

OLYMPIA CAPITAL HOLDINGS PLC

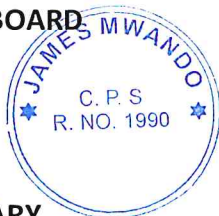
NOTICE IS HEREBY GIVEN that the Forty-Ninth Annual General Meeting of the Company will be held at the Nairobi Club, Nairobi on Friday, 30th August 2019 at 11.00 a.m. to transact the following business:

1. To table the proxies and to note the presence of a quorum.
2. To read the notice convening the meeting.
3. To confirm the minutes of the Forty-Eighth Annual General Meeting of the Company held on 23rd August 2018.
4. To receive, consider and adopt the Audited Financial Statements for the year ended 28th February 2019 together with the Chairman's Statement and the reports of the Directors and Auditors thereon.
5. To note that the Directors do not recommend payment of a dividend for the financial year ended 28th February 2019.
6. To approve the Directors' fees as indicated in the Audited Financial Statements for the year ended 28th February 2019.
7. To re-elect **Mr. Alex Kimani** who retires by rotation in accordance with Article 99 of the Company's Articles of Association and, being eligible, offers himself for re-election.
8. Pursuant to the provisions of Section 769 of the Companies Act 2015, Dr. C. W. Obura, Mr. Kibuga Kariithi and Mrs. Gladys Kamau, being members of the Board Audit Committee, be elected to continue to serve as members of the said Committee.
9. To note that Messrs Parker Randall Eastern Africa, Certified Public Accountants, continue in office as Auditors to the Company by virtue of section 721(2) of the Companies Act, 2015 and to authorize the Directors to fix their remuneration for the ensuing financial year.
10. Any Other Business of which due notice has been received.

BY ORDER OF THE BOARD



**JAMES MWANDO
COMPANY SECRETARY
OLYMPIA CAPITAL HOLDINGS PLC**



24TH JULY 2019

Note: A member entitled to attend and vote at the above meeting is entitled to appoint one or more proxies to attend and vote on his or her behalf. A proxy need not be a member. To be valid, a form of proxy which is attached to this notice must be duly completed and signed by the member and must be lodged with the Company Secretary, James Mwando C/o of Equatorial Secretaries and Registrars, Kalamu House, Grevillea Grove, Westlands P O Box 47323, 00100-Nairobi, or esr@ke.esr-ea.com so as to reach not later than 11.00 a.m. on 28th August 2019.

OLYMPIA CAPITAL HOLDINGS PLC

PROXY FORM FOR THE ANNUAL GENERAL MEETING

30TH AUGUST 2019

I/We.....

Of P.O. Box.....

being a shareholder of **OLYMPIA CAPITAL HOLDINGS PLC** hereby appoint

Please tick one only

1. Mr/ Mrs/ Ms ()

of P O Box

OR

2. The Chairman of the Meeting ()

as my/our proxy to attend and on a poll vote for me/us on my /our behalf at the **Annual General Meeting** of the Company at Nairobi Club, Nairobi on Friday, 30th August 2019 at 11.00 a.m. and at any adjournment thereof.

Signature

Signature

Signed/ Sealedday of..... 2019

NOTES:

1. In the case of a member being a corporation, the proxy must be under its Common Seal or under the hand of an officer or attorney duly authorised in writing.
2. To be valid this proxy form must be completed and delivered to the Company Secretary, James Mwando C/o Equatorial Secretaries and Registrars, Kalamu House, Grevillea Grove, Westlands, P O Box 47323 00100 Nairobi or esr@ke.esr-ea.com not later than 11.00 am on 28th August 2019.
3. A proxy need not be a member of the Company.