

NOTICE OF THE 2021 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the fifty fourth (54th) Annual General Meeting (“AGM”) of Eveready East Africa Plc (the “Company”) will be held via electronic communication (virtual/online meeting) on **Thursday, 22nd July 2021 at 11.00 a.m.** to conduct the following business:

AGENDA

1. Constitution of the Meeting

To determine if a quorum is present, and to read the notice convening the meeting.

2. Confirmation of Minutes

To confirm the minutes of the fifty third (53rd) Annual General Meeting held on Tuesday 27th October 2020.

3. Ordinary Business

(i) Report of the Auditors and Financial Statements for the Year Ended 30 September 2020:

To receive, consider and, if approved, adopt the Company’s audited Financial Statements for the year ended 30th September 2020 together with the reports of the Chairperson, Directors and Auditors thereon.

(ii) Election of Directors:

To re-elect, in accordance with Article 91 of the Company’s Articles of Association, Ms. Fauzia Shah, a Director retiring by rotation and who, being eligible, offers herself for re-election.

(iii) Board Audit Committee Membership:

In accordance with the provisions of Section 769 of the Companies Act, 2015, the following directors be re-elected to serve as members of the Board Audit Committee:

- (a) Mr. Joseph Sitati (Chairperson);
- (b) Mrs. Lucy W. Waithaka; and
- (c) Ms. Fauzia Shah.

iv) Remuneration of Directors

(i) To approve the Directors Remuneration Policy contained in the Director’s Remuneration Report for the year ended 30th September 2020.

(ii) To approve the Directors Remuneration Report for the year ended 30th September 2020. (Other than the part relating to the Directors Remuneration Policy).

v) Appointment and Remuneration of Auditors

To ratify the appointment of Messrs. RSM Eastern Africa LLP as Auditors for the Company in accordance with Section 721(2) of the Companies Act, 2015 and to authorize the Board of directors to fix their remuneration for the ensuing financial year.

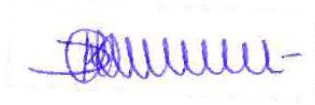
7. Other Business

DIRECTORS: L.W. Waithaka - Board Chair, T. M. Masaki - Acting Managing Director, ICDC, F.B. Shah, A.H. Butt, J. W. Sitati
HEAD OFFICE: Sameer Industrial Park, Mombasa/Enterprise Road Junction, Mombasa Road P.O. Box 44765 - 00100, Nairobi, Kenya.
TEL: +254 722 205 469/ +254 733 655 556 **EMAIL:** info@eveready.co.ke **WEB:** www.eveready.co.ke



To transact any other business for which appropriate notice has been issued and received.

By Order of the Board



Lawrence Kibet(Mr.)
Company Secretary

28th June 2021

NOTES:

1. Eveready East Africa Plc has convened and is conducting this virtual annual general meeting in accordance with its Articles of Association.
2. Any shareholder wishing to follow the virtual meeting should register for the AGM by dialling *483*816# for all networks and following the various prompts regarding the registration process. In order to complete the registration process, shareholders will need to have their ID/Passport Numbers which were used to purchase their shares and/or their CDSC Account Number at hand. For assistance shareholders should dial the following helpline number: 0709 170 000 from 9:00 a.m. to 5:00 p.m. from Monday to Friday.

A shareholder domiciled outside of Kenya can send an email to Image Registrars via **info@image.co.ke** providing their details i.e Name, Passport/ID no., CDS no. and Mobile telephone number requesting to be registered. Image registrars shall register the shareholder and send them an email notification once registered.

Links to register via the web portal will also be sent to all shareholders with email addresses in the Register.

3. Registration for the AGM opens on 2nd July 2021 at 9:00 am and will close on Tuesday 20 July 2021 at 9:30 am. Shareholders will not be able to register after Tuesday, 20 July 2021 at 9:30 am.
4. In accordance with Section 283 (2) (c) of the Companies Act, the following documents may be viewed on the Company' website (**http://www.eveready.co.ke/**) (i) a copy of this Notice and the Proxy Form; (ii) the Company's audited financial statements for the year 2020
5. Shareholders wishing to raise any questions or clarifications regarding the AGM may do so by:

5.1 Sending their written questions by email to **info@image.co.ke**;

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5.2 To the extent possible, physically delivering their written questions with a return physical address or email address to Image Registrars offices at 5th floor, Absa Towers (formerly Barclays Plaza), Loita Street; or

5.3 Sending their written questions with a return physical address or email address by registered post to Image Registrars' address at P.O. Box 9287 - 00100 Nairobi.

Shareholders must provide their full details (full names, ID/Passport Number/CDSC Account Number) when submitting their questions and clarifications.

All questions and clarification must reach the Company on or before Tuesday 20 July 2021 at 9:30 am.

Following receipt of the questions and clarifications, the directors of the Company shall provide written responses to the questions received to the return physical address or email address provided by the Shareholder no later than 12 hours before 9.30 a.m. Thursday 22 July 2021. A full list of all questions received and the answers thereto will be published on the Company's website not later than 12 hours before the start of the Annual General Meeting.

6. The AGM will be streamed live via a link which shall be provided to all shareholders who will have registered to participate in the general meeting. Duly registered shareholders and proxies will receive a short message service (SMS)/USSD prompt on their registered mobile numbers, 24 hours prior to the AGM acting as a reminder of the AGM.
7. Duly registered Shareholders and proxies may follow the proceedings of the AGM using the live stream platform and may access the agenda. Duly registered Shareholders and proxies may vote (when prompted by the chairman) via the USSD prompts.
8. A poll shall be conducted for all the resolutions put forward in the notice.
9. Results of the poll shall be published on the Company's website within 24 hours following conclusion of the Annual General Meeting.