

NAIROBI BUSINESS VENTURES PLC

RESOLUTIONS PASSED AT THE ANNUAL GENERAL MEETING OF THE COMPANY HELD VIRTUALLY ON MONDAY 29TH SEPTEMBER 2025 AT 10.00 AM

The meeting being quorate, the shareholders resolved as follows:

ORDINARY RESOLUTIONS

1. ANNUAL REPORTS AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2025

The Report of the Chairman, Directors' and Auditors together with the Audited Financial Statements for the year ended 31st March 2025 were received and considered.

Shareholders **DAVID MAKUMI MWANGI** proposed and, **ABRAHAM KIPLAGAT YEGO** seconded the resolution. It was **UNANIMOUSLY RESOLVED THAT** the reports of the Chairman, Directors and Auditors' together with the Financial Statements for the year ended 31st March 2025, be and is hereby approved and adopted.

2. ELECTION OF DIRECTOR

a) It was proposed by **CHARLES TUITOEK CHEROGONY** and seconded by **ANTONY MUCHIRI MURIUKI** and **RESOLVED BY MAJORITY THAT** Mr. Gaurang Soni a Director retiring by rotation in accordance with the Articles of Association of the Company and being eligible, be and is hereby re-elected.

3. APPOINTMENT OF BOARD COMMITTEE MEMBERS

It was proposed by **ISAAC OWUOR ONYANGO** and seconded by **ALOIS WAFULA CHAMI** and **RESOLVED BY MAJORITY THAT** in accordance with the provisions of Section 769 of the Companies Act 2015, the following directors, being members of the Board Audit Committee be and are hereby appointed to continue to serve as members of the said Committee:

- I. Mr. Lucas F. L. O. Meso
- II. Mr. Robert K. Nyasimi
- III. Mr. Naresh J. Ranpura

4. REMUNERATION OF DIRECTORS

It was proposed by **FREDRICK ALOO OGENDO** and seconded by **ITILA KIMEU** and **RESOLVED BY MAJORITY THAT** remuneration of Directors and Directors' Remuneration report for the financial year ended 31st March 2025 be and is hereby approved.

5. AUDITORS APPOINTMENT & REMUNERATION

The resolution was proposed by **MARGARET NDUKU NZAU** and seconded by **FRANCIS KUNG'UMWANGI** It was **RESOLVED BY MAJORITY THAT** Messrs Jesse & Associates be and are hereby re-appointed as Auditors of the Company in accordance with the provisions of section 721(2) of the Kenyan Companies Act, 2015 and the Directors be and are hereby authorized to fix the Auditors' remuneration for the ensuing financial year.

BY ORDER OF THE BOARD

MILLCENT NGETICH
COMPANY SECRETARY
29TH SEPTEMBER 2025