



PROXY
FORM

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 **Tuesday 29th June 2021** and at any adjournment thereof.

As witness I/We lay my/our hand (s) this _____ day of _____ 2021.

Signature _____

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

	RESOLUTIONS	FOR	AGAINST	WITHHELD
	ORDINARY BUSINESS			
1.	To consider and, if thought fit, to adopt the audited consolidated financial statements for the year ended 31st December 2020 together with the reports of the Chairman, Directors and Auditor thereon.			
2.	To ratify the payment of the interim dividend for the year 2020 of KES 1.00 per share made on 9th October, 2020.			
3.	To approve the payment of a final dividend for the year 2020 of KES 8.00 per share paid on 26 th July 2021 to Shareholders registered as at 26 th May 2021.			
4.	To elect Directors:			
	(i) Mr. John Metcalf, a Director retiring by rotation, and being eligible, offers himself for re-election in accordance with Articles 85 & 86 of the Company's Articles of Association.			
	(ii) Mr. Juma Kisaame, a Director retiring by rotation, and being eligible, offers herself for re-election in accordance with Articles 85 & 86 Company's Articles of Association.			
	(iii) Mr. Ashif Kassam, a Director retiring by rotation, and being eligible, offers himself for re-election in accordance with Articles 85 & 86 Company's Articles of Association.			

	ORDINARY BUSINESS	FOR	AGAINST	WITHHELD
5.	<p>The following Directors being members of the Board Audit & Compliance Committee be confirmed to continue to serve as members of the said Committee:</p> <p>(i) Mr. Zul Abdul (ii) Mr. Juma Kisaame (iii) Mr. John Metcalf (iv) Mr. Ashif Kassam</p>			
6.	To approve the Directors' Remuneration Report for the year ended 31 December 2020 and authorize the Board to set the Directors' remuneration.			
7.	To note that the independent auditors, PricewaterhouseCoopers LLP, will continue in office in accordance with Sec. 721 of the Companies Act, 2015 and to authorise the Directors to set their remuneration for the year ending 31 st December 2021.			
SPECIAL BUSINESS				
8.	<p>To consider and, if thought fit, pass the following resolution as a Special resolution:</p> <p>To amend the Articles of Association of the Company by inserting a new Article 145 to read as follows:</p> <p>Art. 145 Acquisition by Company of its own shares</p> <p>"The Company may from time to time, with the sanction of a Special Resolution of the Shareholders, acquire its own shares in accordance with the provisions of Part XVI of the Companies Act, 2015 and any guidelines that may be stipulated by the Capital Markets Authority for share buyback transactions by listed companies."</p>			

ELECTRONIC COMMUNICATIONS CONSENT FORM

Please complete in BLOCK CAPITALS

Full name of Proxy: _____

Mobile Number: _____

Date: _____

Signature: _____



Please tick **ONE** of the boxes below and return to Image Registrars at jhlagm@image.co.ke or deliver to Image Registrars Limited 5th Floor Absa Towers (formerly Barclays Plaza), Loita Street or at Jubilee Insurance House:

Approval of Registration

I/WE approve to register to participate in the virtual Annual General Meeting to be held on 29th June 2021

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.

Notes:

1. The Annual Report and full financial statements are available on the Company's website and may be obtained from the Company Secretary at the registered office of the Company.
2. **Registration for AGM:**
 - (i) Any shareholder wishing to follow the virtual meeting should register for the AGM by dialing ***483*253#** for all mobile networks and following the various prompts regarding the registration process. Any Shareholder outside Kenya can send their request to jhlagm@image.co.ke
 - (ii) In order to complete the registration process, Shareholders will need to have their ID/Passport Numbers which were used to purchase their shares and / or their CDS Account Number at hand. For assistance, please dial the following helpline number: 0709170000 from 9 a.m. to 3 p.m. on any business day.
 - (iii) Registration for the AGM opens on 4th June 2021 at 11.00 a.m. and will close on 28th June 2021 at 11.00 a.m.
3. **Material for the AGM:**

In accordance with Sec. 283(2) (c) of the Companies Act, the following documents may be viewed on the Company's website at www.jubileeinsurance.com:

 - a copy of the AGM Notice.
 - Company's Annual Report and Financial Statements for the year 2020.
4. **Questions regarding the AGM and the Financials:**
 - (i) Shareholders wishing to raise any questions or clarifications regarding the AGM may do so by:
 - sending their written questions by email to jhlagm@image.co.ke
 - to the extent possible, physically delivering their written questions with an email address to the registered office of the Company at Jubilee Insurance House, Wabera Street or Image Registrars office at 5th floor, Absa Towers(formal Barclays Plaza), Loita Street.
 - (ii) Shareholders must provide their full details (full names, ID/ Passport Number/ CDS Account Number) when submitting their questions.
 - (iii) All questions must reach the Company on or before 25th June 2021 by 11.00 a.m.
 - (iv) Following receipt of the questions, the Directors shall provide written responses to the questions received to the email address provided by the Shareholder and on the Company's website no later than 12 hours before the start of the meeting and shall publish a full list of all questions received and the answers thereto on the Company's website after the meeting.



5. **Proxy Form:**

- (i) Accordance with Sec. 298 (1) of the Companies Act, 2015 Shareholders entitled to attend and vote at the AGM are entitled to appoint a proxy to vote on their behalf. A proxy form is attached to this Notice and is available on the Company's website www.jubileeinsurance.com.
- (ii) A proxy need not be member of the Company but if not the Chairman of the AGM, the appointed proxy will need access to a mobile phone.
- (iii) Physical copies of the proxy form are also available at the following address: Image Registrars Limited, 5th floor, Absa Towers (formal Barclays Plaza), Loita Street.
- (iv) A proxy must be signed by the appointer or his/her attorney duly authorized in writing, or, if the appointer is a company, under the hand of an officer or attorney duly authorized by the company. A completed form of the proxy should be emailed to jhlagm@image.co.ke or delivered to Image Registrars office at 5th floor, Absa Towers(formal Barclays Plaza), Loita Street. P. O. Box 9287-00100, GPO, Nairobi so as to be received not later than 11.00 a.m. on Monday 28th June 2021.
- (v) Any person appointed as a proxy should submit his/ her mobile telephone number on the proxy form. Any proxy registration that is rejected will be communicated to the Shareholder concerned through the email address provided no later than 3.00 p.m. on 25th June 2021.

6. **Participation at AGM through Live Stream:**

- (i) The AGM will be streamed live via a link which shall be provided to all Shareholders who will have registered to participate in the AGM. Duly registered Shareholders and proxies will receive a start message service (SMS)/USSD prompt on their registered mobile numbers, 24 hours prior to the AGM as a reminder of the AGM. A second (SMS)/USSD prompt shall be sent one hour ahead of the AGM, reminding Shareholders and proxies that the AGM will begin in an hours' time and providing a link to the livestream.
- (ii) Registered Shareholders and proxies may follow the proceedings of the AGM using the livestream platform and may access the agenda. Registered Shareholders and proxies may vote (when prompted by the Chairman) via the USSD prompts.
- (iii) The results of the voting on the resolutions tabled at the AGM shall be published on the Company's website within 24 hours following conclusion of the AGM.