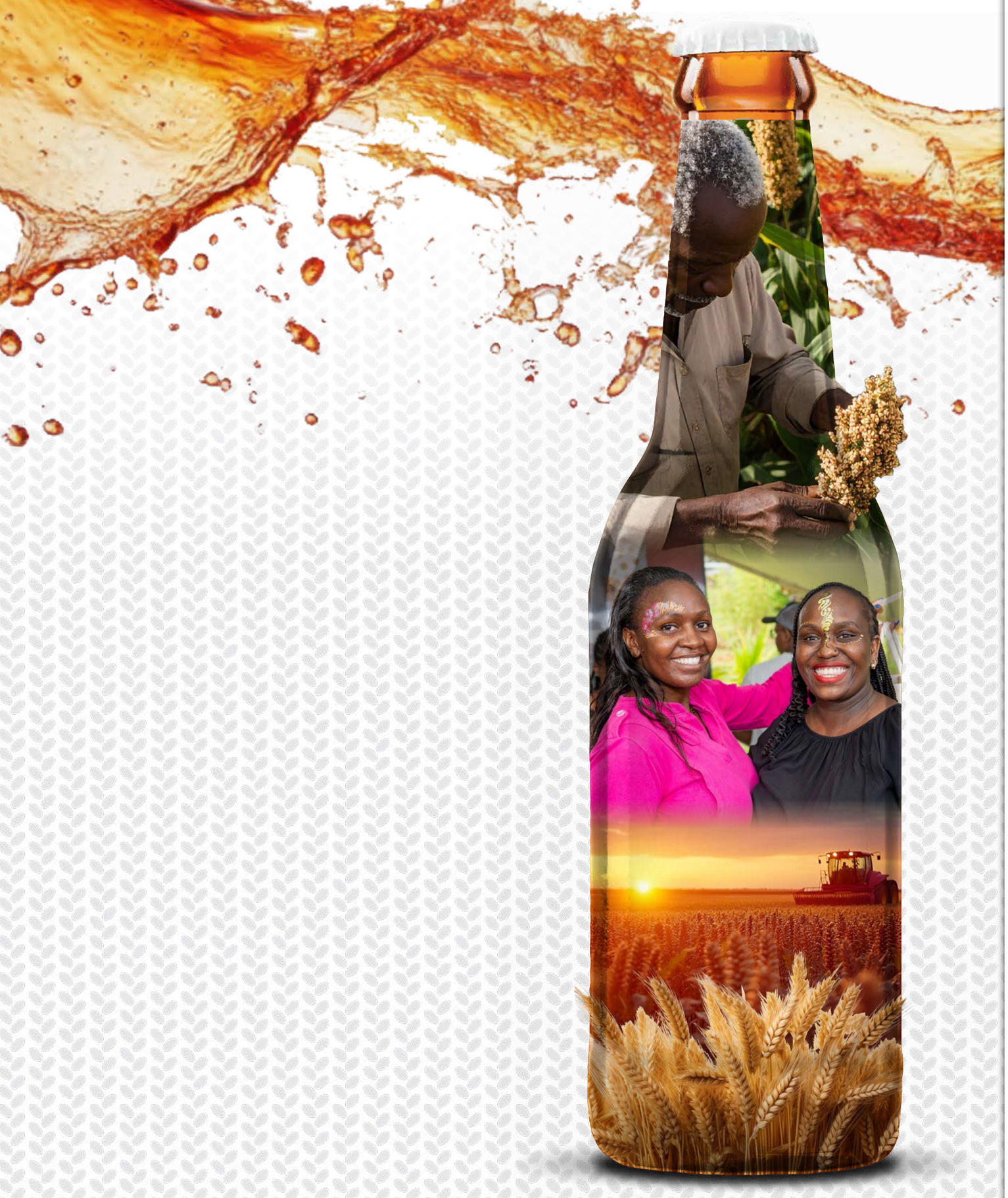


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CELEBRATING LIFE

INTEGRATED REPORT & FINANCIAL STATEMENTS

CRAFTED FOR **TOMORROW**

2025

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NAVIGATIONAL ICONS

OUR FOUR STRATEGIC PILLARS

- SP1 **Vibrant beer**
- SP2 **Explode premium**
- SP3 **Win in mainstream spirits**
- SP4 **Shape new frontiers**

OUR STAKEHOLDERS

- P **Our people**
- C **Our consumers**
- Cu **Our customers**
- S **Our suppliers**
- Co **Our communities**
- I **Investors**
- GR **Government and regulators**

UNSDGS



OUR SIX CAPITALS

Financial Capital (Fin)
Capital provided by our equity and debt holders, as well as cash flow earned from our operations, provide an ethical input in executing our business activities and in generating, accessing and deploying other forms of capital.

Human Capital (Hum)
Our people, whose commitment, passion, and specialist skills make all the difference to our business, are at the heart of our success. We invest in training and career development, promote well-being policies to help our people be the best they can be, and champion inclusion and diversity, which are fundamental to driving engagement and achieving the best possible outcomes for our business.

Intellectual Capital (Int)
Our intellectual property includes the equity of our brands that we have built over the years, consumer insights, commercial data, new product innovations and investments in manufacturing, logistics and sales executions.

Social and Relationship Capital (SR)
Our most valuable relationships are with our people and the communities in which we operate, as well as our customers, consumers, suppliers, governments and regulators. Maintaining the trust of these stakeholders is essential to our business.

Manufactured Capital (Man)
We have a regional network of sites devoted to the research and development, distillation, maturation, brewing, warehousing and packaging of spirits and beer. Our investment in our manufacturing and logistics assets are a source of competitive differentiation.

Natural Capital (Nat)
We recognise that the threats to our environment are urgent and growing, and we are committed to taking action to preserve all scarce resources, include those that provide the raw materials for our manufacturing activities.



01

ABOUT OUR REPORT

3 About our report

EVERY **STEP,** EVERY **DROP,** CRAFTED FOR **TOMORROW**

ABOUT OUR REPORT

OUR REPORTING SCOPE AND BOUNDARY

This Integrated Report covers the fiscal year ended 30 June 2025, and provides a concise and comprehensive overview of the business model of East African Breweries PLC (EABL, the Company).

It encompasses information regarding our Company's strategy, governance, material risks, approach to operating responsibly, as well as financial and non-financial performance.

Our objective is to deliver a cohesive and inclusive report to our current and potential investors that reflects how we create value for all our stakeholders. The report is thus part of our commitment to fostering transparency and accountability with regard to them.

FRAMEWORK

This Integrated Report follows the principles outlined in the Integrated Reporting Framework as developed by IFRS Foundation, and strives to adhere to its fundamental principles.

The Annual Financial Statements have been diligently prepared in accordance with the IFRS. Moreover, we continually evaluate whether there are additional reporting frameworks or metrics we could use to further enrich our disclosures.

MATERIALITY

We apply the principle of materiality in assessing which information is to be included in our Integrated Report, and view material matters as being those issues that could substantively affect our ability to create value over time.

By reviewing our operating environment and through engagement with our key stakeholders, we have identified and therefore reported on the issues, risks, and opportunities that we believe could materially affect EABL and its ability to continue as a sustainable business that consistently delivers value to our key stakeholders.

FORWARD-LOOKING STATEMENTS

This report contains certain forward-looking statements with regard to our strategy, performance and operations. It also refers to certain global and regional social and/or macro-economic conditions. By definition, these forward-looking statements involve risk and uncertainty as they relate to future events and circumstances which are in essence not entirely predictable, and as such, remain beyond our control. The conditions described could thus cause our actual future results, performance or achievements to be materially different from any expressed or implied by such forward-looking statements.

ASSURANCE

The Board Audit and Risk Management Committee (BARC) is responsible for monitoring and reviewing the integrity of the Company's financial statements, the effectiveness of its accounting, internal control and business risk management systems, in addition to reviewing compliance with legal and regulatory requirements and business operations policies.

BARC also oversees the Company's internal control and risk management systems in relation to its financial reporting process and its process for preparation of the Consolidated Financial Statements.

To enhance the integrity of our report, the financial statements were audited by PricewaterhouseCoopers LLP.



02 OUR ESSENCE

4 Who we are
6 Our business model
9 Engaging with our stakeholders

EVERY **STEP,** EVERY **DROP,** CRAFTED FOR **TOMORROW**

OUR ESSENCE

WHO WE ARE

> EAST AFRICAN BREWERIES PLC (EABL) IS THE LEADING BRANDED ALCOHOL BEVERAGE BUSINESS IN EAST AFRICA.

Since the inception of our flagship product, Tusker, over 100 years ago, EABL has grown through constant innovation to offer a wide and outstanding collection of brands that range from beer and spirits to adult non-alcoholic drinks (ANADs), reaffirming our standing as a total adult beverage (TAB) company.

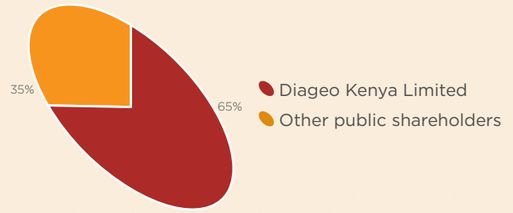
We are proud of our achievements over the last century and especially the impact we have generated among our people. Our expansive value chain is deeply intertwined within the tapestry of our communities, touching farmers, transporters, distributors and retailers, to the people employed directly and indirectly because of our products.

OUR FOOTPRINT

Our geographic diversity is an important factor in delivering the highest quality brands to East African consumers and long-term value to investors. Our extensive network of breweries, distilleries, and distribution facilities spans the six markets within which we operate in East Africa, with a particular concentration in the three core markets of Kenya, Uganda, and Tanzania.

In addition to our East Africa operations, our products can be found in more than 10 countries across Africa and beyond.

GROUP CORPORATE STRUCTURE



EABL (holding company)

100%	Kenya Breweries Ltd (KBL)
46.3%	United Distillers Vintners (UDV) Kenya Limited
100%	East African Maltings Ltd (EAML)
98.2%	Uganda Breweries Ltd (UBL)
100%	International Distillers Uganda (IDU) Limited
100%	East African Breweries (Rwanda) Limited
85%	Serengeti Breweries Limited (SBL)

OUR ESSENCE (continued)

WHO WE ARE (continued)

OUR JOURNEY

1922 KBL incorporated as a private company and the first beer is brewed on 14 December

1934 KBL becomes a public company

1935 KBL acquired Tanganyika Breweries and changed its name to East African Breweries Limited

1959 EABL acquire financial holding of Uganda Breweries Limited

1972 EABL completes the largest public issue in Kenya's history offering Kshs 3 million shares at a price of Kshs 18 each, raising the number of shareholders to more than 23,000

2000 Diageo acquires majority control of EABL

2001 EABL crosslists on the Uganda Securities Exchange

2002 EABL acquires 100% of shares in International Distillers Uganda (IDU) Limited and 46.23% of UDV (Kenya) Limited

2004 Senator brand is launched

2005 EABL crosslists on the Dar es Salaam Stock exchange and becomes the first company in East Africa to reach US$ 1 billion in market capitalisation

EABL Foundation is launched

2010 EABL acquires a controlling interest (51%) in Tanzania's Serengeti Breweries

2015 EABL issues Kshs 5 billion, 5-year fixed rate notes in the debt capital markets as the first tranche of notes under a Kshs 11 billion medium-term notes programme

2017 EABL issues Kshs 6 billion, 5-year fixed rate notes in the debt capital markets as the second tranche of notes under a Kshs 11 billion medium-term notes programme

2018 KBL brewery in Kisumu is commissioned, enabling the business to recruit 15,000 new sorghum farmers, bringing the total number of sorghum farmers in East Africa to 60,000

2020 EABL acquires an additional 34% stake in Serengeti Breweries

2021 EABL issues Kshs 11 billion medium-term note; the largest public issue in Kenya's history

2022 EABL celebration

2023 Diageo increases its aggregate equity stake in EABL from 50.03% to a maximum of 65%

2025

OUR BRANDS

Our broad portfolio consists of outstanding local jewels and international brands, reaching across categories, occasions, and price points. Our brands are iconic, relevant, and culturally present. They are flagships of everyday meaningful connections, many with rich impact they have in bringing people together to celebrate life, every day, everywhere. Some have legacies spanning generations, while others have more recently being launched. We are incredibly proud of the positive impact they have in bringing people together to celebrate life, every day, everywhere.

