

**SAMEER AFRICA PLC**

**56<sup>TH</sup> ANNUAL GENERAL MEETING  
POLLING RESULTS**

The Board of Directors of **SAMEER AFRICA PLC** ("the Company") is pleased to announce the results of voting for the resolutions that were put forward for determination by shareholders at the 56<sup>th</sup> Annual General Meeting held on **Thursday, 19<sup>th</sup> June 2025**.

The Poll was conducted by Image Registrars Limited.

	<b>RESOLUTION</b>	<b>Voted In Favour</b>	<b>% In Favour</b>	<b>Votes Against</b>	<b>% Against</b>	<b>Abstained</b>	<b>Verdict</b>
<b>1.</b>	To receive, consider and, if deemed fit, adopt the Audited Consolidated Financial Statements for the year ended 31st December 2024 together with the reports of the Directors and Auditors thereon.	208,856,063	100.0000%	0	0.0000%	15,105	<b>PASSED</b>
<b>2.</b>	In accordance with Articles 1.123, 1.124, and 1.125 of the Company's Article of Association, the following Director retires by rotation, and being eligible, offers himself for re-election: <b>(a) Mr. Akif H. Butt</b>	208,430,233	99.7923%	433,680	0.2076%	7,255	<b>PASSED</b>
<b>3.</b>	Pursuant to Guideline 2.5 of the Code of Corporate Governance Practices for Issuers of Securities to the Public 2015, to approve the continuation in office of the following Directors who are over seventy years old: <b>(a) Eng. Erastus K. Mwongera</b>	208,023,081	99.5960%	843,817	0.4039%	4,270	<b>PASSED</b>
<b>4.</b>	Pursuant to Guideline 2.5 of the Code of Corporate Governance Practices for Issuers of Securities to the Public 2015, to approve the continuation in office of the following Directors who are over seventy years old: <b>(b) Mr. Peter Gitonga</b>	208,024,115	99.5957%	844,298	0.4042%	2,755	<b>PASSED</b>

5.	In accordance with the provisions of Section 769 of the Companies Act, 2015, the following Directors, being members of the Board Audit, Risk and Corporate Governance Committee, be elected to continue to serve as members of the said Committee: <b>(a) Dr. Lydia M. Mbuthia</b>	208,515,783	99.8320%	350,780	0.1679%	4,605	<b>PASSED</b>
6.	In accordance with the provisions of Section 769 of the Companies Act, 2015, the following Directors, being members of the Board Audit, Risk and Corporate Governance Committee, be elected to continue to serve as members of the said Committee: <b>(b) Ms. Patricia W. Kiwanuka</b>	208,867,813	99.9997%	600	0.0002%	2,755	<b>PASSED</b>
7.	In accordance with the provisions of Section 769 of the Companies Act, 2015, the following Directors, being members of the Board Audit, Risk and Corporate Governance Committee, be elected to continue to serve as members of the said Committee: <b>(c) Mr. Sameer N. Merali</b>	208,430,233	99.7902%	438,180	0.2097%	2,755	<b>PASSED</b>
8.	To receive, consider, and if deemed fit, approve the Directors Remuneration Report and to authorize the Board to fix the remuneration of Directors.	208,866,313	99.9984%	3,250	0.0015%	1,605	<b>PASSED</b>
9.	To re-appoint Messrs. RSM Eastern Africa LLP, Certified Public Accountants, as the Auditors of the Company until the conclusion of the next Annual General Meeting in accordance	208,551,553	99.8470%	319,510	0.1529%	105	<b>PASSED</b>

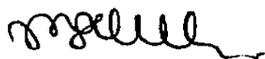
	with the provisions of section 721(2) of the Companies Act, 2015 and to authorize the Directors to fix their remuneration for the ensuing year.						
<b>10</b>	To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution: To authorize the Board to formulate, approve, implement and regularly review policy documents as a continuing obligation envisaged under Regulation 8.21 of the Thirteenth Schedule of the Capital Markets (Public Offers, Listings and Disclosures) Regulations, 2023 for: (i) Board Remuneration; (ii) Effective Communication with Stakeholders; (iii) Corporate Disclosures Policies and Procedures; (iv) Dispute Resolution for Internal and External Dispute; and (v) Board Members' attraction and Retention.	208,866,913	100.0000%	0	0.0000%	4,255	<b>PASSED</b>

**DECISION**

The resolutions as presented to the shareholders were approved having garnered a majority of the votes cast.

The Board of Directors wishes to thank all our shareholders who registered and participated in our virtual Annual General Meeting.

**BY ORDER OF THE BOARD**



**MILLICENT NGETICH**  
**COMPANY SECRETARY**  
**19<sup>TH</sup> JUNE 2025**