

KAPCHORUA TEA KENYA PLC

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 83rd Annual General Meeting of the Shareholders will be held by electronic communication on Thursday 28th August 2025 at 10.15 a.m. for the following purpose:

Ordinary Business:

- 1) To receive and adopt the report of the Directors together with the audited financial statements for the year ended 31 March 2025.
- 2) To re-elect Directors:
 - i) In accordance with Article 95 of the Company's Articles of Association, Mr. Mathew Koech retires by rotation and offers himself for re-election.
 - ii) In accordance with Article 95 of the Company's Articles of Association, Mr. James Patrick Brooks Magor retires by rotation and offers himself for re-election.
- 3) In accordance with the provisions of Section 769 of the Companies Act 2015, the following directors being members of the Board Audit Committee, be appointed individually to continue to serve as members of the said committee:
 - i) Mr. Mathew Koech
 - ii) Mr. James Patrick Brooks
 - iii) Mr. Edward Charles Magor
- 4) To approve the remuneration of the Directors
- 5) To note that PriceWaterHouse Coopers LLP continue in office and to authorize Directors to agree their remuneration.
- 6) To transact such other business as may be brought before the meeting.

7) Special business

To consider and if thought fit to pass the following resolution as ordinary resolution

That in pursuance to Article 135 of the Company's Articles of Association and subject to the Shareholders and Capital Markets Authority's approval, it is desirable to capitalise the sum of shillings thirty nine million one hundred twenty thousand (shs.39,120,000) being part of the amount outstanding to the credit of the revenue reserve of the company and the sum be applied in making payment in full at par for seven million eight hundred twenty four thousand (7,824,000) new shares of shillings five (Shs.5) each in the capital of the company, such shares to be distributed as fully paid among the persons who were registered as shareholders of the company at the close of business on a day to be fixed by the company at rate of one fully paid share for every one ordinary share of the company held by such holders, such fully paid shares to rank pari passu with existing issued shares.

BY ORDER OF THE BOARD

Gilbert K Masaki

SECRETARY

26th June 2025

Notes;

1. Any shareholder wishing to follow the virtual meeting should register for the AGM by dialing *483*803# for all networks and following the various prompts regarding the registration process. In order to complete the registration process, shareholders will need to have their ID/Passport Numbers which were used to purchase their shares and/or their CDSC Account Number at hand.

For assistance shareholders should dial the following helpline number: 0709 170 000 from 8:00 a.m. to 4:00 p.m. from Monday to Friday.

A Shareholder domiciled outside of Kenya can send an email to Image Registrars via kapchoruaagm@image.co.ke providing their details i.e. Name, Passport/ID no., CDS no. and Mobile telephone number requesting to be registered. Image registrars shall register the shareholder and send them an email notification once registered.

2. Registration for the AGM opens on Wednesday 6th August 2025 at 9:00 am and will close on Tuesday 26th August 2025 at 10:00 am.
3. Shareholders wishing to raise any questions or clarifications regarding the AGM may do so by:
 - a. Sending their written questions by email to kapchoruaagm@image.co.ke;
 - b. To the extent possible, physically delivering their written questions with a return physical address or email address to Image Registrars offices at 5th floor, Absa Towers (formerly Barclays Plaza), Loita Street; or
 - c. Sending their written questions with a return physical address or email address by registered post to Image Registrars' address at P.O. Box 9287 – 00100 Nairobi.

Shareholders must provide their full details (full names, ID/Passport Number/CDSC Account Number) when submitting their questions and clarifications.

4. In accordance with Section 298(1) of the Companies Act, Shareholders entitled to attend and vote at the AGM are entitled to appoint a proxy to vote on their behalf. A proxy need not be a member of the Company but if not the Chairman of the AGM, the appointed proxy will need access to a mobile telephone.

A proxy must be signed by the appointor or his attorney duly authorized in writing. If the appointer is a body corporate, the instrument appointing the proxy shall be given under its common seal or under the hand of an officer or duly authorized attorney of such corporation or Government office.

A completed form of proxy should be emailed to kapchoruaagm@image.co.ke or delivered to Image Registrars Limited, 5th Floor Absa Towers (formerly Barclays Plaza), Loita Street, P.O. Box 9287 – 00100 GPO, Nairobi, so as to be received not later than 26th August 2025 at 10.00 am.
5. The AGM will be streamed live via a link which shall be provided to all shareholders who will have registered to participate in the general meeting.
6. Results of the poll shall be published on the Company's website within 24 hours following conclusion of the Annual General Meeting.