For more information about our brands, please see the Brand Portfolio Performance section on page 23

Global Giants

Johnnie Walker Keep Walking · Guinness Made of More · Tanqueray No Ten · Captain Morgan · Tequila Don Julio

Beer Brands

Tusker · Bell Live Every Moment · Serengeti · Pilsner Lager · Tusker Lite · Tusker Malt · Tusker Cider · Guinness Smooth · White Cap · Kibo Gold · Serengeti Lite · Dark Extra Ibambe Viextra · Smirnoff Ice Guarana · Balozi · Senator

Spirits Brands

Kenya Cane · Uganda Waragi · Chrome Vodka · Gilbey's Special Dry Gin · The Singleton · Black & White · Gordon's No. 1 International Gin ...Shall We? · J&B · VAT 69 · Richot · Bond 7 Extra Smooth Whisky · Baileys Cream with Spirit · Ketel One Vodka · Bulleit Bourbon · Smirnoff · V&A

OUR ESSENCE (continued)

WHO WE ARE (continued)

OUR PURPOSE

We are committed to serving the communities in which we operate by ensuring alcohol continues to play a positive role in society as part of a balanced lifestyle. This commitment is born of our belief that is good for both consumers and for our business.

We understand that our responsibility and influence extend beyond our direct operations. In our 'Society 2030: Spirit of Progress' ESG action plan, we have set ambitious goals that support our commitment to shaping a more sustainable and inclusive business and society. We take great care in building sustainable supply chains, protecting the environment and the natural resources we all rely on, and committing to skills development, empowerment, inclusion, and diversity.

We therefore strive to be the best we can at work, at home, and within our society. We are passionate about our high-quality brands, matched to suit every consumer occasion and economic level, and the role they play in our purpose of ***'celebrating life, every day, everywhere'***.

OUR VALUES

Our Values are at the heart of our business. They form a critical element of our corporate strategy, influencing the way we work everyday and everywhere.

VALUE EACH OTHER

We value each other and build real relationships. We seek to leverage diverse people and perspectives. We trust and empower each other to win. We speak and challenge openly to grow people and the business.

PROUD OF WHAT WE DO

We are proud of what we do and how we do it. We take accountability and act sensitively with the highest standards of integrity and social responsibility. We celebrate inclusion and diversity.

BE BETTER

We strive to be better. We are restless, always learning, always improving. We are innovative and courageous. We experiment and take risks, and we learn quickly from successes and failures.

OUR AMBITION

Our aim is to create the best-performing, most trusted, and respected consumer products company in Africa. To achieve this ambition, we recognise that we need to deliver efficient growth and long-term shareholder value. In turn, this means delivering quality, sustainable growth in net sales, steady margin expansion, feasible investments and reliable cash flows year after year. To be most trusted and respected, we are therefore committed to doing business the right way from grain to glass and ensure our people are highly engaged and continuously learning.

For more on doing business the right way, see page 40.

OUR CULTURE

Our culture is rooted in a deep sense of our purpose and values. As custodians of some of the most iconic brands in the world, we acknowledge our responsibility not only to ensure that they remain as relevant today as they have done in the past, but also to pass them down to the next generation in even better shape.

Our culture code articulates the behaviours we drive and model as we guide the organisation towards achieving our strategic goals:

- **Bold** *means* daring, risk-taking, experimenting, empowered teams, radical liberation
- **Progressive** *means* pioneering, innovating, shaping new frontiers, digital transformation, sustainability, social change
- **Connected** *means* oneness, shared goals, common purpose, pulling together, trust, creating a fun workplace that brings out our purpose

OUR BUSINESS MODEL

We are a proud grain-to-glass business that operates with the simple purpose of supporting our consumers in 'Celebrating life every day, everywhere'. We deliver our strategic priorities through a business model that has the consumer at its heart, and puts our responsibilities to our stakeholders front and centre.

OUR STAKEHOLDERS

P	C	Cu	S	Co	I	GR
Our people	Our consumers	Our customers	Our suppliers	Our communities	Investors	Government and regulators

Consumer insights	Research	Responsible sourcing	Manufacturing	Marketing	Innovation	Selling
Continually evolving our data tools to understand consumers' attitudes and motivations and converting this information into insights which enable us to respond with agility to their interests and preferences	Investing heavily in research and development programmes such as: • New brewing materials and technologies • Liquid product development for both alcoholic and non-alcoholic beverages • Development of new packaging and dispensing solutions	• A solid sorghum and barley value chain that comprises farmers, research institutes, seed companies, financial institutions, fertiliser providers, mechanisation companies and other sector service providers • Partnering with a network of suppliers to procure high quality materials and services	• Distilling, brewing, bottling and distributing our spirits and beer brands through a globally coordinated supply operation • Working to the highest quality manufacturing standards	• Investing in world-class marketing to responsibly build vibrant brands that resonate with our consumers • Maintaining a rigorous Marketing Code setting mandatory minimum responsible marketing standards	Using our deep understanding of evolving tastes, trends, and consumer sessioning occasions to focus on driving sustainable innovation that provides new products and experiences for consumers	Growing by working closely with our customers, with sales teams using data, digital tools and insights to: • Extend sales reach • Improve our execution • Help generate value for both our business and customers

Realised through our capital inputs

OUR BUSINESS MODEL (CONTINUED)

Our capital resources	Impacting these stakeholders	Top risks affecting the capital	Delivering outputs
Fin Financial • Kshs 42.3 billion | Shareholders' equity (2024: Kshs 36.7 billion) • Kshs 39.3 billion | Total debt (FY2024: Kshs 48 billion) • Kshs 35.7 billion | Cash generated from operations (2024: Kshs 34.6 billion)	I Investors GR Government and regulators	• Regulatory environment • Slowed economic growth • Illicit trade • Supply chain disruptions	• Kshs 128.8 billion | Net sales + 4% (FY2024: 124.1 billion) • Kshs 12.2 billion | Profit after tax + 12% (FY2024: 10.9 billion) • Kshs 8.00 | Dividend per share • Kshs 111 billion | Tax, excise, VAT and PAYE paid (FY2024: Kshs 113 billion)
Hum Human • >1,500 | Employees and Contractors • Kshs 15 billion | Total employees (including contractors) costs (FY2024: Kshs 14.2 billion) • A refreshed people-centred, bold, innovative culture	P People	• Slowed economic growth and macro-economic volatility • Cyber threats	• Fair pay and benefits • 42% | Women in leadership roles (vs 34% benchmark) • 39% women : 61% men | (vs 41% women benchmark)
Int Intellectual • Kshs 11.6 billion | Marketing, selling distribution (2024: Kshs 11.4 billion) • World-class IT systems and digital platforms	C Consumers P People	• Slowed economic growth and macro-economic volatility • Cyber threats	• Ongoing refinement of route to consumer (RTC) • Innovative brand development
SR Social and Relationship • >250,000 | Retailers, distributors and agents • 24 | Product innovations to meet evolving consumer needs (FY2024: 27) • >60,000 | Suppliers across our value chain	C Consumers, Cu Customers, S Suppliers, Co Communities, I Investors, GR Government and regulators	• Slowed economic growth and macro-economic volatility • Illicit trade • Supply chain disruptions • Cyber threats	• Ongoing refinement of route to consumer (RTC) • Innovative brand development • >Kshs 90 billion | Spend with local suppliers • >500,000 | Jobs created across our value chain • 10,044 | People trained in business and hospitality skills (FY2024: 9,951)
Man Manufactured Kshs 82.4 billion | Property, plant and equipment (FY2024: Kshs 82.7 billion)	P People, S Suppliers, Co Communities, I Investors, GR Government and regulators	• Cyber threats • Impact of climate change • Slowed economic growth and macro-economic volatility • Supply chain disruptions	• Kshs 74.7 billion | Product manufactured (FY2024: Kshs 70.4 billion)
Nat Natural	Co Communities, I Investors, GR Government and regulators	• Impact of climate change • Supply chain disruptions	• 2.8 litres | Litres of water per litre of product packaged (FY2024: 2.9 litres) • 19.6 kt | GHG (Greenhouse gas emissions) (FY2024: 20.6 kt)

Creating outcomes

The stakeholders we impact		The value we create	The SDGs we support
Fin Financial	I Investors, GR Government and regulators	We invest strategically to continually innovate in our production, publicise and market our products, and grow our business. We deliver sustainable and resilient financial performance for our investors. We provide access through open engagement virtually and physically through, among others, AGMs, investor relations forums. We uphold the highest governance standards through responsible and sound Board and governance framework and practices, and assured reporting.	
Hum Human	P People	We view our people as our most important asset. We invest in their progress, build the most effective teams, and support their well-being through progressive policies and the fostering of an inclusive growth culture.	

SR Social and Relationship	Co Communities, S Suppliers, C Consumers	We generate socio-economic value for the societies and communities in which we operate by:
		• Creating jobs
		• Training people
		• Building physical infrastructure
		• Procuring raw materials
		• Transferring technology
		• Paying taxes
		• Expanding access to products and services
		• Creating growth opportunities for:
		  • Customers
		  • Distributors
		  • Retailers
		  • Suppliers
		We advocate for moderation and use our platforms to campaign against harmful drinking.
		We work with our suppliers to support their sustainable practices. Our business activities generate revenue for both for them and their extended value chain.
			

Man Manufactured **Nat** Natural	Co Communities	We strive to conserve our natural environment, promote sustainable crop production, and reduce our energy and resource consumption	



OUR ESSENCE (continued)

ENGAGING WITH OUR STAKEHOLDERS

Our stakeholder groups include not only business partners such as suppliers and customers, our people, and workforce, but also government, consumers, and the wider communities in which we operate.

Contributing to these capitals

- Fin — Financial
- SR — Social and Relationship
- Man — Manufactured
- Nat — Natural

Reflecting these strategic pillars

- SP1 — Vibrant beer
- SP2 — Explode mainstream spirits
- SP3 — Win in premium
- SP4 — Shape new frontiers

Impacting these stakeholders

- P — People
- S — Suppliers
- Cu — Customers
- GR — Government and regulators

Supporting these UN SDGs

In acknowledging the importance of feedback yielded through our engagements with our stakeholders, we give due consideration to their key interests in our decision-making and communicate with them on a regular basis. This includes carefully managing the frequency and means with which we engage with them.

> WE RECOGNISE THAT OUR ABILITY TO CREATE, DELIVER, AND PROTECT VALUE IS INTRINSICALLY LINKED TO THE RELATIONSHIPS WE CULTIVATE WITH OUR STAKEHOLDERS. THE EFFORT WE INVEST IN NURTURING, PROMOTING, AND SUSTAINING THESE CONNECTIONS IS CENTRAL TO OUR SOCIAL, RELATIONSHIP, AND INTELLECTUAL CAPITALS. THIS COMMITMENT DEFINES THE ROLE WE PLAY IN SOCIETY.

