

# East African Breweries PLC

## TO ALL SHAREHOLDERS



NOTICE is hereby given that the 102<sup>nd</sup> Annual General Meeting ('AGM') of East African Breweries PLC (the 'Company') will be held as a hybrid meeting (partly physical and partly virtual using electronic means) on Thursday, 12th September 2024 at Safari Park Hotel, along Thika Road, Exit 7 Nairobi at 11:00 a.m. (East Africa Time (EAT), GMT+3) to conduct the following business: -

### ORDINARY BUSINESS:

- 1) To receive, consider and if thought fit, adopt the Annual Report and Audited Financial Statements for the year ended 30<sup>th</sup> June 2024 together with the Directors' Report and Auditors' Reports thereon.

### 2) Dividend

- a) To confirm the Interim Dividend in respect of the Financial Year ended 30<sup>th</sup> June 2024, of Kshs 1 per ordinary share, which was paid subject to withholding tax, on or about 28<sup>th</sup> April 2024 to shareholders registered at the close of business on 16<sup>th</sup> February 2024.
- b) To approve a final dividend of Kshs 6 per ordinary share for the Financial Year ended 30<sup>th</sup> June 2024, payable net of withholding tax as recommended by the Directors. The dividend will be payable on or about 28<sup>th</sup> October 2024, to Shareholders on the Register of Members as at the close of business on 16<sup>th</sup> September 2024.

### 3) Election of Directors:

- a) Dr. Martin Oduor- Otieno retires by rotation in accordance with the provisions of Articles 117 of the Company's Articles of Association, and being eligible, offers himself for re-election.
- b) Jimmy Mugerwa retires by rotation in accordance with the provisions of Articles 117 of the Company's Articles of Association, and being eligible, offers himself for re-election.
- c) Paul Deo Makanza was appointed during the year to fill a casual vacancy on the Board. He retires in accordance with the provisions of Article 116 of the Company's Articles of Association, and being eligible, offers himself for re-election.
- 4) In accordance with the provisions of Section 769 of the Companies Act 2015, the following Directors being members of the Board Audit & Risk Management Committee, be elected to continue serving as members of the said Committee, subject to the re-election of the Directors who are named in Agenda 3 above: Felix Okoboi; Jimmy Mugerwa; Leo Breen; Ory Okolloh and Sathish Krishnan.
- 5) To receive, consider and if thought fit approve the Directors' Remuneration Report and the remuneration paid to the Directors for the year ended 30<sup>th</sup> June 2024.
- 6) To re-appoint Messrs. PricewaterhouseCoopers (PwC) LLP as auditor of the Company in accordance with the provisions of Section 721(2) of the Companies Act, 2015 and to authorize the Board to fix their remuneration for the ensuing financial year.
- 7) To consider any other business of which due notice has been given.

### BY ORDER OF THE BOARD

**ANGELA NAMWAKIRA**  
**COMPANY SECRETARY**  
**Date: 21st August 2024**

### NOTES ON THE ANNUAL GENERAL MEETING ('AGM')

- 1) East African Breweries PLC (the 'Company') has convened and is conducting this AGM as a hybrid meeting, in line with the provisions of the Company's Articles of Association.  
  
Shareholders should register to attend the AGM either physically or electronically by Tuesday, 10<sup>th</sup> September 2024 at 11:00 a.m. (East Africa Time (EAT), GMT+3) as described further below.
- 2) Shareholders wishing to participate in the AGM should register by doing the following: -
  - a) Dialing \*483\*810# from any network and follow the prompts; or
  - b) Send an email request to be registered to [eabl.agm@eabl.com](mailto:eabl.agm@eabl.com); or
  - c) Shareholders with email addresses will receive a registration link via email which they can use to register.  
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: (+254) 709 170 000 from 8:00 a.m. to 5:00 p.m. from Monday to Friday.  
  
Shareholders are requested to indicate at the point of registration, if they will attend the meeting physically, at Safari Park Hotel.  
  
Kindly note that registration for the AGM will only be undertaken as outlined above; shareholders will not be able to register for the AGM at the venue of the meeting on the 12<sup>th</sup> September 2024.
- 3) Registration for the AGM opens on Thursday, 22<sup>nd</sup> August 2024 at 11:00 am East Africa Time (GMT+3) and will close on Tuesday, 10<sup>th</sup> September 2024 at 11:00 am East Africa Time (GMT+3).
- 4) In accordance with Section 180 of the Company's Articles of Association, the following documents may be viewed on the Company's website [www.eabl.com](http://www.eabl.com)
  - (i) a copy of this Notice and the Proxy form;
  - (ii) the Company's Audited Financial Statements for the year ended 30<sup>th</sup> June 2024.

The reports may also be accessed upon request by dialing the USSD code above and selecting the Reports option. The reports and agenda can also be accessed on the livestream link.

