

OLYMPIA CAPITAL HOLDINGS PLC

MINUTES OF THE YEAR 2024 ANNUAL GENERAL MEETING OF THE COMPANY HELD VIRTUALLY ON THURSDAY 29TH AUGUST 2024 AT 11.00 A.M.

PRESENT:

Dr. Christopher Obura	- Chairman/Director and proxy for Karen Enterprises Limited
Mr. Patrick M. Wamae	- Director
Mr. Alex Kimani	- Director
Mr. Kibuga Kariithi	- Director
Mr. Felix Kimanthi	- Managing Director/ CEO
1,214 Members	- Present in person or by proxy

IN ATTENDANCE:

Mr. Gitari Mutegi	- Representing the Auditors – PSK Associates
Mr. Paul Mutunga	- Chief Accountant
Ms. Stacy Kimani	- Head of Sustainability and Investor Relations
Ms. Elizabeth Nyawira	- Assistant Accountant
Mr. Dennis Aroka	- Representing ESR Kenya LLP

Min. 01/08/24 WELCOME NOTE AND CONSTITUTION OF MEETING

The Chairman called the meeting to order at 11.00 a.m. and welcomed all those present to the 2024 Annual General Meeting. Members of the Board, Auditors and Company Secretarial representatives were introduced by the Chair.

Min. 02/08/24 NOTICE, PROXIES AND QUORUM

The notice convening the meeting was read by the Company Secretary, Mr. Dennis Aroka.

The Company Secretary confirmed that quorum was present and that the meeting was properly convened and constituted to transact the business of the meeting.

Min. 03/08/24 CONFIRMATION OF PREVIOUS MINUTES

The minutes of the previous Annual General Meeting held on 25th August 2023 having been circulated were taken as read, and confirmed as true records of the proceedings and thereafter, signed by the Chairman of the meeting.

Proposer: Mr. Samuel Kungu
Secunder: Mr. Mwangi George

**Min. 04/08/24 AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 28TH FEBRUARY 2024
AND DIRECTORS' AND AUDITORS' REPORTS THEREIN**

The Consolidated Audited Financial Statements for the year ended 28th February 2024, together with the Directors' and Auditors' Reports therein, having been circulated together with the notice of the meeting, were tabled for review and approval.

The Auditors' report was read by Mr. Gitari Mutegi, representing the Auditors. He reported that the auditors had given an unqualified opinion and the company had complied with the Kenya's Companies Act.

The members were given an opportunity to ask questions and clarification on the Financial Statements.

The Chairman then invited the CEO Mr. Felix Kimanthi to present his report to the members.

IT WAS RESOLVED THAT the Audited Financial Statements for the year ended 28th February 2024, together with the Directors' and Auditors' Reports therein be and are hereby adopted.

Proposer: Mr. Njoroge Kiiiiya
Secunder: Mr. Maoga Geoffrey

Min. 05/08/24 DIVIDEND

IT WAS NOTED THAT the directors did not recommend payment of a dividend for the year ended 28th February 2024.

Proposer: Ms. Caroline Wanjiru
Secunder: Ms. Agnes Kanyiri

Min. 06/08/24 DIRECTORS' REMUNERATION

IT WAS RESOLVED THAT the directors' remuneration for the year ended 28th February 2024 be and is hereby approved as provided in the financial statements.

Proposer: Ms. Lucy Nyambura
Seconded: Mr. Emanuel William

Min. 07/08/24 RE-ELECTION OF DIRECTORS

IT WAS NOTED THAT Mr. Kibuga Kariithi retires by rotation in accordance with Article 99 of the Company's Articles of Association and being eligible, offers himself for re-election. Mr. Kibuga Kariithi was appointed by the members to continue serving as a director of the company.

Proposer: Mr. Paul Kamau
Seconded: Mr. Stephen Musau

Min. 08/08/24 ELECTION OF MEMBERS OF THE AUDIT COMMITTEE

It was unanimously resolved that in accordance with the provisions of Section 769 of the Companies Act 2015, Mr. Kibuga Kariithi and Mr. Patrick Wamae, being members of the Board Audit Committee, be elected to continue to serve as members of the said Committee.

Proposer: Ms. Zakiya Mohammed
Seconded: Mr. Gabriel Njeru

Min. 09/08/24 AUDITORS

IT WAS RESOLVED THAT PSK Associates, CPA, having expressed their willingness, continue in office as Auditors of the company by virtue of Section 721(2) of the Companies Act, 2015 following a resolution passed by the members. The Directors are authorised to fix their remuneration for the year ended 28th February 2025. This was noted by the members.

Proposer: Mr. Robert Gichu
Seconded: Mr. Otieno Peter Bala

The Chairman thanked everyone for attending and having not received notice of any other business, the meeting was closed at 11.40 a.m.

Signed as a correct record this _____ day of _____ 20 _____

CHAIRMAN

CONFIDENTIAL DISTRIBUTION TO:

All directors/Shareholders/Auditors