OUR ESSENCE (continued)

ENGAGING WITH OUR STAKEHOLDERS (continued)

OUR PEOPLE P

Our people are at the heart of our business. We strive to cultivate a trusting, respectful, and inclusive culture where every individual feels engaged and empowered to perform at their best. We are dedicated to respecting human rights and ensuring that everyone is treated with dignity. Our commitment extends to creating growth opportunities and fostering a culture of continuous learning.

MATERIAL ISSUES	CAPITALS IMPACTED	HOW WE ENGAGE	KEY OBJECTIVES AND METRICS WE TRACK	ENGAGEMENT OUTCOMES	PRINCIPAL RISKS
• Prioritisation of health, safety, and well-being • Human rights, diversity, and inclusion • Employee engagement, growth, and development • Ways of working, culture and benefits programme	Hum Human Int Intellectual SR Social and Relationship	• Safety strategy anchored on our Zero Harm goal • Employee well-being policies and Employee Assistance Programme • Company-wide employee surveys to understand and act on needs and well-being • Extensive online learning and development material • Informative and up-to-date employee communication channels	• Employee engagement • Gender representation percentage • Lost Time Accident Rate	• 84% staff engagement score (+8% Vs external index) • Net exporter of talent; 7 employees on international assignments • 61% to 39% male female ratio compared to 59% to 41% global ratio • 42% of women in senior leadership roles compared to 34% global average. • 3 lost-time accidents (Vs FY2024: 5)	• People retention • Health and safety

For more on our people, see page 37.

OUR CONSUMERS C

Understanding our consumers is key for the long-term sustainable growth of our business. Consumer motivations, attitudes and behaviour form the basis of our brand marketing and innovations. We produce our brands with pride and want them to be enjoyed responsibly. On occasions when consumers choose alcohol, we want them to 'drink better, not more'.

MATERIAL ISSUES	CAPITALS IMPACTED	HOW WE ENGAGE	KEY OBJECTIVES AND METRICS WE TRACK	ENGAGEMENT OUTCOMES	PRINCIPAL RISKS
• Quality products meet consumer needs and occasions • Responsible marketing • Ready availability of product	SR Social and Relationship	• We understand consumers' needs and preferences through our access to consumer insights • Broad portfolio of choices across categories and price points • Insightful innovation that satisfies consumer preferences • Responsible advertising and marketing that adheres to our strict Diageo Marketing Code • Active engagement and education to promote moderation and reduce the harmful use of alcohol • High-quality manufacturing and environmental standards	• Market share data • Number of people reached with our messages of moderation • Compliance with product quality and food safety standards	• We continue to evolve our portfolio with innovations to address changing consumer needs • We continue to invest in digital and e-commerce to meet new shopper needs	• Erosion of purchasing power and tightened economic conditions • Changing tastes and preferences • Competition from both peers and illicit alcohol sales • Supply-chain volatility

For more on our route to consumer, see page 28.



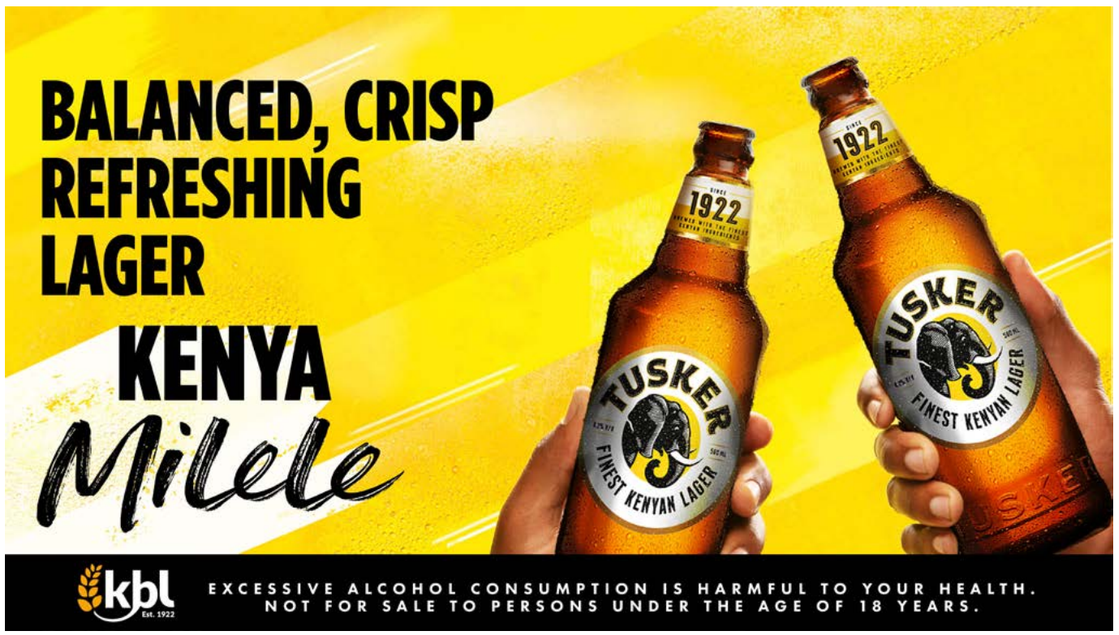
OUR ESSENCE (continued)

ENGAGING WITH OUR STAKEHOLDERS (continued)

OUR CUSTOMERS Cu

Our customer partners are experts in the products they buy and sell, as well as in the experiences they create and deliver. We work with a wide range of customers, including large and small, on-trade and off-trade, digital and e-commerce. We are committed to nurturing mutually beneficial relationships that deliver mutual value and the best outcome for all our consumers.

MATERIAL ISSUES	CAPITALS IMPACTED	HOW WE ENGAGE	KEY OBJECTIVES AND METRICS WE TRACK	ENGAGEMENT OUTCOMES	PRINCIPAL RISKS
• A portfolio of leading brands that meets evolving consumer preferences • Identification of opportunities that offer profitable growth • Insights into consumer behaviour and shopper trends • Technical selling expertise, promotional support, and merchandising • Availability and reliable supply	Int Intellectual SR Social and Relationship	• Use of best practice sales analytics and technology to support our retailers and distributors • Commercial account managers engage with our customers at a strategic level and develop combined business plans • Our account managers continue to make regular visits to outlets • Ongoing dialogue and account management support • Training through unique offerings such as the Diageo Bar Academy	• Volume and revenue growth • Outlet sales call coverage • High merchandising standards • Customer feedback	• We work to support our distributors in their striving to achieve world-class standards.	• Slowed economic growth and macro-economic volatility • Consumer disruption • Supply-chain disruption • Illicit trade • Increased competition



OUR SUPPLIERS S

Our suppliers and agencies are experts in the wide range of goods and services that we require to create and market our brands. By working with them, we not only deliver high-quality products marketed responsibly, but improve our collective impact, ensuring sustainable supply chains. These relationships enable us to reduce our environmental impact and make positive contributions to society.

MATERIAL ISSUES	CAPITALS IMPACTED	HOW WE ENGAGE	KEY OBJECTIVES AND METRICS WE TRACK	ENGAGEMENT OUTCOMES	PRINCIPAL RISKS
• Sustainable sourcing • Ensuring standards related to health and safety and quality of supply are met • Environmental concerns • Fair contract and payment terms	Int Intellectual	• Local raw material supply partnerships • Partnering with Supplier Standards, our code for working with suppliers • Supplier performance measurement and performance reviews • Regular trainings for our farmers on sustainable farming practices • Provision of drought-resistant seed varieties	• Percentage of key raw materials sourced sustainably • Percentage of our suppliers in compliance with our Know Your Business Partner (KYBP) and Partnering with Suppliers (PwS) programmes	• All our suppliers are in compliance with our Know Your Business Partner (KYBP) and Partnering with Suppliers (PwS) programmes	• Ensuring principles of inclusion and diversity are applied with regard to supplier businesses. • Slowed economic growth and macro-economic volatility • Consumer disruption • Supply-chain disruption • Illicit trade • Increased competition

For more on partnering with suppliers, and our communities, see pages 35 and 31 respectively.



OUR ESSENCE (continued)

ENGAGING WITH OUR STAKEHOLDERS (continued)

OUR COMMUNITIES Co

Investing in sustainable growth means supporting and empowering the communities where we live, work, source, and sell. By ensuring we make a positive contribution, we can help build thriving communities and strengthen our business.

MATERIAL ISSUES	CAPITALS IMPACTED	HOW WE ENGAGE	KEY OBJECTIVES AND METRICS WE TRACK	ENGAGEMENT OUTCOMES	PRINCIPAL RISKS
• Economic impact • Opportunities for employment and suppliers • Gender equality, inclusion, and diversity • Responsible use of natural resources • Impact of climate change	SR Social and Relationship Nat Natural	• Driving impactful initiatives that advocate for responsible drinking • We engage with community partners to understand what skills and training young adults need in our markets • Community programme design that includes gender equality, as well as inclusion and diversity considerations • Various sustainability initiatives to reduce the environmental impact of our operations	• Number of people reached with positive drinking messages • Number of young people trained in Learning for Life (L4L), our communities through our global training programme for hospitality and retail sector workers • Water usage and replenishment metrics • Number of water stewardship projects in water priority locations • Percentage of absolute carbon emissions reduction • Number of investments in community projects	• Increased employability of young people through L4L • Tree planting and water replenishment programmes • Our community water, sanitation, and hygiene (WASH) programmes	• Slowed economic growth and macro-economic volatility • Water availability • Managing our carbon footprint • Impact of climate change

For more on our communities, see page 31.

INVESTORS I

We want to enable equity and debt investors to have an in-depth understanding of our strategy, operational and financial performances, so they can more accurately assess the value of our shares and the opportunities to finance our business.

MATERIAL ISSUES	CAPITALS IMPACTED	HOW WE ENGAGE	KEY OBJECTIVES AND METRICS WE TRACK	ENGAGEMENT OUTCOMES	PRINCIPAL RISKS
• Economic impact • Corporate governance • Financial performance • Environmental and social commitments and progress	Fin Financial SR Social and Relationship	• Management access and participation in investor conferences • Communication during our Annual General Meeting and results briefings • Investors' information on www.eabl.com	• Positive investor perception • Total shareholder return	• Stepped up two-way dialogue between the Company and investors, ensuring good understanding of long-term Company strategy in the markets	• Slowed economic growth and macro-economic volatility • Increased competition • Tax-related regulatory changes • Impact of climate change

For more on our strategy and our operational performance, see pages 21 and 19 respectively.

GOVERNMENTS AND REGULATORS GR

The regulatory environment is critical to the success of our business. We believe it is important that those who can influence policy, laws, and regulation understand our views. We also want to share information and perspectives on areas that can impact our business and public health.

