

BRITAM HOLDINGS PLC

GENERAL MEETING HELD ON 29TH JUNE 2020 AT 11:00AM

POLLING RESULTS

The Board of Directors of BRITAM Holdings Plc is pleased to announce the results of voting for the resolution that was put forward for determination by shareholders at the Annual General Meeting held on Monday 29th June 2020.

Ref	RESOLUTION	FOR	%	AGAINST	%	ABSTAINED	%	VERDICT
1	To receive, consider and if approved, adopt The Audited Consolidated Financial Statements for the year ended 31 st December 2019, together with the Chairman's, Directors' and Auditors' reports thereon.	1,956,131,055	99.990%	36,300	0.002%	153,300	0.008%	PASSED
2	To approve the payment of a Final Dividend for the year ended 31 st December 2019 of Kshs. 0.25 per ordinary share of Kshs. 0.10 each, subject to withholding tax where applicable, to shareholders on the register of members at the close of business as at 23 rd June 2020.	1,731,848,158	88.526%	226,200	0.012%	224,246,297	11.463%	PASSED
3	Dr. Peter K. Munga retires by rotation in accordance with Articles 91 and 92 of the Articles of Association of the Company and having attained the age of seventy years retires in accordance with the Code of Corporate Governance Practices for Issuers of Securities to the Public 2015 and being eligible, offers himself for re-election as a director of the Company.	1,955,762,455	99.971%	492,900	0.025%	65,300	0.003%	PASSED
4	Mr. Jimmah M. Mbaru retires by rotation in accordance with Articles 91 and 92 of the Articles of	1,956,131,055	99.990%	74,200	0.004%	115,400	0.006%	PASSED

with you every step of the way

	Association of the Company and having attained the age of seventy years retires in accordance with the Code of Corporate Governance Practices for Issuers of Securities to the Public 2015 and being eligible, offers himself for re-election as a director of the Company.							
5	AfricInvest III SPV 1, a Corporate Director represented by Mr. George Odo that was appointed to fill a casual vacancy retires in accordance with Article 114 of the Articles of Association of the Company and being eligible, offers itself for re-election as a director of the Company.	1,956,141,755	99.991%	48,700	0.002%	130,200	0.007%	PASSED
6	To pass an ordinary resolution pursuant to Section 769 of the Companies Act, 2015, that the following directors being members of the Board Audit Committee be elected to continue to serve as members of the said committee: Ms. Caroline J. Kigen, Mr. Mohamed S. Karama and Ms. Josephine Osiya	1,956,125,055	99.990%	69,300	0.004%	126,300	0.006%	PASSED
7	To receive, consider and, if deemed fit approve the Directors' Remuneration Report for the year ended 31 st December 2019 and to authorise the Board to fix the remuneration of Directors.	1,731,852,658	85.526%	65,600	0.003%	224,402,397	11.471%	PASSED
8	To re-appoint PricewaterhouseCoopers (PwC) as auditors of the Company in accordance with Sections 721 and 724 of the Companies Act 2015, and to authorise the directors to fix their remuneration.	1,956,254,255	99.997%	10,300	0.001%	56,100	0.003%	PASSED
	SPECIAL RESOLUTION							
9	To consider and if deemed fit, pass the following Resolution as a Special Resolution: (i) THAT the Articles of Association of the Company be amended as per the draft	1,955,917,455	99.979%	15,300	0.001%	387,900	0.020%	PASSED

<p>amended Articles of Association available on the Company's website www.britam.com, the changes being to align the Articles of Association to the Companies Act, 2015, the Code of Corporate Governance Practices for Issuers of Securities to the Public, 2015, as well as best practise.</p> <p>(ii) THAT the Board of Directors be and is hereby authorised to take all such actions as are necessary to give effect to the above resolution.</p>							
--	--	--	--	--	--	--	--

NOTE:

1. The Total number of shares that participated in the voting process were 1,956,320,655 shares. This represents a participation level of 99% of the shareholders who registered.
2. The above voting results were reviewed and verified on 29th June 2020 by PWC Kenya, the AGM vote verifier.

APPRECIATION

The Britam Holdings Plc wishes to thank all the 4,910 shareholders who registered and participated in the first electronic meeting held by the Britam Holdings Plc.

DECISION

The resolutions as presented to the shareholders were approved having garnered a majority of the votes cast.

BY THE ORDER OF THE BOARD


Nancy K. Kiruki

COMPANY SECRETARY

NANCY K. KIRUKI
CERTIFIED PUBLIC SECRETARY
CPS (K) 550702/1336
P.O. BOX 35451-00200
NAIROBI