 769 of the Companies Act 2015, the following directors being members of the Board Audit Committee, be appointed individually to continue to serve as members of the said committee:

- Mr. Mathew Koech
- Mr. James Patrick Brooks
- Mr. Edward Charles Magor

It was proposed by NGUMBA, LINAH WAITHERERO and seconded by SHAKABA, CHIBOLI INDULI to authorize Directors to appoint members of the Audit Committee of the Board.

#### **5. DIRECTOR'S REMUNERATION**

It was proposed by CHEGE, LUCY NJERI and seconded by MWANGI, SAMUEL KAMOTHO of Directors and the Directors' Remuneration Report for the year ended 31<sup>ST</sup> March 2022 be and is hereby approved.

#### **6. APPOINTMENT OF AUDITORS**

It was proposed by NZAU, MARGARET NDUKU and Seconded by MAOGA, GEOFFREY BETHUEL that the audit of the Corporation's books of accounts will be undertaken by Messrs Pricewaterhouse Coopers having replaced Deloitte & Touche during the year.