

Proxy Form

Custody and Registrars Services Limited
IKM House, Tower B, 1st Floor, 5th Ngong Avenue
P. O Box 8484-00100, Nairobi

*I/We _____
_____ of _____

_____ being *a
member/members of Sameer Africa PLC, hereby appoint:

_____ of (address, email and telephone number)

or failing *him/her _____

_____ of (address, email and telephone number)

and failing *him/her the Chairman of the meeting as *my/our proxy to vote for *me/us on *my/our behalf at the Fifty Third Annual General Meeting of the Company to be held on 9th June 2022 and at any adjournment thereof.

As witness *I/we affix *my/our *hand/hands this _____ day of _____ 2022.

Signature(s) _____

Unless otherwise instructed, the proxy will vote as *he/she thinks fit.

****Delete whichever is not applicable.***

1. Shareholders wishing to participate in the meeting should register for the AGM by visiting the online portal <https://digital.candrgroup.co.ke> or dialling *483*337# and following the various prompts regarding the registration process. In order to complete the registration process, Shareholders will need to have their ID/Passport numbers which were used to purchase their shares and their Shares Account or CDSC Account Number at hand. For assistance Shareholders should dial the following helpline numbers (020) 760 8216 from 8:00am to 3:00pm from Monday to Friday. Any Shareholder outside Kenya should dial the helpline numbers or email digital@candrgroup.co.ke to be assisted to register.
2. Registration for the AGM opens on **Monday 30th May 2022** at 8:00am and will close on **Wednesday June 8th 2022** at 12:00am. Shareholders will not be able to register after Wednesday June 8th 2022.

3. In accordance with Section 283 (3) of the Companies Act, 2015, the following documents may be viewed on the Company's website www.sameerafrica.com; i) a copy of this Notice and the proxy form, ii) the Company's Integrated Report together with the audited financial statements for the year 2021, iii) the draft minutes in respect of the Annual General Meeting held on 10th June 2021.
4. Shareholders wishing to raise any questions or clarifications regarding the AGM may do so by:
 - (i) Accessing <https://digital.candrgroup.co.ke>; selecting "Attend Event", "SAMEER AFRICA AGM", "Q&A" tab and submitting their questions.
 - (ii) Sending their written questions by email to digital@candrgroup.co.ke; or
 - (iii) To the extent possible, physically delivering their written questions with a return postal address or email address to the registered office of the Company at , Nairobi or to Custody and Registrars Services offices at IKM Place, Tower B, 1st Floor, 5th Ngong Avenue; or
 - (iv) Sending their written questions with a return postal address or email address by registered post to the Company's address at P.O. Box 30429-00100 Nairobi.

Shareholders must provide their full details (full names, ID/Passport Number, Shares CDSC Account Number) when submitting their questions and clarifications by email, post or delivery. All questions and clarifications must reach the Company on or before **Tuesday June 7th 2022**.

5. In accordance with Section 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 need not be a member of the Company but if not the Chairman of the AGM, the appointed proxy will need access to a mobile telephone. A proxy form is attached to this Notice and is available on the Company's website www.sameerafrica.com. Physical copies of the proxy form are also available at the following address: Custody and Registrars Services offices, IKM Place, Tower B, 1st Floor, 5th Ngong Avenue. To be valid, the proxy form must be duly completed by the Shareholder or his attorney duly authorized in writing. If the Shareholder is a body corporate, the instrument appointing the Proxy shall be give under its common seal (if any) or under the hand of an officer or duly authorized attorney of such body corporate. A completed form of proxy should be emailed to proxy@candrgroup.co.ke in pdf format or delivered to Custody and Registrars Services, IKM Place, Tower B, 1st Floor, 5th Ngong Avenue Nairobi or be posted to Custody and Registrars Services, P. O. Box 8484-00100 Nairobi, so as to reach the Registrar not later than 12.00 noon on **Tuesday June 7th 2022**. Duly completed form must be supported by a copy of ID/ valid Passport of the Shareholder and include the ID/Passport, email or telephone number of the Proxy to facilitate registration. Any Proxy registration that is rejected will be communicated to the Shareholder concerned no later than **Wednesday June 8th 2022** to allow time to address any issues.
6. The AGM will be streamlined live a link which shall be provided to all Shareholders who will have registered to participate in the Annual General Meeting. Duly registered Shareholders and Proxies will receive a short message service (SMS/USSD) prompt on their registered mobile numbers, 24 hours prior to the AGM as a reminder of the AGM and the open voting period. A second SMS/USSD prompt shall be sent two (2) hours before the AGM, reminding duly registered Shareholders and Proxies that the AGM will begin in two hours' time and providing a link to the live stream
7. Duly registered Shareholders and proxies may follow the proceedings of the AGM using the live stream platform and access the agenda. Duly registered Shareholders and Proxies may vote (when prompted by the Chairman) via the USSD*483*337#.
8. A poll shall be conducted for all resolutions put forward in the Notice.
9. Results of the AGM shall be published within 24 hours following conclusion of the AGM on the Company's website: www.sameerafrica.com