

BRITAM HOLDINGS PLC 30TH ANNUAL GENERAL MEETING POLLING RESULTS

The Board of Directors of BRITAM HOLDINGS 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 Thursday, 21st May 2026.

The Poll was conducted by Image Registrars.

	RESOLUTION	Voted In Favour	% In Favour	Votes Against	% Against	Abstained	Verdict
1	To receive and, if approved, adopt the audited Consolidated Financial Statements for the year ended 31 December 2025, together with the Chairman's, the Directors' and Auditor's Reports thereon.	2,021,497,075	99.9999%	500	0.0000%	11,800	PASSED
2	To re-elect Directors: Dr. Peter K. Munga retires by rotation in accordance with Articles 91 and 92 of the Articles of Association of the Company and having attained the age of seventy years retires in accordance with the Code of Corporate Governance Practices for Issuers of Securities to the Public 2015 and being eligible, offers himself for re-election as a director of the company.	2,021,480,456	99.9986%	26,819	0.0013%	2,100	PASSED
3	Mr. Jimnah M. Mbaru retires by rotation in accordance with Articles 91 and 92 of the Articles of Association of the Company and having attained the age of seventy years retires in accordance with the Code of Corporate Governance Practices for Issuers of Securities to the Public 2015 and being eligible, offers himself for re-election as director of the company.	2,021,472,856	99.9982%	34,419	0.0017%	2,100	PASSED
4	AfricInvest III SPV 1, a Corporate Director represented by Mr. George Odo retires in accordance with Article 114 of the Articles of Association of the Company and being eligible, offers itself for re-election as a director of the Company.	2,021,490,056	99.9992%	15,019	0.0007%	4,300	PASSED
5	Mr. Julius Mbaya retires at the Meeting in accordance with Articles 91 and 92 of the Articles of Association of the Company, and being eligible, offers himself for re-election.	2,021,494,256	99.9993%	13,019	0.0006%	2,100	PASSED
6	Ms. Susan Abisola retires at the Meeting in accordance with Articles 91 and 92 of the Articles of Association of the Company, and being eligible, offers herself for re-election.	2,021,496,256	99.9994%	11,019	0.0005%	2,100	PASSED
7	Ms. Celestine Munda retires at the Meeting in accordance with Articles 91 and 92 of the Articles of Association of the Company. and being eligible offers herself for re-election.	2,021,489,056	99.9993%	14,119	0.0006%	6,200	PASSED
8	In accordance with the provisions of Section 769 of the Companies Act 2015, the following directors, being members of the Board Audit, Risk and Compliance Committee, offer themselves to be elected to continue to serve as members of the said Committee: - a) Ms. Celestine Munda b) Ms. Susan Abisola c) Ms. Judy Rugasira Kyanda	2,021,509,256	99.9999%	19	0.0000%	100	PASSED
9	To approve the Directors' Remuneration Policy as shown in the audited Financial Statements for the year ended 31 December 2025.	2,021,478,775	99.9992%	15,700	0.0007%	14,900	PASSED
10	To approve the Directors' Remuneration Report as shown in the audited Financial Statements for the year ended 31 December 2025 and to authorize the Board to fix the remuneration of the Directors.	2,021,490,175	99.9991%	17,100	0.0008%	2,100	PASSED
11	To appoint Ernst & Young as auditors in accordance with Section 721 (2) and 724 of the Companies Act, No.17 of 2015 and to authorize the Directors to fix their remuneration for the ensuing financial year in accordance with the provisions of Section 724 (1) of the Companies Act 2015.	2,021,508,875	100.0000%	0	0.0000%	500	PASSED

Special Business – Ordinary Resolution:

An Ordinary Resolution under Special Business requires a simple majority vote i.e. > 50% of the votes cast

