



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

## **72<sup>ND</sup> ANNUAL GENERAL MEETING** **POLLING RESULTS**

The Board of Directors of **I&M GROUP PLC** is pleased to announce the results of voting for the resolutions that were put forward for determination by shareholders at the Hybrid Annual General Meeting held on Friday, 24<sup>th</sup> May 2024.

The poll was conducted and scrutinized by Image Registrars Ltd, the Company's Registrars.

	<b>RESOLUTION</b>	<b>In Favour</b>		<b>Against</b>		<b>Abstained</b>	
		<b>Voted In Favour</b>	<b>% In Favour</b>	<b>Votes Against</b>	<b>% Against</b>	<b>Abstained</b>	<b>% Abstained</b>
<b>1</b>	To receive the Group's Audited Financial Statements for the year ended 31st December 2023 together with the Chairman's, Directors' and Auditors' reports thereon.	1,231,983,952	100.0000%	0	0.0000%	0	0.0000%
<b>2</b>	To approve the Directors' remuneration as provided in the accounts for the year ended 31st December 2023.	1,231,962,692	99.9983%	16,700	0.0014%	4,560	0.0004%
<b>3</b>	To approve payment of a first and final dividend of Kshs. 2.55 per share amounting to Kshs. 4,216,734,763 for the year ended 31st December 2023. The dividend will be payable to the shareholders in the Company's Register of Members at the close of business on Thursday 18th April 2024 and will be paid on or around Friday, 24th May 2024.	1,231,959,600	99.9980%	20	0.0000%	24,332	0.0020%
<b>4</b>	To re-elect directors: i. In accordance with Section 2.5 of the CMA Code of Corporate Governance Practices for Issuers of Securities to	1,231,937,244	99.9962%	15,408	0.0013%	31,300	0.0025%



	the Public, 2015, Mr. S B R Shah having attained the age of 70 years retires and offers himself for re-election.						
	ii. In accordance with Section 2.5 of the CMA Code of Corporate Governance Practices for Issuers of Securities to the Public, 2015, and Article No. 27.2 of the Company's Articles of Association, Mr. Oliver Merrick Fowler having attained the age of 70 years and being due to retire by rotation respectively retires and being eligible offers himself for re-election.	1,231,938,344	99.9963%	16,308	0.0013%	29,300	0.0024%
	iii. In accordance with Article No. 27.2 of the Company's Articles of Association Mr. Naval Kidar Nath Gurdittamal Sood, retires by rotation and being eligible offers himself for re-election.	1,231,570,096	99.9664%	396,456	0.0322%	17,400	0.0014%
	iv. In accordance with Article No. 27.2 of the Company's Articles of Association Mr. Sachit S Shah, retires by rotation and being eligible offers himself for re-election.	1,231,646,024	99.9726%	319,608	0.0259%	18,320	0.0015%
<b>5</b>	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	1,231,568,696	99.9663%	3,008	0.0002%	412,248	0.0335%
<b>6</b>	To note that the auditors Messrs. KPMG Kenya Certified Public Accountants (K), having expressed	1,221,479,084	99.1473%	4,508	0.0004%	10,500,360	0.8523%



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 to authorize the Directors to fix their remuneration for the ensuing financial year.						
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**NOTE:** Shareholders holding a total of 1,231,983,952 ordinary shares in I&M Group PLC registered and participated in the Hybrid Annual General Meeting representing 74.50% 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 thank all the shareholders for their participation in the Company's 72<sup>nd</sup> Annual General Meeting.

**BY ORDER OF THE BOARD**

**BILHA WANJIRU MWANGI**  
**COMPANY SECRETARY**  
**24<sup>TH</sup> MAY 2024**