

**KENYA REINSURANCE CORPORATION LIMITED**

**RESOLUTIONS PASSED AT THE 24<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY HELD VIA ELECTRONIC MEANS ON FRIDAY 17<sup>TH</sup> JUNE 2022 AT 11.00 AM.**

The meeting being quorate, the shareholders resolved as follows:

**ORDINARY RESOLUTIONS**

**1. REPORT AND FINANCIAL STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> DECEMBER 2021**

The Report of the Director's and the Audited Financial Statement for the year ended 31<sup>st</sup> December 2021 were received and considered.

The Chairman invited questions from Shareholders on the Financial Statements. Shareholders asked questions to which the Managing Director responded.

Kibor, Sally Jepkorir proposed and Kokwaro, Dina Margaret seconded the resolution. It was **UNANIMOUSLY RESOLVED THAT** the Directors Report and the Financial Statements for the year ended 31<sup>st</sup> December 2021, as audited and reported by the company's Auditors now submitted to the meeting be and is hereby approved and adopted.

**2. DECLARATION OF A FINAL DIVIDEND**

It was proposed by Kimani, Stephen Irungu and seconded by Maoga, Geoffrey Bethuel and **UNANIMOUSLY RESOLVED THAT** the payment of first and final dividends of Ksh 0.10 per share for the financial year ended 31<sup>st</sup> December 2021 will be made to shareholders on register in our books as at 17<sup>th</sup> June 2022. To be paid on or about 29<sup>th</sup> July 2022.

**3. DIRECTORS SEEKING RE-ELECTION**

The following members were duly elected to join the Board following the resolution of the shareholders dated 17<sup>th</sup> June 2022.

<b>Position</b>	<b>Candidate</b>	<b>Votes Garnered</b>
1	Dr. Catherine Ngima Kimura	1,835,242,940
2	Mrs. Thamuda Omar Hassan	1,825,947,563
3	Mrs. Eunice Atieno Nyala	1,727,361,472
4	Mr. Robert Kariuki Waruiru	1,724,845,237

#### **4. DIRECTOR'S REMUNERATION**

It was proposed by Chami, Alois Wafula and seconded by Mwenda, Joyce Mwiki and **RESOLVED BY MAJORITY** of shareholders that the remuneration of Directors and the Directors' Remuneration Report for the year ended 31st December 2021 be and is hereby approved.

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

It was proposed by Shakaba Chiboli Induli and Seconded by Gatimu Philip Kariuki and **RESOLVED BY MAJORITY** of shareholders that the audit of the Corporation's books of accounts will continue to be undertaken by the Auditor-General or an audit firm appointed by him in accordance with section 14 of the state corporations Act and section 23 of the Public Audit Act 2015.

#### **6. AUDITOR'S REMUNERATION**

It was proposed by Nyamongo, David Ngasora and Seconded by Njoka, Nancy Nyambura and **RESOLVED BY MAJORITY** of shareholders to authorize Directors to fix the remuneration of the Auditors.

#### **7. APPOINTMENT OF AUDIT COMMITTEE MEMBERS**

It was proposed By Ereng Seckon Patrick and Seconded by Nyaga, Elisha Muriithi and **RESOLVED BY MAJORITY** of shareholders to authorize Directors to appoint members of the Audit Committee of the Board.