

PROXY FORM



To:
The Secretary,
British American Tobacco Kenya plc,
P.O. Box 30000 - 00100,
Nairobi

I/We

Share A/c No

Of (Address)

Being a member(s) of British American Tobacco Kenya plc, hereby appoint:

Or failing him/her, the duly appointed Chairperson of the Meeting, to be my/our proxy, to vote for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on Wednesday, 26 June 2024 and at any adjournment thereof.

As witness my/our hand/s this day of 2024

.....
(Signature)

.....
(Signature)

Please clearly mark the box below to instruct your proxy how to vote

RESOLUTION	FOR	AGAINST	ABSTAIN
Ordinary Business			
1) To receive, consider and if approved, adopt the Company's audited Financial Statements for the year ended 31 December 2023, together with the reports of the Chairperson, Directors and Auditor thereon.			
2) To confirm the interim dividend of KShs 5/- per ordinary share paid on 22 September 2023 and to approve a final dividend for the year ended 31 December 2023, of KShs 45/- per ordinary share to be paid net of Withholding tax on 26 June 2024, to shareholders on the Register at the close of business on 24 May 2024.			
3) Election of Directors: a) To re-elect Paul Muthaura who retires at this meeting in accordance with Article 101 of the Articles of Association, having been appointed by the Board after the last Annual General Meeting and being eligible, offers himself for re-election as a Director.			
b) To re-elect Phyllis Wakiaga who retires at this meeting in accordance with Article 101 of the Articles of Association having been appointed by the Board after the last Annual General Meeting, and being eligible, offers herself for re-election as a Director.			
c) To re-elect Samuel Onyango who retires at this meeting by rotation in accordance with the provisions of Article 102 of the Company's Articles of Association and being eligible, offers himself for re-election as a Director.			
d) To re-elect André Joubert who retires at this meeting by rotation in accordance with the provisions of Article 102 of the Company's Articles of Association and being eligible, offers himself for re-election as a Director.			
4) To re-elect the following Directors, being members of the Board Audit & Risk Committee, to continue to serve as members of the said Committee: Dr. Martin Oduor-Otieno, Samuel Onyango, Marion Gathoga-Mwangi and Paul Muthaura.			
5) To approve the remuneration of Directors and the Directors Remuneration Report for the year ended 31 December 2023.			
6) To re-appoint Messrs. KPMG Kenya as External Auditor of the Company by virtue of Section 721(2) of the Companies Act 2015 and to authorise the Directors to fix their remuneration for the year ending 31 December 2024.			



ELECTRONIC COMMUNICATIONS CONSENT FORM

Please complete in **BLOCK CAPITALS**

Full name of Proxy(s):

Address:

Mobile Number

.....
(Date)

.....
(Signature)

Please tick **ONE** of the boxes below and return to Image Registrars at P.O. Box 9287- 00100 Nairobi, 5th floor, ABSA Towers (formerly Barclays Plaza), Loita Street:

Approval of registration

I/WE approve to register to participate in the virtual Annual General Meeting to be held on 26 June, 2024.

Consent for use of the mobile number provided

I/WE would give my/our consent for the use of the mobile number provided for purposes of voting at the AGM.

NOTES:

1. If a member is unable to attend personally, this Proxy Form should be completed and returned to reach the Company's share registrar, Image Registrars Limited at the address: 5th Floor, Absa Towers, Loita Street, P.O. Box 9287, GPO 00100, Nairobi, or via email to info@image.co.ke or batshares@image.co.ke , to arrive not later than 9:00 a.m. on 24 June, 2024 i.e. Two working days before the meeting or any adjournment thereof.
2. In case of a member being a corporate body, the proxy form must be under its common seal or under the hand of an officer or duly authorised attorney of such corporate body.
3. As a shareholder you are entitled to appoint one or more proxies to exercise all or any of your shareholder rights, to attend and to speak and vote on your behalf at the meeting. The appointment of the Chairperson of the meeting as proxy has been included for convenience. To appoint as a proxy any other person, delete the words "the Chairperson of the Meeting or" and insert the full name of your proxy in the space provided. A proxy need not to be a shareholder of the Company.
4. Completion and submission of the proxy form will not prevent you from attending the meeting and voting at the meeting in person, in which case any votes cast by your proxy will be excluded.
5. To be valid, the proxy form should be completed, signed and delivered (together with a power of attorney or other authority (if any) under which it is assigned or a notarised certified copy of such power or authority), to Image Registrars Limited at the address above, not later than 9:00 am on 24 June 2024 or, in the case of a poll taken at any adjourned meeting, not less than 24 hours before the time appointed for the taking of the poll.
6. An option to abstain on voting for any resolution has been included on the proxy form. The legal effect of choosing this option is that you will be treated as not having voted on the relevant resolution. The number of votes in respect of which votes are abstained will, be counted and recorded, but disregarded in calculating the number of votes for or against each resolution.