MATERIAL ISSUES	CAPITALS IMPACTED	HOW WE ENGAGE	KEY OBJECTIVES AND METRICS WE TRACK	ENGAGEMENT OUTCOMES	PRINCIPAL RISKS
• Economic impact • Responsible drinking • High-quality manufacturing and environmental standards • Corporate governance • Responsible use of natural resources • Climate change	Fin Financial Nat Natural SR Social and Relationship	• Ongoing dialogue at industry level through trade associations • Collaboration on responsible drinking initiatives, promotion of moderation, and strengthening industry standards • Participation in governments business and industry advisory groups • Embedding business integrity into the way we work	• Compliance with laws and industry regulations • Compliance with product quality and food safety standards • Number of water stewardship projects in water priority locations • Percentage of absolute carbon emissions reduction	• Compliance with industry specific policies, such as taxes, and regulations	• Tax-related regulatory changes • Impact of climate change



07 MESSAGE FROM OUR LEADERSHIP

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EVERY **STEP,** EVERY **DROP,** CRAFTED FOR **TOMORROW**

A TASTE OF OUR YEAR

KEY INDICATORS

EUs 16.5 million
Volume[1]
with growth of +2% Vs FY2024

Kshs 128.8 billion
Total revenue
+4% Vs FY2024

Kshs 19.3 billion
Profit before tax
+15% Vs FY2024

Kshs 12.2 billion
Profit after tax
+12% Vs FY2024

Kshs 11.97
Earnings per share
+16% Vs FY2024

Kshs 8.00
Dividend per share

Kshs 17 billion
Free cash flow
Kshs +2.4bn Vs FY2024

80%
Inclusion and Diversity Index score
(FY2024: +1%)

76.2%
Renewable energy use
+1% (FY2024: 75%)

748m³
Water replenished
+85% (FY2024: 404m³)

14,300
People reached through Learning 4 Life
(FY2024: 2,960)

253,000
Smashed[2]
+8% vs target

3
DrinkIQ awareness events[3]
(FY2024: 3)

57,000
People reached on Wrong Side of the Road campaign[4]
+15% Vs target

1. EU volume is measured on an equivalent units basis to nine-litre cases of spirits. To convert volume of products other than spirits to equivalent units: beer in hectolitres, divide by 0.9; products that are classified as ready-to-drink in nine-litre cases, divide by ten.
2. Smashed is an educational campaign against under age drinking
3. Drink IQ online education on alcohol and responsible drinking
4. Wrong Side of the Road educational campaign against drink driving

> IN THIS REPORT, WE SEE EABL DELIVER A CONSISTENT SET OF RESULTS DRIVEN BY VOLUME RECOVERY, INNOVATION AND OPERATIONAL EXCELLENCE.



CHAIRMAN'S STATEMENT

On behalf of the Board of Directors, I am pleased to present our financial results for the past financial year, where we reflect on a year that challenged us, tested our resilience, and ultimately reaffirmed our strong fundamentals and commitment to long-term value creation.

STRONG PERFORMANCE IN A RECOVERING ENVIRONMENT

We continued to demonstrate resolve and strategic focus against a backdrop of mixed macroeconomic conditions across the region. While the broader East African economy showed signs of recovery and relative stability, external pressures persisted marked by shrinking disposable income and rising input costs.

In Kenya, interest rates declined while the Kenya Shilling appreciated against major currencies, reversing the depreciation experienced in the prior year. In Tanzania, interest rates remained stable while the currency depreciated against major currencies. Uganda did not experience significant shifts in any of the macroeconomic indicators and remained largely stable.

The business continued to navigate external pressures, including proliferation of illicit alcohol, sustained input cost inflation, and declining consumer spending driven by reduced disposable income.

Despite these challenges, EABL delivered a solid performance, anchored on strong execution of our strategy. Revenue grew 4% to Kshs 128.8 billion and Profit After Tax grew 12% to Kshs 12.2 billion. Volume grew 2% as both beer and spirits registered growth across markets.

On the back of these results, the EABL Board has declared a final dividend of Kshs 5.50 per share, bringing the total dividend to Kshs 8.00 per share, 14.3% above last year.

STAYING THE COURSE

During the year, the Board provided oversight to a refreshed premiumisation strategy, guided the integration of ESG imperatives into our performance architecture, and endorsed long-term investment in capability building and route-to-consumer enhancements. It continued to discharge its responsibilities with diligence and independence, focusing on deepening oversight across critical areas.

Through structured engagements, we reviewed progress against our long-term value-creation plan and actively provided guidance on strategic pivots, including enhancing digital capability, commercial excellence and strengthening compliance practices.

CORPORATE GOVERNANCE AND BOARD CHANGES

Our strong corporate governance framework continues to underpin our commitment to integrity, transparency, and accountability. During the period, the Board provided consistent oversight, navigating the operating environment and proactively addressing emerging risks to safeguard and grow shareholder value.

The annual Board evaluation once again offered valuable opportunities to enhance our effectiveness, while field visits deepened our first-hand understanding of market realities.

We are pleased to announce the appointment of Ms. Lorna Benton effective 17 March 2025. With a proven track record in leading high-performing teams across reward, employee relations, and diversity and inclusion, Ms. Benton brings strategic leadership that will strengthen our capabilities and accelerate our growth agenda.

We also express our heartfelt appreciation to Mr. John Musunga who resigned, and Ms. Carol Musyoka who retired from the Board during the period. Their exceptional service and expertise have left an enduring impact, and we wish them every success in their future pursuits.

OUTLOOK

Looking ahead, we are cautiously optimistic. Our strategy remains robust, and we have built a solid foundation for sustained performance. We will continue to invest in our brands, innovate with purpose, and drive efficiencies across our value chain. Our focus on embedding sustainability into everything we do, from sourcing and production to partnerships and community engagement, remains unchanged.

We are confident that our people, our culture, and our portfolio position us well to continue delivering for our consumers, our shareholders, and our communities.

APPRECIATION

I would like to thank our Board of Directors for their oversight and guidance, our management team for their relentless execution, and most importantly, our employees across East Africa who continue to drive our success every day.

To our investors, customers, and partners; thank you for your continued trust and belief in our vision.

Together, we are building a resilient, future-fit, and truly East African business.

Thank you.

Dr. Martin Oduor-Otieno, CBS
Group Chairman

"KATIKA RIPOTI HII, TUNAONA EABL IKIENDELEA KUTOA MATOKEO THABITI YANAYOTOKANA NA ONGEZEKO LA MAUZO, UVUMBUZI NA UENDESHAJI BORA WA KAMPUNI."



TAARIFA YA MWENYEKITI

Kwa niaba ya Bodi ya Wakurugenzi, nina furaha kuwasilisha kwenu matokeo yetu ya kifedha ya mwaka uliopita, ambapo tunauangazia mwaka uliotoa changamoto kwetu, na kufanyia majaribio ukakamavu wetu, na mwishowe kuthibitisha msingi wetu imara na kujitolea kwetu kuunda thamani ya kipindi kirefu.

MATOKEO MAZURI KATIKA MAZINGIRA YANAYOIMARIKA

Tuliendelea kudhihirisha uthabiti wetu na azma yetu ya kimkakati katika kipindi kilichokuwa na mseto wa hali mbalimbali katika mazingira pana ya kiuchumi katika kanda. Ingawa mazingira pana ya kiuchumi Afrika Mashariki yaliashiria dalili za kuimarika tena na kuwa thabiti, shinikizo kutoka nje ziliendelea na kudhihirika kupitia kupungua kwa kiasi cha pesa za matumizi ya hiari na ongezeko la gharama ya mali ghafi.

Nchini Kenya, viwango vya riba vilishuka na Shilingi ya Kenya ikaimarika dhidi ya sarafu nyingine kuu, na kubadilisha mkondo wa kushuka thamani uliokuwa umeshuhudiwa mwaka uliotangulia. Nchini Tanzania, viwango vya riba vilisalia imara nayo thamani ya sarafu ikashuka dhidi ya sarafu nyingine kuu. Uganda haikushuhudia mabadiliko makubwa katika viashiria vyake pana vya kiuchumi na hali ilisalia imara kwa kiwango kikubwa.

Biashara iliendelea kuhimili shinikizo kutoka nje, zikiwemo ongezeko la pombe haramu, ongezeko la gharama ya mali ghafi na kupungua kwa matumizi ya wateja kutokana na kupungua kwa mapato.

Licha ya changamoto hizi, EABL iliandikisha matokeo mazuri, yenye msingi wake katika utekelezaji thabiti wa mkakati wetu. Mapato yetu yaliongezeka 4% hadi Kshs 128.8 bilioni na Faida Baada ya Ushuru ikaongezeka kwa 12% hadi Kshs 12.2 bilioni. Kiasi cha bidhaa zilizouzwa nacho kilikua 2%, ambapo bia na vileo vikali vyote viliandikisha ukuaji katika masoko yote.

Kutokana na matokeo hayo, Bodi ya EABL imetangaza mgawo wa faida wa mwisho wa Kshs 5.50 kwa kila hisa, hatua itakayoifanya jumla ya mgawo wa faida kuwa Kshs 8.00 kwa kila hisa, 14.3% juu ya mwaka uliopita.

KUENDELEZA MWENDO

Katika mwaka huo, Bodi ilitoa uangalizi katika utekelezaji wa mkakati ulioboreshwa, ikaongoza ufungamanishaji wa maadili ya Mazingira, Jamii na Utawala (ESG) katika mfumo wetu wa matokeo, na ikaidhinisha uwekezaji wa kipindi kirefu katika kuongeza uwezo wetu na kuboresha njia zetu za kuwafikia wateja. Bodi imeendelea kutekeleza majukumu yake kwa uadilifu na uhuru, na kwa kutilia mkazo uangalizi zaidi katika maeneo muhimu ya biashara.

Kupitia mikutano na mashauriano mahsusi, tulitathmini hatua tulizozipiga katika utekelezaji wa mpango wetu wa kipindi kirefu wa kuunda thamani, na pia tukatoa mwelekeo na ushauri kuhusu mambo muhimu ya kimkakati. Haya ni pamoja na kuboresha uwezo wetu wa kidijitali, ufanisi wetu kibiashara na kuboresha utimizaji wa mahitaji na matakwa ya kisheria.

UTAWALA WA KUNDI NA MABADILIKO KWENYE BODI

Mfumo wetu thabiti wa utawala wa Kundi umeendelea kuwa msingi wa kujitolea kwetu kwa maadili, uwazi na uwajibikaji. Katika mwaka huo, Bodi ilitoa uangalizi kila wakati, kuongoza biashara kupitia mazingira ya uendeshaji shughuli na kuchukua hatua kujibu hatari ibuka ili kulinda na kukuza thamani ya wenyehisa.

Utathmini wa kila mwaka wa Bodi kwa mara nyingine ulitoa fursa muhimu kuboresha uendeshaji shughuli zetu, nazo safari za nyanjani zikakoleza uelewa na ufahamu wa hali halisi sokoni.

Tuna furaha kutangaza uteuzi wa Bi. Lorna Benton utakaoanza 17 Machi 2025. Ana historia ya kuongoza makundi yenye kuandikisha matokeo mazuri katika masuala ya malipo, uhusiano na wafanyakazi, na ujumuishaji wa watu wa asili na sifa mbalimbali. Bi. Benton analeta uongozi wa kimkakati ambao utaimarisha uwezo wetu na kuongeza kasi katika ajenda yetu ya ukuaji.

Tunatoa pia shukrani zetu za dhati kwa Bw. John Musunga aliyejiuzulu, na Bi. Carol Musyoka aliyestaafu kutoka kwenye Bodi katika kipindi hicho. Uhudumu wao na utaalamu wao vimeacha matokeo ya kudumu, na tunawatakia kila la heri.

