



(A public limited liability company incorporated in Kenya under registration number C.7/50)

EXTRAORDINARY GENERAL MEETING
POLLING RESULTS

The Board of Directors of **I&M HOLDINGS PLC** is pleased to announce the results of voting for the resolutions that were put forward for determination by shareholders at the Virtual Extraordinary General Meeting held on Wednesday, 2 December 2020.

The poll was conducted and scrutinized by CDSC Registrars, the Company’s Registrars.

A	RESOLUTION	FOR		AGAINST		ABSTAIN	
		Votes	%	Votes	%	Votes	%
1	<p>To approve the Acquisition of Orient Bank Limited, Uganda (OBL(U))</p> <p>That subject to and conditional upon the receipt of any required regulatory approval including but not limited to those from the Central Bank of Kenya, the Bank of Uganda, the Capital Markets Authority and the Common Market for Eastern and Southern Africa (“COMESA”) Competition Authority (the “Regulatory Approvals”) the acquisition by the Company of Eighty Seven Million and Seventy Five Thousand (87,075,000) ordinary shares (the “Sale Shares”) in the capital of Orient Bank Limited, Uganda (OBL(U)) constituting ninety percent (90%) of the entire issued share capital of OBL(U) from Dr. Ketan Morjaria, Hemlata Karia, Jay Karia, Morka Holdings Limited, Zhong Shuang Quan and Cornerstone M8 Limited, in accordance to the terms and conditions set out in the Share Purchase Agreement dated 17th July 2020 (The “SPA”) be and is hereby approved.</p>	647,937,821	100.0000%	200	0.0000%	-	0.0000%

B	SPECIAL BUSINESS	Votes	%	Votes	%	Votes	%
2	<p>To consider and if thought fit to pass the Amendment of the Articles of Association: THAT, Article 101 of the Company's Articles of Association be amended to read as follows: The number of Directors shall be not less than seven (7) and, unless and until otherwise determined by special resolution of the Company in general meeting, shall not exceed twelve (12).</p>	647,927,198	99.9998%	0	0.0000%	1,393	0.0002%

NOTE: Shareholders holding a total of 647,938,021 ordinary shares in I&M Holdings PLC registered and participated in the Virtual Extraordinary Meeting representing 78.37% of the total issued ordinary shares of the Company.

DECISION

All of the above resolutions as presented to the shareholders were **Approved** having garnered a majority of the votes cast.

The Board of Directors wishes to thank all the shareholders for their participation in the Company Extraordinary General Meeting.

BY ORDER OF THE BOARD

BILHA WANJIRU MWANGI
COMPANY SECRETARY
3RD DECEMBER 2020