

I&M GROUP PLC

CDSC A/c No:

Shareholder No:

ID No:

**THE COMPANY SECRETARY
P.O BOX 51922 -00100
NAIROBI**

PROXY FORM

I/WE.....

of

Being a shareholder of I&M Group PLC hereby appoint the Chairman of the Meeting or (see note 7) (Name of proxy) of (Mobile number of proxy) and (email address of the proxy) in respect of my (Number of shares). Please indicate here if you are appointing more than one proxy as my/our proxy to attend, represent and vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held electronically on, 2024 at am and at any adjournment thereof.

Signed this..... day of, 2024

Signature(s) (i) (ii)

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I/WE direct my/our proxy to vote on the following resolutions as I/WE have indicated by marking the appropriate box with an 'X'. If no indication is given, my/our proxy will vote or withhold his or her vote at his or her discretion and I/WE authorize my/our proxy to vote (or withhold his or her vote) as he or she thinks fit in relation to any other matter which is properly put before the Meeting.

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

RESOLUTION	FOR	AGAINST	WITHHELD
1. Approval of the Group's audited financial statements for the year ended 31 st December 2023 together with the Chairman's, Directors' and Auditors' reports thereon			

2. Approval of the Directors' remuneration as provided in the accounts for the year ended 31 st December, 2023			
3. Approval of the first and final dividend of Kshs. 2.55 per share amounting to Kshs.4,216,734,763 for the year ended 31 st December 2023. The dividend will be payable to the shareholders in the Company's Register of Members at the close of business on Thursday 18 th April 2024 and will be paid on or around Friday 24 th May 2024.			
4. Re-election of Mr. S B R Shah			
5. Re-election of Mr. Oliver M Fowler			
6. Re-election of Mr. Naval Kidar Nath Gurdittamal Sood			
7. Re-election of Mr. Sachit S. Shah			
8. Pursuant to the provisions of Section 769 of the Companies Act, 2015, the following Directors being members of the Board Audit and Risk Management Committee, be elected to continue to serve as Members of this Committee: i. Ms. Rose Wanjiru Kinuthia ii. Ms. Risper Ohaga iii. Mr. Naval Sood			
9. Re-appointment of auditors: Messrs. KPMG Kenya Certified Public Accountants (K), having expressed their willingness, and having obtained exemption from the Capital Markets Authority (CMA) on the rotation of auditors for the ensuing year, continue in office in accordance with Section 721 (2) of the Companies Act, 2015 and authorization of the Directors to fix their remuneration for the ensuing financial year.			