MUSTAKABALI

Tukitazama mbele, tuna matumaini ingawa kwa tahadhari. Mkakati wetu unasalia imara, na tumejenga msingi thabiti wa kuhakikisha matokeo mazuri endelevu. Tutaendelea kuwekeza katika nembo zetu, kuvumbua na kutumia ubunifu kwa kusudi, na kuboresha uendeshaji shughuli katika maeneo yetu ya mfumo wa uzalishaji na uuzaji. Uangaziaji wetu katika kufungamanisha uendelevu katika kila jambo tunalolifanya, kuanzia kutafuta malighafi na uzalishaji hadi kwenye ushirikiano na uhusiano wetu na jamii, haujabadilika.

Tuna imani kuwa watu wetu, utamaduni wetu, na mseto wetu wa bidhaa vinatuweka katika nafasi nzuri ya kuendelea kuwahudumia wateja wetu, wenyehisa wetu, na jamii zetu.

SHUKRANI

Ningependa kushukuru Bodi yetu ya Wakurugenzi kwa uangalizi wao na uongozi wao, kundi letu la wasimamizi kwa kujitolea kwao katika utendaji, na muhimu zaidi wafanyakazi wetu kote Afrika Mashariki ambao wameendelea kuongoza mafanikio yetu kila siku.

Kwa wawekezaji wetu, wateja, na washirika, asanteni sana kwa kuendelea kwenu kuwa na imani nasi na kuwa na imani katika ndoto yetu.

Pamoja, tunaijenga biashara imara, iliyo tayari kwa siku za usoni, na ya Afrika Mashariki.

Asanteni.

Dkt. Martin Oduor-Otieno, CBS
Mwenyekiti wa Kundi

> IN A YEAR OF RESILIENCE, AGILITY AND BOLD INNOVATION, EABL DELIVERED STRONG TOP-LINE AND BOTTOM-LINE GROWTH, EXPANDED ITS PREMIUM PORTFOLIO, AND DEEPENED SUSTAINABILITY COMMITMENTS. BY LISTENING TO CONSUMERS, INVESTING IN PEOPLE, AND EMBRACING DIGITAL TRANSFORMATION, WE STRENGTHENED OUR MARKET LEADERSHIP WHILE BUILDING A FUTURE-READY, PURPOSE-DRIVEN BUSINESS FOR EAST AFRICA.



MD & CEO'S STATEMENT

The past financial year was defined by resilience, agility, and innovation. We navigated a complex external landscape while remaining anchored in our long-term ambition to be the most trusted and respected consumer products company in East Africa. Despite macroeconomic headwinds, we delivered credible top-line and bottom-line growth. We leaned into our strengths, our exceptional people, bold innovation, strong portfolio, and consumer-first mindset to craft a future that reflects where the region is going, not just where we are.

OPERATING IN A CHANGING WORLD

The macroeconomic environment across the region remained broadly stable, with steady economic growth recorded. Uganda and Tanzania maintained moderate inflation levels, while Kenya experienced elevated inflationary pressure. Interest rates in Kenya declined, particularly in the latter half of the fiscal year, easing financing costs, while in Uganda the rates increased impacting borrowing costs.

The Kenyan shilling appreciated against major currencies, offering some relief; however, the persistent volatility of the Tanzanian shilling and ongoing foreign currency liquidity challenges remain areas of concern.

Despite this, EABL posted a net revenue of Kes. 128.8 billion, reflecting a 4% increase compared to the same period last year and a volume growth of 2%. Profit After Tax rose by 12%, reaching Kshs. 12.2 billion. This impressive growth highlights our active cost management strategies and strong performance across various segments.

SHAPING TOMORROW, TODAY

EABL's performance in the past year was a testament to our ability to adapt quickly and act boldly. We saw volume-led growth supported by a strong performance, premiumisation gains, and continued drive from our innovation pipeline. Our premium category led the charge with 10% growth, while our beer business remained a stronghold with consistent growth in all markets at a 4% increase from the previous year.

Our stakeholders made it clear: value, affordability, and experience matter. As consumers faced rising living costs, we responded with strategic pricing and innovations that met them where they are without compromising quality. Listening also extended internally. Through our employee engagement efforts, we reinforced our culture of integrity, compliance, and personal leadership.

Environmental sustainability, inclusion and diversity, and responsible drinking continue to be material matters. We deepened our investments in water stewardship, circular packaging, and local sourcing. Our Spirit of Progress agenda remains a guidepost for creating long-term value beyond financials.

This year, we have made strong strides in delivering on our ambition to lead through innovation, capability, and consumer relevance. One of our key achievements has been the launch of new premium innovations within our spirits portfolio such as Casamigos Tequila and Johnnie Walker Blonde, tailored to evolving lifestyle and taste preferences. These innovations have helped reinforce our position as a category leader while unlocking new occasions and audiences.

We also made significant progress in embedding digital capabilities within our route-to-consumer operations. This has enhanced visibility, enabled sharper decision-making, and empowered our frontline teams to execute with greater precision. Our work was further validated through multiple industry awards across functions recognising outstanding performance in supply chain, innovation, marketing and ESG.

Culturally, we brought our brands to life through unforgettable partnerships with chefs, artists, and influencers. Collaborations featuring Singleton, Captain Morgan, and Serengeti infused our brands into meaningful, culture-shaping experiences.

CHALLENGES THAT SHAPED US

While we celebrate the milestones, we are equally grounded in the lessons from a challenging environment. Shifting consumer behaviour, notably increased downtrading and a softer category mix put pressure on productivity, while evolving regulatory frameworks, such as the shift from volume-based to Alcohol By Volume (ABV)-based excise tax in Kenya, introduced cost headwinds and required proactive stakeholder engagement.

The rise of illicit alcohol, now accounting for 60% of Kenya's total alcohol market (a 27% increase since 2022, according to the 2025 Euromonitor Report), continues to distort the playing field, requiring intensified efforts in enforcement, advocacy and consumer education. Additionally, sustained inflation in key packaging materials further stretched our cost base.

These realities compelled us to enhance our operational agility, deepen our data-driven decision-making, and accelerate our digital and supply chain strategies. These shifts have not only enabled us to respond effectively to external pressures, but they have also become foundational to how we build resilience and future-ready capability.

LOOKING AHEAD WITH INTENT

As we look ahead, we are energised by the untapped opportunities that lie before us. Consumer preferences continue to shift towards premium experiences, and we are well positioned to lead this transformation across our categories. Our innovation agenda will further tap into the rising demand for moderation and well-being, with low and no-alcohol offerings gaining traction across key demographics.

Our occasion-led portfolio strategy and commitment to deepening our presence in both traditional and digital commerce channels will be instrumental in unlocking new growth avenues. We also see significant potential in scaling flavour-led innovations that meet evolving consumer expectations for convenience, exploration, and new taste experiences.

MD & CEO'S STATEMENT (continued)

Sustainability under our Spirit of Progress strategy remains core to our purpose and future growth. We are intensifying our focus on environmental stewardship, with key investments in water conservation, circular packaging, and low-carbon solutions, aligned with shifting policy landscapes and consumer values.

As we enter the next phase of growth, we are confident in our ability to shape the marketplace through bold innovation, sustainable practices, and a clear commitment to delivering value for all stakeholders.

As we reflect on the financial year 2025, I extend my deepest appreciation to all those who made our journey remarkable and impactful.

ACKNOWLEDGMENTS

To our consumers, thank you for your continued loyalty, trust, and passion for our brands. Your evolving tastes and preferences continue to inspire our innovation and commitment to excellence.

To our shareholders and investors, we are grateful for your confidence in our long-term strategy and your support as we navigated a challenging but opportunity-filled year. Your belief in our purpose and direction has been a firm pillar of our resilience and growth.

To the Board of Directors, your guidance, governance, and strategic oversight have been invaluable in steering EABL through a dynamic environment while staying focused on long-term value creation.

To our partners, distributors, and suppliers, your collaboration and agility have enabled us to consistently deliver value across the region while building sustainable and mutually beneficial relationships.

To the governments and regulatory authorities in the countries where we operate, we appreciate the continued engagement and partnership in fostering an enabling business environment and shared growth.

Most importantly, to our employees across East Africa, your unwavering dedication, creativity, and grit continue to drive our performance and culture. You are the reason we have remained agile and purpose driven.

As we look ahead, I am confident that with the same spirit of collaboration and determination, we will continue to shape markets, unlock value, and make a positive impact on our communities.

Jane Karuku
Group Managing Director & CEO





> KWA MWAKA ULIOTAWALIWA NA UKAKAMAVU, WEPESI WA KUCHUKUA HATUA, NA UVUMBUZI, EABL ILIWEZA KUTIMIZA AZMA YAKE YA KIPINDI KIREFU YA KUWA KAMPUNI YA BIDHAA ZA KUTUMIWA NA WATEJA INAYOAMINIKA NA KUHESHIMIWA ZAIDI AFRIKA MASHARIKI. LICHA YA CHANGAMOTO KATIKA MAZINGIRA PANA YA KIUCHUMI, TULIANDIKISHA MATOKEO MAZURI NA UKUAJI. TULITUMIA NGUVU YETU, WATU WETU WA KIPEKEE, UVUMBUZI JASIRI, BIDHAA ZETU IMARA, NA MTAZAMO WETU WA KUMFIKIRIA MTUMIAJI WA BIDHAA KWANZA KUUNDA SIKU ZA USONI ZINAZOAKISI MWELEKEO WA KANDA, NA SIO TU TULIPO SASA.



TAARIFA YA MENEJA MKURUGENZI & AFISA MKUU MTENDAJI WA EABL

Mwaka wa kifedha uliopita ulitawaliwa na ukakamavu, wepesi wa kuchukua hatua, na uvumbuzi. Tuliweza kupitia mazingira yenye changamoto kutoka nje na bado tukaendelea kutimiza azma yetu ya kipindi kirefu ya kuwa kampuni ya bidhaa za kutumiwa na wateja inayoaminika na kuheshimiwa zaidi Afrika Mashariki. Licha ya changamoto katika mazingira pana ya kiuchumi, tuliandikisha matokeo mazuri na ukuaji. Tulitumia nguvu yetu, watu wetu wa kipekee, uvumbuzi jasiri, bidhaa zetu imara, na mtazamo wetu wa kumfikiria mtumiaji wa bidhaa kwanza kuunda siku za usoni zinazoakisi mwelekeo wa kanda, na sio tu tulipo sasa.

KUHUDUMU KATIKA ULIMWENGU UNAOBADILIKA

Mazingira pana ya kiuchumi kote katika kanda yalisalia thabiti kwa kiwango kikubwa, ambapo ukuaji imara wa kiuchumi ulishuhudiwa. Uganda na Tanzania zilidumisha viwango vya wastani vya mfumko wa bei, nayo Kenya ikashuhudia shinikizo kubwa la mfumko wa bei. Viwango vya riba Kenya vilishuka, hasa katika nusu ya pili ya mwaka wa kifedha, jambo lililopunguza gharama ya mikopo. Nchini Uganda, viwango vya riba vilipanda na kuathiri gharama ya mikopo.

Shilingi ya Kenya iliimarika dhidi ya sarafu kuu, na kutoa nafuu. Hata hivyo, kuendelea kuyumba kwa thamani ya shilingi ya Tanzania na changamoto katika upatikanaji wa sarafu za kigeni ni mambo yanayoendelea kuzua wasiwasi.

