

**RESOLUTIONS MADE AT THE COMPANY'S 50TH ANNUAL GENERAL MEETING**

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The ordinary Annual General Meeting ("AGM") of the shareholders of Eveready East Africa Limited (the "Company") held on March 28, 2017 at Merica Hotel, Nakuru.

Upon review and discussion at the AGM, it was resolved by a majority of the shareholders:

1. to confirm the minutes of the 49th AGM held on April 14, 2016,
2. to adopt the Company's Financial Statements for the fiscal year ended September 30, 2016 together with the Directors' and Auditor's reports thereon,
3. to re-elect Mrs. Lucy Waithaka as a Director of the Company,
4. to re-elect Industrial Commercial Development Corporation as a Director of the Company,
5. To appoint, in accordance with the provisions of Section 769 of the Companies Act, 2015 the following directors as members of the Board Audit Committee,
  - (a) Dr. Catherine Ngahu;
  - (b) Ms. Mbatha Mbithi;
  - (c) Ms. Fauzia Shah; and
  - (d) Mr. Akif Butt.
6. to approve the Directors' remuneration for the year ended September 30, 2016,
7. to appoint RSM Eastern Africa (the "Auditors") as auditors for the Company and to authorize the Board to fix the remuneration of such Auditors,

By Order of the Board

**Image Registers Limited, Company Secretary**

**28 March 2017**

**DIRECTORS:** L.W. Waithaka - Board Chair, J.K. Mutua - Managing Director, ICDC, F.B. Shah, S. O. Mudhune, A. H. Butt, C.W. Ngahu - EBS

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