12	Special Business: - Ordinary Resolution 1. Approval of Policies Pursuant to Regulation 8.21 of the Thirteenth Schedule to the Capital Markets (Public Offers, Listings and Disclosures) Regulation 2023: To consider and if thought fit to approve the Company's policies pursuant to provisions of the Capital Market (Public Offers, Listings and Disclosures) Regulations, 2023: (i) Board Remuneration Policy (ii) Board Members Attraction and Retention Policy (iii) Corporate Disclosures Policies and Procedures (iv) Policy on Effective Communication with Stakeholders (v) Dispute Resolution Policy for Internal and External Disputes.	2,021,507,175	100.0000%	0	0.0000%	2,200	PASSED
13	Special Business: Ordinary Resolution 2. Changes to the Company ESOP To consider and if thought fit, to pass the following as Ordinary Resolutions i. THAT Pursuant to the approval granted by the Shareholders on 9th June 2017 for the establishment of an Employee Share Ownership Plan, the amended Trust Deed in relation to the ESOP and the amended Rules of the ESOP, as approved by the Board of Directors of the Company, be and are hereby approved for submission to the Capital Markets Authority. ii. THAT the maximum size of the ESOP be and is hereby increased from two percent (2%) to five percent (5%) of the authorised share capital of the Company. iii. THAT the maximum number of shares held by the ESOP shall not at any time exceed 5% of the issued share capital of the Company. iv. THAT the ESOP Shares may be issued at a discount but shall not be issued below par value. v. THAT the ESOP Shares shall rank pari passu in all respects with the existing ordinary shares of the Company. vi. THAT the Company Secretary or any other person authorised by the Board of Directors of the Company be and is hereby instructed to take all necessary action and file all applicable returns required to implement this resolution.	1,797,306,878	99.9994%	10,100	0.0005%	224,192,397	PASSED

NOTE: Shareholders holding a total of 2,021,509,375 ordinary shares in Britam Holdings Plc registered and participated in the Virtual Annual General Meeting. Shareholders holding a total of 1,797,306,878 representing 88.9092% of the registered and participating shareholders voted in favour of the motion for the amendment of the ESOP.

Special Business- Special Resolutions:

In accordance with Section 257 (1) of the Companies Act 2015, a resolution is a special resolution of the members (or of a class of members) of a company if it passed by a majority of not less than seventy-five percent (75%).

14	Special Resolution 3. Amendment of Articles of Association To consider and if thought fit, to pass the following as Special Resolutions i. THAT the Amended Articles of Association (copy tabled at the Meeting) be and are hereby adopted as the Articles of Association of the Company, in complete substitution for, and to the exclusion of the Company's existing Articles of Association. ii. THAT the Company Secretary or any other person authorized by the Board of Directors of the Company be and is hereby instructed to take all necessary action and file all applicable returns required to implement this resolution.	1,797,317,378	99.9997%	4,200	0.0002%	224,187,797	PASSED
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NOTE: Shareholders holding a total of 2,021,509,375 ordinary shares in Britam Holdings Plc registered and participated in the Virtual Annual General Meeting. Shareholders holding a total of 1,797,317,378 representing 88.9097% of the registered and participating shareholders voted in favour of the motion for the amendment of the Articles of Association of the Company.

15	Special Resolution 4. Reduction of a portion of the share premium and application of such amount to offset the accumulated losses of the Company To consider and if thought fit, to pass the following as Special Resolutions i. THAT the amount standing to the credit of the Company's share premium account be and is hereby reduced by KES. 5,875,252,000 ii. THAT KES. 5,875,252,000 so deducted from the Share Premium account be and is hereby applied to offset any and all accumulated losses of the Company iii, THAT the Company Secretary or any other person authorized by the Board of Directors of the Company be and is hereby instructed to take all necessary action and file all applicable returns required to implement this resolution.	2,021,470,975	99.9982%	36,200	0.0017%	2,200	PASSED
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NOTE: Shareholders holding a total of 2,021,509,375 ordinary shares in Britam Holdings Plc registered and participated in the Virtual Annual General Meeting. Shareholders holding a total of 2,021,470,975 representing 99.9981% of the registered and participating shareholders voted in favour of the motion to reduce the Share Premium of the Company.

DECISION

The resolutions as presented to the shareholders were approved having garnered a majority of the votes cast.
The Board of Directors wishes to thank all the 2,856 shareholders who registered and participated in the just concluded AGM of the Company.

By Order of the Board



**CS. HILDA NJERU
LEGAL DIRECTOR & COMPANY SECRETARY**

21st MAY 2026