Licha ya haya, EABL iliandikisha mapato halisi ya Kes. 128.8 bilioni, ambayo ni ongezeko la 4% ukilinganisha na kipindi sawa na hicho mwaka uliotangulia na ongezeko la 2% katika kiasi cha bidhaa zilizouzwa. Faida Baada ya Ushuru iliongezeka kwa 12%, na kufikia Kes. 12.2 bilioni. Ukuaji huu wa kuridhisha ni dhihirisho la mikakati yetu ya kudhibiti gharama na matokeo mazuri katika vitengo mbalimbali vya biashara yetu

KUIPANGA KESHO, LEO

Matokeo ya EABL katika mwaka uliopita ni ishara ya uwezo wetu wa kufanya mabadiliko haraka na kuchukua hatua kwa ujasiri. Tulishuhudia ukuaji wa kiasi cha mauzo ulioambatana na matokeo mazuri, mapato kutoka kwa bidhaa za hadhi, na kuendelea kuwekeza katika uvumbuzi na ubunifu. Kitengo chetu cha vileo vya hadhi kiliongoza kwa ukuaji wa 10%. Biashara yetu ya bia bado ilisalia kuwa nguzo kuu ambapo tulipata ukuaji katika masoko yote katika 4% ukilinganisha na mwaka uliotangulia.

Wadau wetu waliiweka wazi, kwamba thamani, bei ambayo wateja wanaweza kumudu, na wanachokipata na jinsi wanavyokipata kutoka kwa bidhaa zetu ni mambo muhimu sana kwao. Watumiaji wa bidhaa walipokabiliwa na kupanda kwa gharama ya maisha, tulijibu kwa kuweka bei zetu kimkakati na kutumia uvumbuzi na ubunifu uliotuwezesha kuwafikia bila kuathiri ubora wa bidhaa. Kusikiliza kulifanyika pia ndani ya biashara yetu. Kupitia juhudi zetu za kuwahusisha na kuwashirikisha wafanyakazi, tulikoleza utamaduni wetu wa maadili, kufuata kanuni na sheria, na uongozi wa kibinafsi.

Uendelevu wa kimazingira, ujumuishaji wa wote na kukumbatiwa kwa watu wa sifa na asili mbalimbali, pamoja na unywaji pombe wa kuwajibika yanaendelea kuwa mambo tunayoyathamini sana. Tuliongeza uwekezaji wetu katika maji, upakiaji wa bidhaa kwenye chupa, pakiti au vifungashio vinavyoweza kutumika tena, na utoaji wa malighafi kutoka kwa jamii wenyeji. Ajenda yetu ya Moyo wa Maendeleo imeendelea kuwa dira inayotuongoza katika kuunda thamani ya kipindi kirefu, kando na kuandikisha faida.

Mwaka huu, tumepiga hatua kubwa katika kutimiza azma yetu ya kuongoza kupitia uvumbuzi na ubunifu, uwezo, na ufaafu kwa wateja. Moja ya mafanikio yetu makuu imekuwa ni uzinduzi wa bidhaa mpya kupitia uvumbuzi na ubunifu katika kundi letu la vileo vikali kama vile Casamigos Tequila na Johnnie Walker Blonde, ambazo zimeundwa kuendana na mabadiliko katika mitindo ya maisha na ladha. Bidhaa hizi mpya zimesaidia kutia nguvu nafasi yetu kama kiongozi katika kitengo hicho na kutufungulia matukio mapya na wateja wapya.

Tulipiga hatua kubwa pia katika kufungamanisha uwezo wa kidijitali katika shughuli za kuwafikia watumiaji wa bidhaa zetu. Hii imeimarisha kuonekana kwetu, kuboresha maamuzi yetu, na kuwezesha wahudumu wetu wanaotangamana na wateja kufanya kazi yao kwa ufasaha zaidi. Juhudi zetu zimethibitishwa pia na tuzo mbalimbali kwenye sekta ambazo tulipokea kutambua ustadi wetu katika mfumo wa uzalishaji na uuzaji wa bidhaa, uvumbuzi, uuzaji na Mazingira, Jamii na Utawala (ESG).

Katika utamaduni, tulieneza nembo zetu kwenye utamaduni kupitia ushirikiano na wapishi, wasanii na watu mbalimbali wenye ushawishi mtandaoni. Ushirikiano uliohusisha Singleton, Captain Morgan, na Serengeti uliziweka nembo zetu katika matukio ya maana, na ya kubadilisha maisha na utamaduni.

CHANGAMOTO ZILIZOTUJENGA

Tunaposhereheka mafanikio hayo, tulipata mafunzo pia kutokana na changamoto zilizokuwepo kwenye mazingira ya kibiashara. Kubadilika kwa mitindo na tabia za watumiaji wa bidhaa zetu, hasa kushuka kutoka kwa bidhaa ghali na kuanza kutumia vileo visivyo na kaboni sana na vyenye ladha tamu kulitoa shinikizo katika uzalishaji. Mabadiliko katika mfumo wa kisheria, kwa mfano kubadilisha kutoka kwa mfumo wa kodi ya bidhaa kwa kuangazia kiasi cha bia hadi kwa Bia kwenye Kiasi (ABV) nchini Kenya uliongeza gharama na kuhitaji mashauriano zaidi baina ya wadau.

Kuongezeka kwa pombe haramu, ambayo sasa inachangia 60% ya jumla ya pombe inayotumika Kenya (ongezeko la 27% tangu 2022, kwa mujibu wa Ripoti ya Euromonitor ya 2025) kumeendelea kuwa tatizo katika usawa sokoni, jambo linalohitaji kuongeza kwa juhudi za kisheria kukabiliana nalo, elimu na uhamasishaji wa wateja. Kadhalika, mfumko wa bei umeathiri malighafi inayotumiwa katika kupakia bidhaa na hivyo kuongeza gharama zetu.

TAARIFA YA MENEJA MKURUGENZI & AFISA MKUU MTENDAJI WA EABL (continued)

Mambo haya yametulazimu kuimarisha wepesi wetu wa kuchukua hatua, kuongeza matumizi yetu ya data katika kufanya maamuzi, na kuongeza kasi ya mikakati ya kutumia dijitali kuwafikia wateja na mfumo wa uzalishaji na mauzo ya bidhaa. Mabadiliko haya sio tu kwamba yametuwezesha kujibu shinikizo kutoka nje, bali pia yamekuwa msingi wa kutuongoza katika jinsi ya kuimarisha biashara yetu na kuiweka tayari kwa siku za usoni.

KUTAZAMA MBELE KWA KUSUDI

Tunapotazama mbele, tunatiwa moyo na fursa zilizo mbele yetu ambazo bado hazijatumika. Upendeleo wa wateja kwa sasa unaelekea kwa bidhaa za hadhi ya juu, na tupo katika nafasi nzuri ya kuongoza mabadiliko hayo katika vitengo vyetu vya bidhaa. Ajenda yetu ya uvumbuzi itasaidia pia kutumia zaidi mahitaji yanayoongozeka ya unywaji pombe kwa wastani na afya nzuri. Vinywaji vyenye kiwango cha chini cha kileo na vile visivyo na kileo vinaanza kuwa maarufu miongoni mwa makundi ya watu muhimu sokoni.

Mkakati wetu wa bidhaa za kulenga matukio maalum na kujitolea kwetu katika njia za uuzaji za kawaida na za kisasa za kidijitali utakuwa muhimu katika kufungulia njia mpya za ukuaji. Tunaiona pia fursa kubwa katika kuongeza uvumbuzi katika ladha ili kutimiza mahitaji na matarajio ya watumiaji wa bidhaa kwenye kufaa, upelelezi na ladha mpya.

Uendelevu chini ya mkakati wetu wa Moyo wa Maendeleo umesalia muhimu sana katika lengo letu na ukuaji wa siku za usoni. Tunaongeza uangaziaji wetu katika uongozi kwenye mazingira ambapo tunafanya uwekezaji muhimu katika uhifadhi wa maji, upakiaji wa bidhaa kwenye chupa, pakiti au vifungashio vinavyoweza kutumika tena, na suluhu zisizozalisha sana gesi ya kaboni, kuambatana na mabadiliko katika sera na maadili ya watumiaji wa bidhaa.

Tunapoingia katika awamu inayofuata ya ukuaji, tuna imani katika uwezo wetu wa kuamua mwelekeo wa soko kupitia uvumbuzi na ubunifu jasiri, shughuli endelevu, na kujitolea kwa njia wazi kuhakikisha thamani kwa wadau wote.

Tunapotathmini kuhusu mwaka wa kifedha wa 2025, natoa shukrani zangu za dhati kwa wote waliowezesha safari yetu kuwa njema na yenye manufaa.

SHUKRANI

Kwa wateja wetu, asanteni kwa kuendelea kuwa na uaminifu, imani na upendo kwa bidhaa zetu. Mabadiliko kwenye ladha na bidhaa mnazozipendelea vimeendelea kusisimua ubunifu wetu na kujitolea kwetu kufanya shughuli zetu kwa ustadi.

Kwa wenyehisa wetu na wawekezaji, tunashukuru kutokana na imani yenu katika mkakati wetu wa kipindi kirefu na uungaji mkono wenu tulipokuwa tunapitia mwaka huo uliokuwa na changamoto lakini uliojaa fursa pia. Imani yenu katika lengo letu na mwelekeo vimekuwa nguzo thabiti katika ukakamavu wetu na ukuaji.

Kwa Bodi ya Wakurugenzi, uongozi wenu, utawala, na uangalizi wa kimkakati vimekuwa muhimu sana katika kuiongoza EABL kupitia mazingira yenye kubadilika,wakati huo huo tukiendelea kuangazia kuunda thamani kwa kipindi kirefu.

Kwa washirika wetu, wasambazaji wa bidhaa zetu, wanaotuuzia bidhaa na huduma, ushirikiano wenu na haraka yenu katika kuchukua hatua vimetuwezesha kuendelea kutoa thamani kote katika kanda na wakati huo tukijenga uhusiano endelevu na wa manufaa kwa pande zote.

Kwa serikali na mamlaka zinazosimamia sekta yetu katika mataifa tunayohudumu, tunathamini sana uhusiano na ushirikiano wenu ambao umeendelea katika kuhakikisha mazingira wezeshi kwa biashara na ukuaji wa pamoja.

Muhimu kabisa, kwa wafanyakazi wetu kote Afrika Mashariki, kujitolea kwenu, ubunifu, na ujasiri vimeendelea kuongoza matokeo na utamaduni wetu. Nyinyi ndio sababu iliyotufanya kusalia wepesi wa kuchukua hatua na kuongozwa na lengo.

Tunapotazama mbele, nina imani kwamba kwa moyo huo huo wa ushirikiano na kujitolea, tutaendelea kutoa mwelekeo sokoni, kufungulia thamani, na kuwa na manufaa kwenye jamii zetu.

Jane Karuku
Meneja Mkurugenzi wa Kundi & CEO



18+ EXCESSIVE CONSUMPTION OF ALCOHOL IS HARMFUL TO YOUR HEALTH.
STRICTLY NOT FOR SALE TO PERSONS UNDER 18 YEARS. PLEASE DRINK RESPONSIBLY.

"WE HAVE ONCE AGAIN DELIVERED A STRONG SET OF RESULTS, DEMONSTRATING THE RESILIENCE OF OUR BUSINESS AND STRENGTH OF OUR STRATEGY. WE CONSISTENTLY EVOLVE TO REFLECT THE CHANGING NEEDS OF OUR CONSUMERS AND THE DYNAMIC ENVIRONMENT IN WHICH WE OPERATE."



CFO'S REVIEW

EABL reported a strong set of results in fiscal 2025 with registering growth across countries and categories helped by our strong beer and premium spirits portfolio. This, together with continued cost efficiency and productivity, translated into double-digit profit growth and improved cash flows. These results were achieved despite the mixed macroeconomic environment where we saw signs of recovery with interest rates declining and stable currencies, partly offset by shrinking disposable income and input cost inflation.

