

**UCHUMI SUPERMARKETS PLC ("THE COMPANY")**

**SUMMARY OF THE RESOLUTIONS PASSED AT THE ANNUAL GENERAL MEETING FOR THE YEAR 2017 HELD AT UFUNGAMANO HALL, MAMLAKA ROAD, NAIROBI ON THURSDAY, 29 MARCH 2018**

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**1. AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2017**

It was resolved by majority vote that the Financial Statements for the year ended 30 June 2017 together with the Chairman's, Directors' and Auditors' Reports thereon be adopted.

**2. DIVIDEND**

It was noted that the Directors had not recommended payment of a dividend for the year ended 30 June 2017.

**3. ELECTION OF DIRECTORS**

3.1 It was resolved by majority vote that the Principal Secretary, State Department for Trade, a director retiring by rotation by virtue of Article 100 of the Company's Articles of Association, be re-elected as a Director of the Company.

3.2 It was noted that Mr. Louis Otieno who was retiring by rotation by virtue of Article 100 of the Company's Articles of Association did not offer himself for re-election.

3.3 It was noted that Mrs Margaret Mwarey Kositany who was retiring by rotation by virtue of Article 100 of the Company's Articles of Association did not offer herself for re-election.

**4. ELECTION OF AUDIT COMMITTEE MEMBERS**

It was resolved by majority vote that the following directors, being members of the Board Audit Committee, be elected to continue to serve as members of the Committee Pursuant to Section 769(1) of the Companies Act 2015:-

- Ms. Glory Kiogora
- Mr. John Karani
- Mr. Dismas Oyieko
- Principal Secretary, State Department for Trade (Represented by Mr Ambrose Ogango)


**5. REMUNERATION OF DIRECTORS**

It was resolved by majority vote that the remuneration of Directors for the financial year ended 30 June 2017 be approved.

**6. AUDITORS**

It was resolved by majority vote that Messrs KPMG Kenya be re-appointed as the Company's Auditors and that the Directors be authorised to fix the Auditors' remuneration for the ensuing financial year.

**CERTIFIED TRUE EXTRACT**

  
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**ENID MURIUKI**  
**SECRETARY**

**DATE:** 05/04/2018