



## BRITISH AMERICAN TOBACCO KENYA PLC

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### RESOLUTIONS PASSED AT THE 71<sup>ST</sup> ANNUAL GENERAL MEETING OF THE COMPANY HELD ELECTRONICALLY ON THURSDAY, 15<sup>TH</sup> JUNE 2023 AT 9:00 A.M.

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#### **ORDINARY BUSINESS**

##### **1. AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> DECEMBER 2022**

It was proposed by Paul Kioko Wambua and seconded by Ragor Rodgers Kiptoo and **resolved by majority vote**, that the audited Financial Statements for the year ended 31<sup>st</sup> December 2022 together with Chairman's Statement, the Directors' and Auditor's Reports thereon be and are hereby approved and adopted.

##### **2. DIVIDEND FOR THE YEAR ENDED 31<sup>ST</sup> DECEMBER 2022**

It was proposed by John Wairi Wandugo and seconded by Joseph Mute Gitumah and **resolved by majority vote**, that the interim dividend of KSh 5/- per ordinary share paid on 16<sup>th</sup> September 2022 be and is hereby confirmed and that the final dividend of KSh 52/- per ordinary share payable net of Withholding Tax on 15<sup>th</sup> June 2023 to shareholders on the Register of Members as at the close of business on 26<sup>th</sup> May 2023 be and is hereby approved.

##### **3. RE-ELECTION OF DIRECTORS**

- a) It was proposed by Elizabeth Gathoni Kahu and seconded by Jackson Muchiri Waiganjo and **resolved by majority vote**, that Rita Kavashe, be and is hereby re-elected as a Director of the Company.
- b) It was proposed by Benard Kibet Rotich and seconded by John Wairi Wandugo and **resolved by majority vote**, that Dr. Martin Oduor-Otieno be and is hereby re-elected as a Director of the Company.

##### **4. RE-ELECTION OF MEMBERS OF THE BOARD AUDIT AND RISK COMMITTEE**

It was proposed by Regina Wangui Muruu and seconded by Albanas Kioko Wambua and **resolved by a majority vote**, that Dr. Martin Oduor-Otieno, Samuel Onyango and Marion Gathoga-Mwangi be and are hereby elected to continue to serve as Members of the Board Audit & Risk Committee.

##### **5. DIRECTORS' REMUNERATION AND DIRECTORS' REMUNERATION REPORT FOR THE YEAR ENDED 31 DECEMBER 2022**

It was proposed by Grace Njeri Gichure and John Gichure Kiiru seconded by Eunice Waithira Kihara and **resolved by majority vote**, to approve the Directors' Remuneration and Directors' Remuneration report for the year ended 31 December 2022.

##### **6. RE-APPOINTMENT OF AUDITORS**

It was proposed by Eric Muchiri Gachanja, seconded by Mutavi Kimeu and **resolved by a majority vote**, to re-appoint KPMG Kenya as External Auditors of the Company. **It was further resolved by a majority vote**, that the Directors be and are hereby authorised to fix the Auditors' remuneration for the year ending 31 December 2023.



7. Striking off of East African Tobacco Company (Kenya) Limited

It was proposed by Anthony Muchiri Kariuki seconded by Sabina Nangira Ingwe and Anne Anyiru Ingwe and **resolved by a majority vote**, to approve the striking off of East African Tobacco Company (Kenya) Limited from the Register of Companies.

The above is a true record of the resolutions passed at the 2023 Annual General Meeting of British American Tobacco Kenya plc. The results of the vote of each resolution is attached hereto for reference.

**By Order of the Board**

A handwritten signature in purple ink, appearing to read 'Kathryn Maundu', written in a cursive style.

**Kathryne Maundu**  
**Company Secretary**

**15<sup>th</sup> June 2023**