Volume **+2%**

Net sales **+4%**

PAT **+12%**

DPS (Kshs) **8.00**

FCF **17Bn**

Total debt **-9Bn**

OPERATING ENVIRONMENT

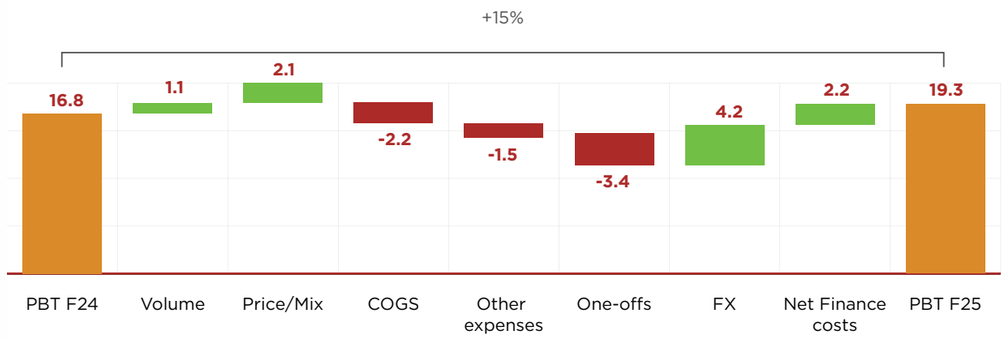
The macroeconomic environment across the region remained stable, with steady economic growth recorded. In Kenya, interest rates declined while the Kenya Shilling appreciated against major currencies, reversing the depreciation experienced in the prior year. In Tanzania, interest rates remained stable while the currency depreciated against major currencies. Uganda remained largely stable.

The business continued to navigate external pressures, including proliferation of illicit alcohol, sustained input cost inflation, and declining consumer spending driven by reduced disposable income. These factors underscore the need for stronger regulatory enforcement and collaborative action to safeguard consumers and legitimate players within the sector.

PERFORMANCE REVIEW

Our net sales grew 4% versus fiscal 2024 to Kshs 128.8 billion (2024: Kshs 124.1 billion), while volume grew 2% as both beer and spirits registered growth across markets. Kenya increased net sales 4%, Uganda grew net sales 8% and Tanzania delivered net sales growth of 20%. Kenya remains our largest market, with 63% of sales, followed by Uganda contributing 22% and Tanzania 15%.

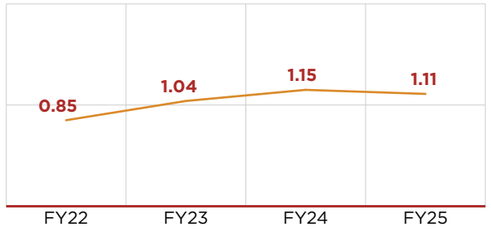
Profit after tax grew 12% to Kshs 12.2 billion, driven by top-line growth, foreign exchange gains and lower finance costs realised through reduction of both debt and interest rates. These offset the impact of one-off costs during the year.



CFO'S REVIEW (continued)

CURRENT RATIO

Current ratio stood at x1.11 (2024: x1.15) broadly in line with fiscal 2024, meeting our regulatory requirement, with reduced debt and improved working capital management.

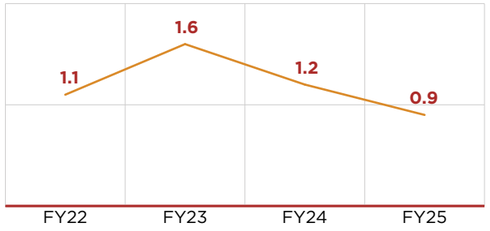


(CMA Target: >1.0x)

DEBT

Total debt (including overdraft) reduced by Kshs 8.6 billion, contributing to lower finance costs.

The Group closed at a net debt to EBITDA ratio of 0.9, which is within the Board target of 1.5 due to the continued reduction in borrowings as well as improved EBITDA.



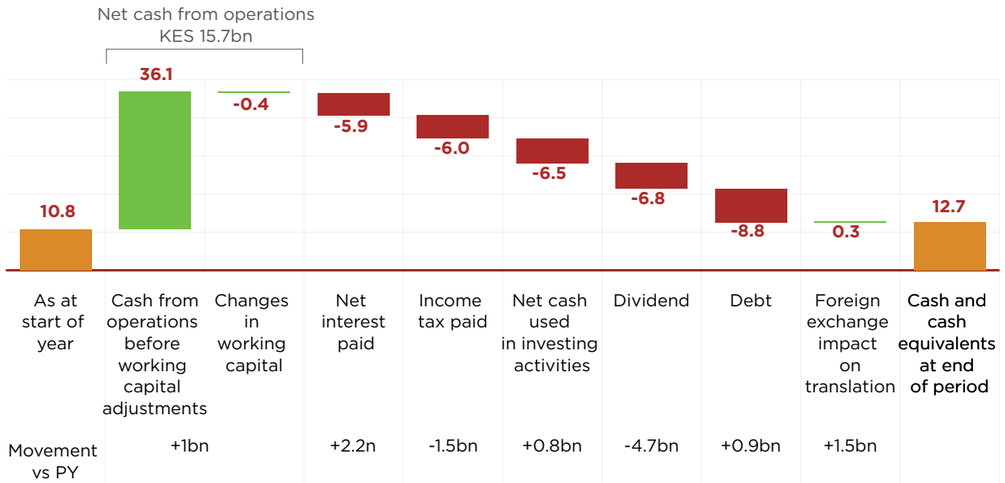
(Board Target: >1.5x)

CAPITAL EXPENDITURE

Capital expenditure for the year was Kshs 6.5 billion (2024: Kshs 7.3 billion) (5% of net sales from 6% previously), and was focused around capacity expansion and the support of our sustainability agenda.

CASH FLOW

Cash and cash equivalents of Kshs 12.7 billion (2024: 10.8 billion) increased by Kshs 1.9 billion, driven by revenue growth and lower cost of debt.



DIVIDEND

The Board of Directors recommend a final dividend of Kshs 5.50 per share subject to withholding tax. This dividend is scheduled for payment on or about 28 October 2025 to shareholders who are duly registered at the close of business on 16 September 2025. If approved, the total dividend for the year will amount to Kshs 8.00 per share (2024: Kshs 7.00).

LOOKING AHEAD

We remain focused on executing our strategy with discipline to continue building on the underlying growth momentum and deliver long-term sustainable growth.





04 OUR STRATEGY

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30 Spirit of Progress
32 Implementing and measuring the spirit of progress
35 Supply footprint
37 Celebrating our people

EVERY **STEP,** EVERY **DROP,** CRAFTED FOR **TOMORROW**

OUR STRATEGY

Contributing to these capitals

- **Fin** Financial
- **SR** Social and Relationship
- **Int** Intellectual

OUR STRATEGY IS ROOTED IN OUR COMMITMENT TO OFFERING CONSUMERS HIGH-QUALITY BRANDS THAT CATER TO EVERY OCCASION AND ECONOMIC LEVEL, WHILE STEADFASTLY DELIVERING LONG-TERM VALUE TO OUR SHAREHOLDERS. IT ALSO EMBODIES OUR DEDICATION TO POSITIVELY IMPACTING THE COMMUNITIES WE SERVE BY ENSURING ALCOHOL PLAYS A POSITIVE ROLE IN SOCIETY AS PART OF A BALANCED LIFESTYLE. IN ITS CONCEPTION, CREATION, AND EXECUTION, THIS STRATEGY IS INTEGRAL TO OUR INTELLECTUAL, FINANCIAL, AND SOCIAL RELATIONSHIP CAPITALS.



OUR STRATEGY (continued)



OUR STRATEGIC IMPERATIVES

VIBRANT BEER

Beer is at the core of our business and represents a significant opportunity for our entire value chain, led by our iconic national brands and the global strength of the Guinness trademark. With our rich heritage and extensive presence across East Africa, we are well positioned to further develop and expand our beer category.

We have strategically positioned our beer offerings to cater to a broader audience of consumers, encompassing not only the traditional lagers, stouts, and malts, but also introducing flavoured beer options to appeal to the curious consumer.

Drawing from consumer insights on the demand for enriching consumer experiences, we have:
- Aligned our beers with relevant occasions, transforming the traditional perception of beer consumption.
- Paired our beers with varied occasions, expanding the range of times when beer can be enjoyed, creating a more versatile and inclusive drinking experience.

EXPLODE PREMIUM

Consumers are increasingly choosing to drink better, not more, as they aspire to brands and categories that embody superior quality, authenticity and exquisite taste.

Our much-loved portfolio, consisting of global powerhouse brands alongside local jewels, caters to every taste and celebration. We are well-positioned to drive growth, accelerate progress, and expand the category.

WIN IN MAINSTREAM SPIRITS

The mainstream spirits segment is experiencing rapid growth and demonstrates resilience throughout East Africa, holding the largest market share within its category. Our diverse and dynamic portfolio, encompassing a range of price points and spirit types, positions us strongly in this category.

The spirits category fosters inclusivity across consumer groups and recruitment to more premium offerings. Proudly encompassing both iconic national brands and renowned international brands, our wide offering also includes affordable vodka, gin, whisky, rum, and liqueur brands, enabling access and appeal to a broad spectrum of consumers.

SHAPE NEW FRONTIERS

Expanding the total beverage alcohol market is a key priority for us, achieved by tapping into new and incremental consumer occasions and reaching a wider audience.

We recognise the growing consumer demand for healthier options and flavours. To meet this need, we focus on innovation in low-alcohol, no-sugar, and flavoured drinks, catering to consumers seeking both healthier alternatives and enhanced taste experiences.

We continue to leverage on our significant play in the ready-to-drink (RTD) category to extend beyond conventional beer and spirits occasions.

HOW WE MEASURE OUR STRATEGIC IMPERATIVES

- Net sales value (NSV)
- Profit
- Market share
- Cash

THEIR PRINCIPAL RISKS

- Slowed economic growth and macro-economic volatility
- Consumer disruption
- Increased competition
- Tax-related regulatory changes

STAKEHOLDERS IMPACTED

C Consumers
Cu Customers
I Investors

KEY ENABLERS

ROUTE TO CONSUMER

Ensuring highly accessible and available brands[1].

Measured by:
- Volume and revenue growth
- Sales outlet coverage
- Numeric distribution percentage
- Product share of shelf

REPUTATION, SPIRIT OF PROGRESS

Building and solidifying EABL as a respected partner in the community by implementing a culture of integrity and compliance across the business[2].

Measured by:
- Number of people reached with positive drinking messaging
- Gender diversity across our value chain
- Representation of women in leadership roles
- Representation of women as beneficiaries of our community programmes
- Number of young people in our communities trained through Learning 4 Life skills programme
- Percentage of water replenished and reused
- Number of water stewardship projects in water priority locations
- Total direct Green House Gas (GHG) emissions
- Percentage of renewable energy in our own operations
- Total waste to landfill from our direct operations
- Percentage of recyclable/reusable/compostable plastics
- Confirmed breaches of our Code of Business Conduct

SUPPLY FOOTPRINT

Guaranteeing supply by investing ahead to meet future demand[3].

Measured by:
- Capacity utilisation
- Operational efficiencies
- Cost to serve
- Employee health and safety

EFFICIENT GROWTH PRODUCTIVITY

Embedding a culture of continuous evaluation to optimise our costs for maximum returns.

