

Jubilee

HOLDINGS

JUBILEE HOLDINGS LIMITED

(the "Company")

RESOLUTIONS PASSED AT THE EIGHTY-FOURTH ANNUAL GENERAL MEETING OF THE COMPANY HELD VIA ELECTRONIC MEANS ON WEDNESDAY, 22ND JUNE 2022 AT 11:00 AM

RESOLUTION 1 - ADOPTION OF ACCOUNTS AND REPORTS

It was proposed by Kimani, Stephen Irungu and seconded by Kibor, Sally Jepkorir and unanimously RESOLVED:

THAT the audited consolidated financial statements for the year ended 31st December 2021, together with the Chairman's, Directors' and Auditors' Reports thereon laid before the meeting be and are hereby adopted.

RESOLUTION 2 - APPROVAL OF DIVIDENDS

It was proposed by Stephens, Frank Meliso and seconded by Kimani, Stephen Irungu and RESOLVED:

THAT the payment of the interim dividend for the year 2021 of Kes 1.00 per share paid on 11th October 2021 be and is hereby ratified and that the payment of a final dividend for the year 2021 of Kes 8.00 per share and a special dividend of Kes 5.00 per share to be paid on 26th July 2022 to Shareholders registered as at 22nd June 2022 be and is hereby approved.

RESOLUTION 3 - ELECTION OF MR. OWEN KOIMBURI

It was proposed by Mbeta Apollo Olubero and seconded by Muchiri Daniel Kimotho and RESOLVED:

THAT Mr. Owen Koimburi who was appointed by the Board on 31 March 2022 in accordance with Article 90 of the Company's Articles of Association and who being eligible offers himself for election, be and is hereby elected as a Director.

RESOLUTION 4 - ELECTION OF MR. NIZAR JUMA

It was proposed by Nzau, Jones Kavivya and seconded by Kiganga, Lilian Karegi and UNANIMOUSLY RESOLVED:

THAT Mr. Nizar Juma who retires by rotation in accordance with Article 86 of the Company's Articles of Association and who being eligible offers himself for re-election, be and is hereby re-elected as a Director.



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RESOLUTION 4 - ELECTION OF MRS. JANE MWANGI

It was proposed by Muchiri, Daniel Kimotho and seconded by Kabiru Peter Ngotho and UNANIMOUSLY RESOLVED:

THAT Ms. Jane Mwangi who retires by rotation in accordance with Article 86 of the Company's Articles of Association and who being eligible offers herself for re-election, be and is hereby re-elected as a Director.

RESOLUTION 5 - ELECTION OF MR. ZUL ABDUL

It was proposed by Kaderbhai, Zamida Mohamed Hussein and seconded by Maoga, Geoffrey Bethuel and RESOLVED:

THAT Mr. Zul Abdul, who has attained the age of 70 years and who offers himself for re-election be and is hereby re-elected.

RESOLUTION 6 - APPOINTMENT OF MEMBERS OF THE BOARD AUDIT & COMPLIANCE COMMITTEE

It was proposed by Mwangi, Samuel Kamotho and seconded by Chami Alois Wafula and UNANIMOUSLY RESOLVED:

THAT Mr. Zul Abdul, Mr. John Metcalf & Mr. Owen Koimburi be and are hereby appointed to serve as members of the Board Audit and Compliance Committee.

RESOLUTION 7- REMUNERATION OF DIRECTORS

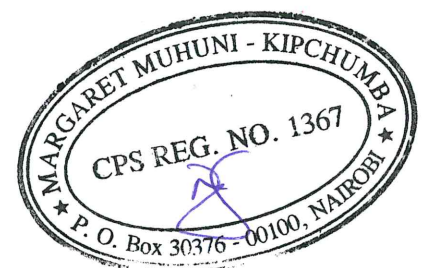
It was proposed by Abdalla, Fauziah Nyambura and seconded by Njoka Nancy Nyambura and RESOLVED:

THAT the Directors' Remuneration Report for the year ended 31 December 2021 be and is hereby approved and that the Board be and is hereby authorized to set the Directors' remuneration

RESOLUTION 8 - APOINTMENT OF COMPANY AUDITOR

It was proposed by Njoka, Nancy Nyambura and seconded by Abdalla Fauziah Nyambura and UNANIMOUSLY RESOLVED:

THAT the independent auditors, PricewaterhouseCoopers LLP, being eligible and having expressed their willingness, be and are hereby appointed to continue in office in accordance with Sec. 721 of the Companies Act, 2015 and the Directors be and are hereby authorized to fix their remuneration.



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RESOLUTION 9 - RATIFICATION OF JHL PROPERTIES LIMITED

It was proposed by Chami, Alois Wambua and seconded by Stephens, Frank Meliso and UNANIMOUSLY RESOLVED:

THAT the incorporation of JHL Properties Limited which was incorporated on 28th May 2021 as a wholly owned subsidiary of Jubilee Holdings Limited to own the property on LR No. 209/18216 Upper Hill Nairobi and other real estate properties the Company may acquire, from time to time, be and is hereby approved.

BY THE ORDER OF THE BOARD

