

BAMBURI CEMENT LIMITED

RESOLUTIONS PASSED AT THE 69TH ANNUAL GENERAL MEETING OF THE COMPANY HELD VIA THROUGH THE VIRTUAL AGM PLATFORM ON THURSDAY 18 JUNE 2020 AT 2.30 P.M

1. CHAIRMAN'S STATEMENT, REPORT OF THE DIRECTORS & AUDITORS AND AUDITED ACCOUNTS

It was **RESOLVED** that the Chairman's Statement, the Directors' Report, Auditors' Report and the Audited Accounts be and are hereby approved and adopted.

2. DIVIDENDS

It was **RESOLVED** that no dividend payment be declared or paid for the year ended 31 December 2019.

3. DIRECTORS' FEES

It was **RESOLVED** that the Directors' remuneration report for the year ended 31 December 2019 be and are hereby approved and that there be no increase of Directors' fees in 2020.

4. ELECTION OF DIRECTORS

4.1. Retirement by rotation:

4.1.1. It was **RESOLVED** that Helen Gichohi who retires by rotation in accordance with the Company's Articles of Association be and is hereby re-elected;

4.1.2. It was **RESOLVED** that Rita Kavashe who retires by rotation in accordance with the Company's Articles of Association be and is hereby re-elected;

4.2. It was **RESOLVED** that Jean-Michel Pons, who was appointed a director on 7 June 2019, retires from office in accordance with the Company's Articles of Association be and is hereby re-elected.

4.3. It was **RESOLVED** that Alice Owuor, Joseph Kimote, Mbuvi Ngunze and Rita Kavashe be and are hereby appointed as members of the Audit & Risk Committee.

5. AUDITORS

It was **RESOLVED** that Deloitte & Touche continue in office as auditors of the Company and that the Directors be authorised to fix the auditors' remuneration for 2020.