

NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE FIFTY SECOND ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF DIAMOND TRUST BANK KENYA LIMITED WILL BE HELD AT THE LAICO REGENCY HOTEL, CRYSTAL BALLROOM, NAIROBI, ON THURSDAY, 24 MAY 2018 AT 11.00 A.M. TO TRANSACT THE FOLLOWING BUSINESS:

1. To confirm the minutes of the Fifty- first Annual General Meeting held on 25 May 2017.
2. To receive, consider and adopt the Audited Consolidated Financial Statements for the year ended 31 December 2017 together with the reports of the Directors and the Auditor thereon.
3. To approve payment of a final dividend of 65% on the Issued and Paid-up Share Capital to the shareholders registered in the Company's books as at 25 May 2018, to be made on or about 25 June 2018, as recommended by the Board.
4. To elect Directors:
 - (a) Mr. Shaffiq Dharamshi retires by rotation in accordance with Article 101 of the Company's Articles of Association and, being eligible, offers himself for re-election.
 - (b) Mr. Irfan Keshavjee retires by rotation in accordance with Article 101 of the Company's Articles of Association and, being eligible, offers himself for re-election.
 - (c) Mrs. Pamela Ager retires by rotation in accordance with Article 101 of the Company's Articles of Association and, being eligible, offers herself for re-election.
5. To elect members of the Board Audit and Compliance Committee.

In accordance with the provisions of Section 769 of the Companies Act, 2015, the following Directors, being members of the Board Audit and Compliance Committee, be elected to continue to serve as members of the said Committee:

(a) Mr. Ismail Mawji	(d) Mr. Linus Gitahi
(b) Mrs. Pamela Ager	(e) Mr. Irfan Keshavjee
(c) Mr. Guedi Ainache	
6. To approve the Directors' Remuneration Report for the year ended 31 December 2017 as provided in the Audited Consolidated Financial Statements, and to authorise the Directors to fix the Directors' remuneration for the year 2018.
7. To re-appoint KPMG Kenya, as the Company's Auditor.

8. To note the Auditor's remuneration for the year 2017, and to authorise the Directors to fix the Auditor's remuneration for the year 2018.
9. To transact any other business of which due notice has been received.

By Order of the Board



Stephen Kodumbe
Company Secretary
26 March 2018

Notes:

1. Every member of the Company is entitled to attend and vote at the above meeting and any adjournment thereof or in the alternative to appoint a proxy to attend and vote on his/her/its behalf. A proxy need not be a member of the Company. To be valid, a Proxy Form must be duly completed by a member and returned to the Company Secretary, Diamond Trust Bank Kenya Limited, DTB Centre, Mombasa Road, P.O Box 61711, City Square 00200, Nairobi, Kenya so as to reach him not later than 48 hours before the time appointed for holding the meeting or any adjournment thereof.
2. In the case of a member being a corporation, the Proxy Form must be under the Common Seal or under the hand of an officer or Attorney duly authorised in writing.
3. Copies of this Notice, the Proxy Form and the Integrated Report can be viewed and or downloaded from our website www.dtbafrica.com. Printed copies are also available, upon request, from the Company Secretary, Diamond Trust Bank Kenya Limited, DTB Centre, Mombasa Road, P.O Box 61711, City Square 00200, Nairobi, Kenya. A copy of the Shareholders Circular will be made available on our website www.dtbafrica.com once approval has been obtained from the Capital Markets Authority ("CMA"). Further, following the CMA approval, printed copies of the Shareholders Circular will be available, upon request, from the Company Secretary at the Company's address given above.