



# KCB GROUP PLC

(Incorporated in Kenya under the Companies Act, 2015, Laws of Kenya)  
(Registration Number C 9/88)

## 54<sup>TH</sup> ANNUAL GENERAL MEETING POLLING RESULTS

The Board of Directors of KCB GROUP PLC is pleased to announce the results of voting for the resolutions that were put forward for determination by shareholders at the Annual General Meeting held on Thursday 22 May 2025.

The Poll was conducted by Image Registrars and scrutineered by PWC Kenya.

RESOLUTION	Voted In Favour	% In Favour	Voted Against	% Against	Abstained	Verdict
That the Audited Consolidated Financial Statements for the year ended 31 December 2024 together with the reports of the Directors, the Group Chairman, the Group Chief Executive Officer and the Auditor thereon be and are hereby adopted.	1,194,095,791	99.73%	623	0.00%	3,265,902	PASSED
To confirm the interim dividend of Ksh. 1.50 per ordinary share paid on 23 October 2024 and to declare a final dividend of Ksh. 1.50 per ordinary share, payable, net of withholding tax, on or about 23 May 2025 to shareholders on the Register of Members at the close of business on 3 April 2025 be and is hereby approved.	1,197,312,435	99.99%	9,670	0.00%	40,211	PASSED
That in accordance with Articles 94, 95 and 96 of the Company's Articles of Association, C.S. National Treasury retires by rotation, and being eligible, offers himself for re-election.	1,177,968,394	98.38%	19,219,571	1.61%	174,351	PASSED
That in accordance with Articles 94, 95 and 96 of the Company's Articles of Association, Mr. Ahmed Mohamoud retires by rotation, and being eligible, offers himself for re-election.	1,197,076,364	99.98%	142,641	0.01%	143,311	PASSED
That in accordance with Articles 94, 95 and 96 of the Company's Articles of Association, Mrs. Agnes Lutukai retires by rotation, and being eligible, offers herself for re-election.	1,162,021,919	97.05%	35,248,196	2.94%	92,201	PASSED
That in accordance with Article 101 of the Company's Articles of Association, Mr. William Asiko, having been appointed by the Board to fill a casual vacancy, retires from the Board and being eligible offers himself for election.	1,177,998,531	98.38%	19,288,754	1.61%	75,031	PASSED
That in accordance with the provisions of guideline 2.5 of the Code of Corporate Governance Practices for Issuers of Securities to the Public, 2015, Dr. Joseph Kinyua, having attained the age of 70, retires from the Board and being eligible and having expressed his willingness to continue serving as a director, offers himself for re-election.	1,177,964,545	98.38%	19,351,822	1.62%	45,949	PASSED
That in accordance with the provisions of Section 769 of the Companies Act, 2015, the following directors, being members of the Board Audit & Risk Committee and, subject to being re-elected to continue to serve as directors as may be applicable, be and are hereby elected to continue to serve as members of the said Committee:						
i. Mrs. Agnes Lukutai	1,162,102,460	97.06%	35,216,347	2.94%	43,509	PASSED
ii. Mrs. Alice Kirenge	1,162,058,012	97.05%	35,222,576	2.94%	81,728	PASSED
iii. Mr. Ahmed Mohamoud	1,181,182,857	98.65%	16,099,282	1.34%	80,177	PASSED
iv. Ms. Anuja Pandit	1,162,009,883	97.05%	35,252,304	2.94%	100,129	PASSED
That the Directors' Remuneration Report is adopted and that the Board is hereby authorized to fix the remuneration of Directors.	1,156,704,802	96.60%	40,087,037	3.35%	570,477	PASSED
That Messrs. PricewaterhouseCoopers, Certified Public Accountants, are re-appointed as the Auditors of the Company until conclusion of the next Annual General Meeting	1,197,279,564	99.99%	64,685	0.01%	18,067	PASSED
That the Directors are hereby authorized to fix the remuneration of the Auditors.	1,160,489,389	96.92%	35,669,379	2.98%	1,203,548	PASSED
That the following policies pursuant to Regulation 8.21 of the Capital Markets (Public Offers, Listings and Disclosures) Regulations, 2023 be and are hereby approved:						
i. Remuneration;						
ii. Effective Communication with Stakeholders;	1,119,966,214	93.54%	38,877,836	3.25%	38,518,266	PASSED
iii. Corporate Disclosures Policies and Procedures;						
iv. Dispute Resolution for Internal and External Disputes; and						
v. Attraction and Retention of Board Members.						

### DECISION

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

The Board of Directors wish to thank all our shareholders who registered and participated in the virtual Annual General Meeting.

### BY ORDER OF THE BOARD

**BONNIE OKUMU**  
COMPANY SECRETARY

For People. For Better.

Regulated by Central Bank of Kenya

