

Our Ref : SBS/SHR/075/2021

16th December 2021

Mr. Wyckliffe Shamiah
Chief Executive
Capital Markets Authority
Embankment Plaza, 3rd Floor
Longonot Road, Upperhill
NAIROBI



KenGen

**Kenya Electricity
Generating Company PLC**

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Dear Sir,

RESOLUTIONS OF THE 69TH ANNUAL GENERAL MEETING OF THE COMPANY

This is to confirm that the Company held its 69th Annual General Meeting via electronic communication on Thursday, 16th December 2021 at 11.00 a.m. and passed the following Resolutions:

ORDINARY RESOLUTIONS

1. REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 30TH JUNE 2021

The Report of the Chairman, Director's and the Audited Financial Statements for the year ended 30th June 2021 were received and considered.

With a proposal from Esther Alungata and secondment by Eric Kiptai, the shareholders **RESOLVED BY MAJORITY** that: The Report and the Chairman's, Directors and the Financial Statements for the year ended 30th June 2021 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 Eliud Kamau and seconded by Stephen Wambua and **RESOLVED BY MAJORITY** that: The payment of first and final dividend of Kshs. 0.30 per share for the financial year ended 30th June 2021 will be made to shareholders.

3. DIRECTORS REMUNERATION

It was proposed by Jones Nzau and seconded by Patrick Kagera and **RESOLVED BY MAJORITY** that: The Directors' Remuneration Report for the year ended 30th June 2021 be and is hereby approved.

4. RE-APPOINTMENT OF AUDITORS

It was proposed by Irungu Kimani and seconded by Philip Zaweria, and **RESOLVED BY MAJORITY** that: The audit of the Company's books of accounts will continue to be undertaken by the Auditor-General or an audit firm appointed by her in accordance with section 23 of the Public Audit Act 2015.

5. AUDITORS REMUNERATION

It was proposed by Musa Pepeno and seconded by Bethwel Maoga and **RESOLVED BY MAJORITY** that: The Directors are authorized to fix the remuneration of the Auditors.

6. ELECTION OF MEMBERS OF THE BOARD AUDIT, RISK AND COMPLIANCE COMMITTEE

It was proposed by William Mwathi and seconded by Titus Omondi and **RESOLVED BY MAJORITY** that: The following Directors, being members of the Board Audit, Risk and Compliance Committee be elected to continue serving as members of the Committee:

- i. Mr. Samuel Kimani;
- ii. Mr. Bernard Ndungu-Alternate Director to the Cabinet Secretary-The National Treasury;
- iii. Mrs. Phyllis Wakiaga; and
- iv. Ms. Peris Mwangi.

7. ELECTION OF DIRECTORS

A poll to elect Directors of the Company was conducted and the following persons were successfully elected by the Shareholders to serve in the Board:

- i. Hon. Amb. Ukur Yatani, the Cabinet Secretary-National Treasury;
- ii. Mr. Joseph Sitati; and
- iii. Mr. Maurice Nduranu.

8. It was proposed by Chebet Turgut and seconded by Charles Musau and **RESOLVED BY MAJORITY** that: Mr. James Opindi who has attained the age of 70 years continues in office as a Director of the Company notwithstanding having attained such age for another term until he comes up for retirement by rotation under the Articles of Association of the Company.

CERTIFIED TRUE EXTRACT



**CS. LAWRENCE KIBET
COMPANY SECRETARY
IMAGE REGISTRARS LIMITED**

cc: Mr. Geoffrey Odundo
Chief Executive
Nairobi Securities Exchange
The Exchange
55 Westlands Road
NAIROBI