

MAISHA BORA VENTURES PLC

NOTICE IS HEREBY GIVEN that, the 7th Annual General Meeting of the Company will be held via electronic communication on **Saturday 12th February 2022 at 11:00 am** to conduct the following business, and, if thought fit, to pass the Resolutions set out below.

ORDINARY BUSINESS

1. To table the proxies and note the presence of a quorum.
2. To read the notice convening the meeting.
3. To receive, consider and if approved, adopt the Company's Audited Financial Statements for the year ended 31st December 2021 together with the Directors' and Auditors' Reports thereon.

Proposed Resolution:

THAT the audited Financial Statements for the year ended 31st December 2021, together with the Directors' and Auditors' Reports thereon be and are hereby approved and adopted.

4. To approve the payment of a dividend for the year ended 31st December 2021

Proposed Resolution:

THAT the payment of Ksh. 180 per share as a Dividend for the year ended 31st December 2021 as recommended by the Directors be and is hereby approved.

5. To elect Directors:
 - 5.1 Agnes Chepkurui retires by rotation, and being eligible, offers herself for re-election.
 - 5.2 Joseph Were retires by rotation, and being eligible, offers himself for re-election.
 - 5.3 Japheth Magomere retires by rotation and does not offer himself for re-election.
6. To approve Directors Remuneration Policy and Director's Remuneration for the year ended 31st December 2021

Proposed Resolutions:

THAT the Director's Remuneration Policy be and is hereby approved.

THAT the Directors' Remuneration for the year ended 31st December 2021 as contained in the Annual Report and Financial Statements be and is hereby approved.

7. To authorize the Board to appoint Auditors of the Company to hold office until the conclusion of the next Annual General Meeting and to determine and fix their remuneration.

Proposed Resolution;

THAT the Board be and is hereby authorized to appoint Auditors of the Company to hold office until the conclusion of the next Annual General Meeting and to determine and fix their remuneration.

8. To transact any other business of the Annual General Meeting in respect of which notice will have been given.

BY ORDER OF THE BOARD



Catherine Musakali

Company Secretary

21st January, 2022

NOTES:

1. Shareholders wishing to participate in the meeting should register for the AGM by dialling ***483*901#** on their mobile telephone and follow the various prompts on the registration process.
2. Any shareholder may by notice duly signed by him or her and delivered to the Company Secretary, Maisha Bora Ventures Plc, Green Shade Apartments, C1, at the Junction of Argwings Kodhek and Ole Dume Road, Nairobi, or delivered to the Company's offices at Maisha Bora Sacco, Industrial Area, not less than 7 days before the date appointed for the Annual General Meeting, give notice of his intention to propose any other person for election to the Board, such notice is to be accompanied by a notice signed by the person proposed of his or her willingness to be elected. The proposed person need not be a member of the Company.
3. A shareholder entitled to attend and vote at the meeting and who is unable to attend is entitled to appoint a proxy to attend and vote on his or her behalf. A form of proxy is attached to this Notice and may also be obtained from the Company's offices at Maisha Bora Sacco, Industrial Area or from the Company's website at: <https://maishaboraventures.co.ke/> A proxy need not be a member of the Company. To be valid, a form of proxy must be duly completed and signed by the member and must be lodged at the offices of the Company not later than Thursday 10th February 2022 at 10.00 am. A copy of the national ID of the shareholder should be attached to the duly signed proxy form when being submitted. Duly signed proxy forms and required ID copy may also be emailed to cmusakali@dorion.co.ke or info@image.co.ke in PDF format or delivered to Image Registrars Limited, 5th Floor Absa Towers (formerly Barclays Plaza), Loita Street, P.O. Box 9287 – 00100 GPO, Nairobi, so as to be received not later than Thursday 10th February 2022 at 10.00 am.
4. Registration for the AGM opens on Monday 24th January, 2022 and closes on Thursday, 10th February 2022 at 10.00am. Shareholders will not be able to register after this time.
5. A copy of this notice, proxy form and the entire Annual Report and Accounts may be viewed at the Company's website at: <https://maishaboraventures.co.ke/>, or a printed copy may be obtained from the Company's offices upon request.
6. Maisha Bora Ventures Plc has convened and is conducting this virtual Annual General Meeting in line with the provisions of the Company's Articles of Association.
7. The Company shall hold the AGM using electronic means, and members and Proxies appointed to vote on behalf of the member will need access to a mobile phone to participate in voting on the various resolutions.
8. All shareholders who have provided their contact details shall receive a link to follow the virtual meeting on email and short message service. For assistance, any shareholder should dial the following helpline number: 0709 170 000 from 9:00 a.m. to 5:00 p.m. from Monday to Friday.
9. Shareholders wishing to raise any questions or clarifications regarding the AGM may do so by sending their written questions by email to info@image.co.ke; Dialing the USSD code ***483*901#** and selecting the Ask question option, to the extent possible, physically delivering their written questions with a return physical address or email address to: info@maishaboraventures.co.ke; or sending their written questions with a return physical address or email address by registered post to: info@maishaboraventures.co.ke;
10. Shareholders must provide their full details (full names, ID/Passport Number/member Account Number) when submitting their questions and clarifications. All questions and clarification must reach the Company on or before Thursday, 10th February 2022 at 10.00 a.m. Following receipt of the questions and clarifications, the Directors of the Company shall provide written responses to the questions received to the return physical address or email address provided by the Shareholder no later than 48 hours after the conclusion of the meeting. A full list of all questions received and the answers thereto will be published on the Company's website.

11. The AGM will be streamed live via a link which shall be provided to Shareholder. Shareholders and proxies may follow the proceedings of the AGM using the live stream platform and may access the agenda. Duly registered Shareholders and proxies may vote (when prompted by the Chairman) via the USSD prompts.
12. A poll shall be conducted for all the resolutions put forward in the notice. Results of the poll shall be published on the Company's website within 24 hours following conclusion of the Annual General Meeting.