- 5) Shareholders wishing to raise any questions or clarifications regarding the AGM may do so by:
  - a) Sending their written questions by email to [eabl.agm@eabl.com](mailto:eabl.agm@eabl.com); or
  - b) Shareholders who will have registered to participate in the meeting shall be able to ask questions via SMS by dialing the USSD code above and selecting the option (ask Question) on the prompts; or
  - c) Visiting [www.eabl.com](http://www.eabl.com) and accessing the 2024 AGM page where you can log a question directly on the webpage; and
  - d) In the event that the above is not possible, written questions should be physically delivered with a return physical address or email address to the registered office of the Company at EABL Bustani Office, 5<sup>th</sup> Floor, Garden City Business Park, Block A, Garden City Road, off Exit 7 Thika Superhighway, Ruaraka, Nairobi OR delivered to Image Registrars Limited, 5<sup>th</sup> Floor, Absa Towers (formerly Barclays Plaza), Loita Street, P.O. Box 9287 – 00100 GPO, Nairobi.

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

All questions received will be responded to via the channel used by the shareholder i.e. SMS (for USSD option), Email, Letter or Telephone call. Questions will also be responded to during the meeting.

A full list of all questions received arranged in thematic areas, and the answers thereto will be published on the Company's website not later than 24 hours following the conclusion of the meeting.

- 6) In accordance with Section 298(1) of the Companies Act, 2015 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. If the Proxy appointed is not the Chairman of the AGM, the appointed proxy will need access to a mobile telephone.

A proxy form is available on the Company's website via this link: [www.eabl.com](http://www.eabl.com). Physical copies of the proxy form are also available at the Company Office Headquarters, situated at EABL Bustani Office, 5<sup>th</sup> Floor, Garden City Business Park, Block A, Garden City Road, off Exit 7 Thika Superhighway, Ruaraka, Nairobi OR from Image Registrars Limited offices, 5<sup>th</sup> Floor Absa Towers (formerly Barclays Plaza), Loita Street.

A proxy must be signed by the appointor or his attorney duly authorized in writing. If the appointor 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 body corporate.

A completed form of proxy should be emailed to [eabl.agm@eabl.com](mailto:eabl.agm@eabl.com) or delivered to Image Registrars Limited, 5<sup>th</sup> Floor Absa Towers (formerly Barclays Plaza), Loita Street, P.O. Box 9287 – 00100 GPO, Nairobi, so as to be received not later than 48 hours before the time of holding the meeting i.e. by Tuesday, 10<sup>th</sup> September 2024 at 11:00 a.m. Any person appointed as a proxy should submit his/her mobile telephone number or email address to the Company no later than Tuesday, 10<sup>th</sup> September 2024 at 11:00 a.m. Any proxy registration that is rejected will be communicated to the shareholder concerned no later than Wednesday, 11<sup>th</sup> September 2024 to allow time to address any issues.

- 7) 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. Duly registered shareholders and proxies will receive a short message service (SMS/USSD) prompt on their registered mobile numbers, 24 hours prior to the AGM acting as a reminder of the AGM. A second SMS/USSD prompt shall be sent one hour ahead of the AGM, reminding duly registered shareholders and proxies that the AGM will begin in an hour's time and providing a link to the live stream.
- 8) Duly registered shareholders and proxies may follow the proceedings of the AGM using the live stream platform and may access the agenda. Duly registered shareholders and proxies may vote when prompted by the Chairman.
- 9) A poll shall be conducted electronically for all the resolutions put forward in the notice.
- 10) Results of the poll shall be published within 48 hours following the conclusion of the AGM, in two newspapers of national circulation and on the Company's website.
- 11) To ensure receipt of future dividends in a timely manner, Shareholders are hereby requested to provide their bank details and update their payment option to electronic funds transfer or Mobile Money. To do so, shareholders are requested to update their dividend payment details via any one of the following channels:
  - a) Complete an online opt-in form through <https://eabl.azurewebsites.net/>
  - b) Send an email to Image Registrars Limited through [eabl@image.co.ke](mailto:eabl@image.co.ke)
  - c) Opt-In via USSD by dialling \*483\*810# as you register for the Annual General Meeting (AGM).
  - d) Shareholders who maintain CDS Accounts are also encouraged to notify any change of address or request for payment of dividends through bank accounts /MPESA via their stockbroker or investment bank.
  - e) Shareholders with certificates are advised to contact Image Registrars Limited offices, 5<sup>th</sup> Floor Absa Towers (formerly Barclays Plaza), Loita Street, Nairobi via Email address [eabl@image.co.ke](mailto:eabl@image.co.ke) or Telephone no. 0709170000.
- 12) Shareholders are encouraged to continuously monitor the Company's website [www.eabl.com](http://www.eabl.com) for updates relating to the AGM. Please report any challenges or issues that you may face to us immediately for quick resolution using the email address [eabl.agm@eabl.com](mailto:eabl.agm@eabl.com) or our helpline (+254) 709 170 000 from 8:00 a.m. to 5:00 p.m. from Monday to Friday.
- 13) The Company offices are open during normal business hours on any weekday (Saturday, Sunday and Kenya public holidays excluded), unless closed for any other legal or legitimate reason. Unless stated otherwise, all timings quoted in this notice are East Africa Time (GMT+3).
- 14) We acknowledge and thank you for sharing your information. As part of our commitment to transparency, we undertake to collect, process, and store your personal data in accordance with the Data Protection Laws of Kenya and the Company's Data Protection Policy.