

PUBLIC NOTICE



NCBA GROUP PLC 64TH ANNUAL GENERAL MEETING WEDNESDAY, 29TH MAY 2024 POLLING RESULTS

	Resolution	Total Votes Cast (Shares)	For (Shares)	Against (Shares)	Abstained (Shares)	Result
1.	Annual Report and Financial Statements To receive, consider and, if thought fit, adopt the Financial Statements for the year ended 31st December 2023, and the Directors' and Auditor's reports thereon.	1,332,474,996	1,332,400,482	164	74,350	Passed
		Percentage	99.99%	0%	0.01%	
2.	Dividend To confirm the interim dividend of Shs 1.75 per ordinary share paid on 28th September 2023 and approve a final dividend of Shs 3.00 per ordinary share for the financial year ended 31st December 2023.	1,332,474,996	1,332,461,729	517	12,750	Passed
		Percentage	100.00%	0%	0%	
3.	Elections of Directors					
	a) To approve the re-election of the following Directors, who retire by rotation and being eligible, offer themselves for re-election.					
	i) D. A. Oyatsi	1,332,474,996	1,332,401,426	20,399	53,171	Passed
		Percentage	99.99%	0%	0%	
	ii) I. O. Awuondo	1,332,474,996	1,331,999,414	157,687	317,895	Passed
		Percentage	99.96%	0.01%	0.02%	
	iii) P. R. Lopokoiyit	1,332,430,501	1,332,027,128	63,539	339,834	Passed
		Percentage	99.97%	0%	0.03%	
	b) To approve the re-election of the following Directors, who retire from the Board having attained the age of 70 years, and being eligible offers themselves for re-election.					
	i) J. S. Armitage	1,332,426,501	1,325,892,632	6,208,075	325,794	Passed
		Percentage	99.51%	0.47%	0.02%	
	ii) M. K. R. Shah	1,332,430,501	1,332,238,561	111,258	80,682	Passed
Percentage		99.98%	0.01%	0.01%		
4.	Board Audit and Risk Committee					
	To approve the election of the following Directors to continue serving as members of the Board Audit and Risk Committee.					
	a) M. K. R. Shah	1,332,430,501	1,332,310,367	36,959	83,175	Passed
		Percentage	99.99%	0%	0.01%	
	b) Hon A. H Abdi	1,332,430,484	1,332,078,267	7,286	344,931	Passed
		Percentage	99.97%	0%	0.03%	
	c) P. R. Lopokoiyit	1,332,426,501	1,332,042,071	25,078	359,352	Passed
		Percentage	99.97%	0%	0.03%	
5.	Directors' Remuneration					
	a) To approve the Directors' Remuneration Report and the remuneration paid to the Directors in the year ended 31st December 2023, and to authorise the Board to fix their remuneration for the year 2024.	1,332,430,501	1,312,823,798	15,519	19,591,184	Passed
		Percentage	98.53%	0%	1.47%	
	Directors' Remuneration, Attraction and Retention Policy		1,332,426,501	1,332,075,083	10,543	340,875
b) To approve the Directors' Policy on Remuneration and Attraction and Retention of Board Members.		Percentage	99.97%	0%	0.03%	
6.	Appointment of External Auditor To approve the appointment of Deloitte & Touche as the Auditor of the Company until the next AGM, subject to Central Bank of Kenya approval, and to authorize the Board to fix their remuneration for the ensuing financial year.	1,332,425,104	1,332,093,535	30,259	301,310	Passed
		Percentage	99.98%	0%	0.02%	
7.	NCBA Group Stakeholder Relations Policy To approve the NCBA Group Stakeholder Relations Policy incorporating the Group's policy provisions on: <i>Effective Communication with Stakeholders, Dispute Resolution for Internal and External Disputes, and Corporate Disclosures</i> , and to authorise the Board to oversee its implementation and effect such amendments to the policy as may be required for its proper functioning.	1,332,423,046	1,325,999,652	6,108,626	314,768	Passed
		Percentage	99.52%	0.46%	0.02%	