

ANNUAL GENERAL MEETING POLLING RESULTS



Following are the polling results for all the resolutions put forward for determination to the shareholders attending the 55th Annual General Meeting of Sameer Africa PLC held on 20th June 2024 at 10:00 am by virtual means.

	RESOLUTION	Voted in Favour	% In Favour	Voted Against	% Against	Abstained	% Abstained	RESULT
2. a	Report and Financial Statements for the Year ended 31st December 2023 To receive, consider and, if deemed fit, adopt the Audited Consolidated Financial Statements for the year ended 31st December 2023 together with the reports of the Directors and Auditors' thereon	212,865,751	99.990%	12,752	0.006%	9,192	0.004%	PASSED
2. b	Dividend To note that the Directors do not recommend the payment of a dividend for the financial year ended 31st December 2023.	210,634,513	98.942%	2,243,790	1.054%	9,392	0.004%	PASSED
2. c	Elections of Directors							
i.	In accordance with Articles 1.123, 1.124, and 1.125 of the Company's Article of Association, the following Directors retire by rotation, and being eligible, offer themselves for re-election:							
	a. Dr. Lydia M. Mbuthia	210,731,481	98.987%	1,958,722	0.920%	197,492	0.093%	PASSED
	b. Mr. Sameer N. Merali	210,931,694	99.081%	1,948,709	0.915%	7,292	0.004%	PASSED
ii.	In accordance with Article 1.99 of the Company's Article of Association, the following Director, having been appointed by the Board to fill in a casual vacancy with effect from 6th May 2024, retires from the Board and being eligible offers herself for re-election.							
	a. Ms. Patricia W. Kiwanuka	212,664,851	99.895%	12,852	0.006%	209,992	0.099%	PASSED
2. c								
iii.	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:							
	a. Eng. Erastus K. Mwongera	207,240,542	97.347%	2,210,561	1.039%	3,436,592	1.614%	PASSED
	b. Mr. Peter Gitonga	207,238,742	97.346%	2,290,061	1.076%	3,358,892	1.578%	PASSED

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2. c iv.	In accordance with the provisions of Section 769 of the Companies Act, 2015, the following Directors, being members of the Audit, Risk and Corporate Governance Committee of the Board, and, subject to being re-elected to continue to serve as Directors as may be applicable, be elected to continue to serve as members of the said Committee: a. Dr. Lydia M. Mbuthia b. Ms. Patricia W. Kiwanuka b. Mr. Sameer N. Merali	210,852,751	99.044%	1,946,152	0.914%	88,792	0.042%	PASSED
2. d	Remuneration of Directors To receive, consider, and if deemed fit, approve the Directors' Remuneration Report and to authorize the Board to fix the remuneration of Directors	210,823,981	99.030%	1,940,752	0.912%	122,962	0.058%	PASSED
2. e	Appointment of Auditors To re-appoint Messrs. RSM Eastern Africa LLP, Certified Public Accountants, as the Auditors of the Company until conclusion of the next Annual General Meeting in accordance with the provisions of section 721(2) of the Companies Act, 2015	212,844,281	99.980%	3,852	0.002%	39,562	0.018%	PASSED
2. f	Remuneration of the Company's Auditors To authorize Directors to fix the remuneration of the Company Auditors.	212,862,381	9.988%	15,352	0.007%	9,962	0.005%	PASSED

The polling results provided by C&R Group

20th June 2024