



**KENYA POWER AND LIGHTING COMPANY PLC**

**100<sup>TH</sup> ANNUAL GENERAL MEETING**

**POLLING RESULTS**

The Board of Directors of **THE KENYA POWER AND LIGHTING COMPANY PLC** is pleased to announce the results of voting for the resolutions that were put forward for determination by shareholders at the Annual General Meeting held on Friday, 3<sup>rd</sup> December 2021.

The Poll was conducted by Image Registrars Limited.

	<b>RESOLUTION</b>	<b>Voted In Favour</b>	<b>% In Favour</b>	<b>Votes Against</b>	<b>% Against</b>	<b>Abstained</b>	<b>Verdict</b>
<b>1</b>	To receive, consider and adopt the Company's Audited Financial Statements for the year ended 30th June 2021, together with the Chairman's, Directors' and Auditors' Reports thereon.	1,060,305,794	99.9838%	171,707	0.0161%	1,756,392	PASSED
<b>2</b>	Elect Board Audit committee members: Humphrey Muhu, Caroline Kittony-Waiyaki and Eng. Elizabeth Rogo.	1,059,239,197	99.7400%	2,760,751	0.2599%	233,945	PASSED
<b>3</b>	To approve payment of fees to non-executive Directors for the year ended 30/6/2021.	1,034,973,905	97.4558%	27,018,484	2.5441%	241,504	PASSED
<b>4</b>	To note that the Company's books of accounts will continue to be undertaken by the Auditor General or an audit firm appointed by her.	1,060,473,473	99.8440%	1,656,212	0.1559%	104,208	PASSED
<b>5</b>	To authorize the Directors to fix the remuneration of the Auditors.	1,044,944,575	98.3799%	17,207,365	1.6200%	81,953	PASSED

6	Ordinary Resolution: a) That the Board of Directors takes all possible legal action against all persons, employees of the Company, suppliers and any other persons, found to have been involved in conflict of interest between their duties and the Company's business thereby causing loss and damage to the Company. Further, that the Company pursues legal action with a view to undertaking a surcharge against the employees and seizure of the employees' assets for committing fraudulent and or unlawfully causing loss and or damage to the Company.	1,055,926,722	99.96%	404,675	0.04%	3,400,273	PASSED
7	Ordinary Resolution: b) That the Board of Directors, to undertake a review of all forensic and other audit reports with a view to undertaking all necessary legal action including recovery of the losses against the assets of the persons found culpable for fraudulent trading with the Company including the past Senior Executives and other senior persons who have served in management in the Company.	1,062,175,744	99.9946%	56,449	0.0053%	1,700	PASSED
8	Special Resolution: a) Approve the amendment of Article 96 of the Articles of Association On Board Composition as provided in the Agenda.	80,587,360	7.6036%	979,270,371	92.3963%	2,376,162	FAIL

9	Special Resolution: b) Approve the amendment of the Articles of Association by inserting a new Article 111A on Board Committees after the current Article 111, as provided in the Agenda	80,683,821	7.6121%	979,247,498	92.3878%	2,302,574	FAIL
10	Special Resolution: c) Approve the amendment of the Articles of Association by inserting Article 163 On Transparency and Accountability, after the current Article 162 as provided in the Agenda.	80,688,910	7.6126%	979,243,971	92.3873%	2,301,012	FAIL

The Board of Directors wish to thank all our shareholders who registered and participated in this virtual Annual General Meeting.

**BY ORDER OF THE BOARD**  
**IMELDA BORE**  
**COMPANY SECRETARY**

## ELECTION OF DIRECTORS

The results of the election of Directors were as follows:

	RESOLUTION	Voted In Favour	% In Favour	Votes Against	% Against	Abstained	Verdict
1.	Vivienne Yeda retires by rotation in accordance with Article 120 of the Memorandum and Articles of Association of the Company and, being eligible, offers herself for re-election.	1,061,041,767	99.9094%	961,580	0.0905%	230,546	PASSED
2	Caroline Kittony-Waiyaki retires by rotation in accordance with Article 120 of the Memorandum and Articles of Association of the Company and, being eligible, offers herself for re-election.	1,059,412,798	99.9031%	1,026,611	0.0968%	1,794,484	PASSED
3	Eng. Elizabeth Rogo retires by rotation in accordance with Article 120 of the Memorandum and Articles of Association of the Company and, being eligible, offers herself for re-election.	1,059,464,118	99.7610%	2,538,030	0.2389%	231,745	PASSED
4	To elect Yida Charles David Kemoli as a Director to fill the vacancy on the Board following the retirement of Sachin Gudka	1,017,304,321	97.3867%	27,298,282	2.6132%	16,400,630	PASSED

The following members were duly elected to join the Board following the resolution of the shareholders dated 3<sup>rd</sup> December 2021.

Position	Candidate	Votes	Percentage
1	MS. VIVIENNE YEDA	1,061,041,767	99.9094%
2	MS. CAROLINE KITTONY -WAIYAKI	1,059,412,798	99.9031%
3	ENG. ELIZABETH ROGO	1,059,464,118	99.7610%
4	MR. YIDA CHARLES DAVID KEMOLI	1,017,304,321	97.3867%

**BY ORDER OF THE BOARD**  
**IMELDA BORE**  
**COMPANY SECRETARY**