

## PROXY

I/WE \_\_\_\_\_

Share A/c No \_\_\_\_\_

of (address) \_\_\_\_\_

being a member (s) of **Jubilee Holdings Limited**, hereby appoint:

or failing him/her, the duly appointed Chairman of the Meeting, to be my/our proxy, to vote for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on **Friday 30<sup>th</sup> May 2025** at **11.00 a.m.** and at any adjournment thereof.

As witness I/We lay my/our hand (s) this \_\_\_\_\_ day of \_\_\_\_\_ 2025.

Signature \_\_\_\_\_

Name \_\_\_\_\_

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

RESOLUTIONS	FOR	AGAINST	WITHHELD
<b>ORDINARY BUSINESS</b>			
1. To consider and, if thought fit, to adopt the audited consolidated financial statements for the year ended 31 <sup>st</sup> December 2024 together with the reports of the Chairman, Directors and Auditor thereon.			
2. To confirm the payment of the interim dividend for the year 2024 of KES 2.00 per share paid on 11 <sup>th</sup> October 2024.			
3. To ratify the payment of a final dividend for the year 2024 of Kes. 11.50 per share to be paid on 25 <sup>th</sup> July 2025 to Shareholders registered as at 28 <sup>th</sup> May 2025.			
4. To elect Mr. Sagheer Mufti who was appointed by the Board on 29 <sup>th</sup> August 2024 as an Non-Executive Director in accordance with Article 90 of the Company's Articles of Association and who being eligible, offers himself for re-election.			
5. To elect Ms. Gladys Karuri who was appointed by the Board on 6 <sup>th</sup> November 2024 as an Independent Non-Executive Director in accordance with Article 90 of the Company's Articles of Association and who being eligible, offers herself for re-election.			
6. To re-elect Mr. John Metcalf, who is retiring by rotation and being eligible, offers himself for re-election.			

# Jubilee

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7. To re-elect Mr. Akbar Poonawala, who is retiring by rotation and being eligible, offers himself for re-election.			
8. In accordance with the provision of Sec.769 of the Companies Act, 2015, the following Directors being members of the Board Audit Committee be confirmed to serve as members of the said Committee:  (i) Mr. Owen Koimburi (ii) Mr. John Metcalf (iii) Ms. Gladys Karuri			
9. To approve the Directors' Remuneration Report and remuneration paid for the financial year ended 31st December 2024 and to authorize the Board to set the Directors' remuneration for the year 2025.			
10. To approve the re-appointment of KPMG Kenya as auditor of the Company in accordance with Section 721 of the Companies Act, 2015 and to authorise the Directors to fix their remuneration for the ensuing financial year.			
<b>SPECIAL BUSINESS</b>			
The following resolution be passed as an Ordinary Resolution.			
11. Delegated Authority to the Board  "That the Board be and are hereby authorized to formulate, approve and periodically review the below policy documents: i. Remuneration ii. Effective communication with stakeholders iii. Corporate disclosure policies and procedures iv. Dispute resolution for internal and external disputes v. Attraction and retention of board members."			
The following resolution to be passed as a Special Resolution.  That Article 49 of the Company's Articles of Association be amended to allow for the publication of the Notice of the AGM in a daily newspaper with nationwide circulation for one (1) day.			

**ELECTRONIC COMMUNICATIONS CONSENT FORM**

**Please complete in BLOCK CAPITALS**

**Full name of Proxy(s):** \_\_\_\_\_

**Address:** \_\_\_\_\_

**Mobile Number:** \_\_\_\_\_ **Email Address:** \_\_\_\_\_

**Date:** \_\_\_\_\_ **Signature:** \_\_\_\_\_



Please tick **ONE** of the boxes below and return to Image Registrars at P.O. Box 9287 - 00100 Nairobi, 5<sup>th</sup> floor, Absa Towers (formerly Barclays Plaza), Loita Street:

**Approval of Registration**

I/WE approve to register to participate in the virtual Annual General Meeting to be held on 30<sup>th</sup> May 2025

**Consent for use of the Mobile Number provided**

I/WE would give my/our consent for the use of the mobile number provided for purposes of voting at the AGM.