



## BRITISH AMERICAN TOBACCO KENYA PLC

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### RESOLUTIONS PASSED AT THE 70<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY HELD ELECTRONICALLY ON TUESDAY, 24<sup>TH</sup> MAY 2022 AT 9:00 A.M.

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#### **ORDINARY BUSINESS**

##### **1. AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> DECEMBER 2021**

It was proposed by Geoffrey Bethuel Maoga and seconded by Linah Ngumba Waitherero and **resolved by majority vote**, that the audited Financial Statements for the year ended 31<sup>st</sup> December 2021 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 2021**

It was proposed by Charles Kiema Kaunda and seconded by Geoffrey Bethuel Maoga and **resolved by majority vote**, that the interim dividend of KSh 3.50 per ordinary share paid on 16<sup>th</sup> September 2021 be and is hereby confirmed and that the final dividend of KSh 50/- per ordinary share payable net of Withholding Tax on 24<sup>th</sup> May 2022 to shareholders on the Register of Members as at the close of business on 22<sup>nd</sup> April 2022 be and is hereby approved.

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

- a) It was proposed by Gilbert Oduor Omondi and seconded by Sally Jekorir Kibor and **resolved by majority vote**, that Samuel Onyango, be and is hereby re-elected as a Director of the Company.
- b) It was proposed by Samuel Kamotho Mwangi and seconded by John Gichuri Kuria and **resolved by majority vote**, that Dr. Macharia Irungu be and is hereby re-elected as a Director of the Company.
- c) It was proposed by Ruth Wangui Gatoto and seconded by Peter Mutune Kasia and **resolved by majority vote**, that Marion Gathoga - Mwangi 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 Charles Charagu Irubu and Shalin Wanjiku Njeri, seconded by Stephen Kimani Irungu and **resolved by a majority vote**, that Dr. Martin Oduor-Otieno, Samuel Onyango, Carol Musyoka 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 2021**

It was proposed by Chiboli Induli Shakaba seconded by Hannah Wairimu Thuku and **resolved by majority vote**, to approve the Directors' Remuneration and Directors' Remuneration report for the year ended 31 December 2021.

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

It was proposed by Robert Abacuck Obudho, seconded by Joseph Mbwiria Mute Gitumah 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 2022.



The above is a true record of the resolutions passed at the 2022 Annual General Meeting of British American Tobacco Kenya plc. The results of the vote on 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**

**24<sup>th</sup> May 2022**