Measured by:
- Productivity savings
- Profit margin expansion

UNLOCK GROWTH

Unlocking growth through our people and organisation.

Measured by:
- Employee engagement scores
- Gender representation and representation of people living with disabilities
- Active utilisation of training platform by employees
- Average span (number of reportees per leader)
- Staff attrition rate
- Internal vs external hires

1 For more on our brands, see page 5
2 For more on our communities, see page 31
3 For more on our route to consumer, see page 28

OUR STRATEGY (continued)

OUR STRATEGIC IMPERATIVES (continued)

Our broad portfolio consists of outstanding local consumer favourites and international brands, embracing a wide variety of categories, occasions, and price points. Our brands are iconic, relevant, and culturally present. Embodying meaningful everyday connections, many come with rich legacies spanning generations, while others have been more recently launched. We are extremely proud of the positive impact they have in bringing people together, in celebrating life, every day, everywhere.

VIBRANT BEER



TUSKER

Made with 100% locally sourced ingredients, this crisp, refreshing, and perfectly balanced lager has been a source of fellowship, identity, and pride since 1922.

Tusker has achieved multiple accolades, including being recognised as the second strongest brand in Africa and Kenya's strongest and fastest-growing brand, valued at Kshs 9.6 billion. It stands out as the only beer brand in the Top 10 strongest brands in Africa and is the sole representative from Kenya to break into the top two.

The celebration continues with Tusker being shortlisted at the 2025 Cannes Lions International Festival of Creativity, known as the Oscars of advertising and creative storytelling — a testament to its creative excellence.

Closer to home, Tusker was crowned Kenya's Most Admired Alcoholic Beverage Brand at the 15th Annual Brand Africa 100: Kenya Awards, reflecting its deep cultural resonance and trust among consumers.



BELL LAGER

Uganda's beer that lets the good times flow, Bell Lager dials up dynamism and with strong appeal among the young fun-loving consumer.



SERENGETI

A world-class recipe formulated with 100% malt to provide a smooth, palatable, slightly mellow, full bodied malty and grainy flavour. Serengeti, taking pride in supporting the national football team, Taifa Stars, has become Tanzanians' favourite beer brand.



GUINNESS SMOOTH

Guinness Smooth is a rich, creamy stout, offering a velvety texture and balanced flavour. Brewed with roasted barley and natural ingredients, it delivers a smooth, mildly bitter taste with a clean finish. Perfect for social moments, Guinness Smooth blends tradition with a refreshing, easy-drinking twist.

SENATOR KENYA



In response to the significant challenge of illicit alcohol consumption that plagued Kenya in the early 2000s, Senator Kenya was developed to provide consumers with a high-quality alcoholic beverage at an affordable price, under regulated conditions, and now trailing only Guiness within Diageo by volume.

With sorghum as its main ingredient, Senator Keg not only ensures a stable supply chain but also supports climate adaptation for local communities. By promoting sorghum farming, the beer bolsters crop diversification and enhances food security.

This initiative has been particularly beneficial for over 40,000 farmers, most of whom work in poor and marginalised areas, and who now collectively earn over Kshs 2 billion annually.



OUR STRATEGY (continued)

OUR STRATEGIC IMPERATIVES (continued)

EXPLODE PREMIUM



GUINNESS

With its 264-year history, and most associated with football, the number-one passion point across East Africa, Guinness has a clear and unique role in culture, and continues to inspire greatness, vibrancy and brightness.



WHITE CAP LAGER

Admired for its unrivalled quality brought to life through its all-natural, no-added-sugar taste, this premium lager is made from the finest hops from Naru Moru and the purest spring water from the slopes of Mt Kenya.



JOHNNIE WALKER

An iconic giant, this top name leads scotch as our fastest-growing category, as we re-establish and reaffirm its distinction as the most desired, talked about and enjoyed whisky brand in East Africa.



THE SINGLETON

This perfectly balanced, smooth, delicious and unconventional single-malt whisky is committed to making single malts enjoyable for all.



WHITE CAP CRISP

With undeniable growth in the wellness movement as consumers seek brands that fit into their healthy, happier and purposeful passions lifestyle, this super-premium beer is light on alcohol, refreshing, full of flavour with no added sugar, is aimed at our premium consumers.



TUSKER CIDER

Golden and crisp, Tusker Cider has been the focus of drive to provide an accessible refreshing alternative to classic lager, ready-to-drink (RTD) beverages, wine and flavoured drink.



DON JULIO

With this spirit standing out as one of our major global brands, we continued to build on the extension of the Don Julio Tequila Blanco, Reposado and Anejo core that we undertook in FY2024.



TANQUERAY

Rooted in true quality, Tanqueray continues to define gin 190 years on from its first distillation, and is about boldly leading the way, embodying substance, charisma and style.



TUSKER MALT

With its three ingredients of hops, water, and the finest malt matured for twice as long as ordinary beers, Tusker Malt is a premium beer brewed to perfection.



TUSKER LITE

Providing refreshing and fresh taste without additional calories, this fine beer is specially formulated with a distinct recipe consisting of barley, cornstarch, and hops.

OUR STRATEGY (continued)

OUR STRATEGIC IMPERATIVES (continued)

WIN IN MAINSTREAM SPIRITS



CHROME

As the most-loved spirit in Kenya, Chrome holds significant market share, with an annual growth of 20%.



GILBEY'S

With an unrivalled refreshing taste for over 165 years, we have focused Gilbey's on engaging with consumers both online and in bars through Gilbey's Squares.



KENYA CANE

With a legacy built since 1976, this brand has partnered with Savara on a new thematic brand campaign 'The Greats Toast Twice' to inject inspiration, dynamism and respect.



UGANDA WARAGI

A golden liqueur in variants of UG coconut, pineapple and lemon and ginger, and various formats between 200 ml and 1.5 l, Uganda Waragi caters to a variety of consumer needs.



CAPTAIN MORGAN

A premium spirit brand made with the finest Caribbean rums, Captain Morgan Gold was launched in Kenya in 2017, anchored on Captain Morgan Original Spiced, which was launched in 1982 for the global market. Leveraging its launch, a brand-new refreshed pack design was unveiled to match our new brand identity.

SHAPE NEW FRONTIERS



SMIRNOFF ICE BLACK

With brand experiences that are rooted in culture, this builds on current music and fashion as pillars that give young and upcoming artists a platform to display their craft and grow their careers.



SMIRNOFF ICE PINEAPPLE PUNCH

With Smirnoff Ice an original innovator, this brand combines with our world-renowned vodka to create an extraordinary and flavourful RTD.



GORDON'S RTD

Leveraging on Gordon's Trademark and the aptness of convenience, we introduced the new RTD category of pre-mixes made of gin and tonic. This expertly made RTD combines the high-quality smooth taste of Gordon's Gin (Premium Dry & Pink) with the light bittersweet flavour of tonic water.



PILSNER MFALME

Mfalme Pilsner is a premium craft beer brewed in Nairobi, offering a crisp, clean taste with subtle citrus and floral notes. Celebrated locally and internationally, it blends tradition with innovation. Named "king" in Swahili, this award-winning brew reflects the city's vibrant spirit and dedication to quality, making it a true Kenyan favourite.

OUR STRATEGY (continued)

OUR STRATEGIC IMPERATIVES (continued)

SHAPE NEW FRONTIERS (continued)



TUSKER NDIMU

This unique brew embodies the perfect marriage of a crisp lager and the zingy lemon-infused flavour that is a central part of Kenyan culture.



BELL CITRUS

A lemon-flavoured lager crafted to reaffirm the brand's iconic status, this beer is available in a 300ml bottle at 4.2 ABV.



THE SINGLETON 21

The Singleton of Dufftown 21 Year Old is a single malt Scotch whisky known for its rich, balanced flavour profile and the unique "Trinity Cask Harmony" process used in its creation. This process involves harmonising whiskies aged in three different cask types: Pedro Ximenez Oloroso seasoned, refill ex-Bourbon, and finally, European Oak casks.



CASAMIGOS 1942

Casamigos is a brand of tequila founded by George Clooney, Rande Gerber, and Mike Meldman, known for its smooth and approachable taste. It's produced in small batches, using 100% Blue Weber agave and a slow fermentation process, with a focus on a clean, crisp flavour profile. Casamigos is popular for enjoying neat, on the rocks, or in cocktails.



SERENGETI LEMON

Brewed with the same local ingredients as our well-loved Lager and Lite, this new addition to the Serengeti family balances bursting flavour with the pride and progressiveness of our brand.



MANYATTA

A new range of premium cider in four flavours, Manyatta is designed as an expression of flavours of Africanness.



UGANDA WARAGI LEMON AND GINGER

A golden liqueur with a combination of fresh zesty lemon and warm, spicy notes of ginger, is available in a 750ml bottle at 30% ABV.



JOHNNIE WALKER BLONDE

Johnnie Walker Blonde is a modern and vibrant scotch whisky variant with a smooth, approachable, and versatile character. With a deliciously easy-drinking profile, it appeals to new whisky enthusiasts seeking an enjoyable experience.



NAIROBI SUMMER

An innovative pale ale with hops from afar and waters from our mountains.



BELL HONEY

A light, honey-infused lager from Uganda, Bell Honey builds on the legacy of Bell Lager by adding a subtle sweet twist. At around 4.2% ABV, it delivers a new, refreshing take on a classic regional brew, marrying familiar smoothness with gentle honey notes.

OUR STRATEGY (continued)

TRANSFORMING DIGITALLY

Contributing to these capitals

Fin Financial | Hum Human | Int Intellectual

Reflecting these strategic pillars

SP1 Vibrant beer | SP2 Explode mainstream spirits | SP3 Win in premium | SP4 Shape new frontiers

Impacting these stakeholders

P People | S Suppliers | I Investors

Supporting these UN SDGs



> DIGITAL TRANSFORMATION IS A PIVOTAL COMPONENT OF OUR STRATEGY, EMPOWERING US TO ACHIEVE OUR FY30 BUSINESS GOALS. BY HARNESSING THE POWER OF OUR PEOPLE, INTEGRATING UNIFIED DATA, AND SCALING TECHNOLOGY, WE AIM TO ENHANCE OUR COMPETITIVE ADVANTAGE ACROSS THE VALUE CHAIN AND DRIVE QUALITY GROWTH.

OVERVIEW

Digital transformation continues to be a key growth driver for the Company. During the year under review, we made significant strides in embedding this strategy across our business, improving the ways in which we engage consumers, measure effectiveness, and scale innovation.

We continued to focus on building omni-channel experiences powered by data, agile technology, and cross-functional capability, and accelerated execution in diverse areas from media through to commerce by grounding our strategy in East African consumer behaviour, market realities, and platform maturity.

OUR STRATEGIC FOCUS

Our priority during the year under review was to improve media return on investment (ROI) while expanding consumer reach. In concentrating on high-performing digital channels, most particularly on Meta, YouTube, and Programmatic, our efforts were driven by sufficiency modelling and effectiveness diagnostics. In implementing this strategy, and in line with our ambition of driving mental availability, we scaled media reach across our markets to reach more than 75% of addressable audiences, reflected in two important achievements:

- The launch of retail media pilots with partners create more shoppable media moments
- Improved paid performance through the adoption of smart bidding, which delivered efficient average cost per 1,000 single web page impressions (CPMs) across the region

PEOPLE, DATA, TECHNOLOGY AND CULTURE

The year under review was pivotal in building internal digital fluency and capability. Through *Virtual Studio*, we scaled AI-powered content creation across our global brands as for our local regional jewels, Serengeti, Bell, and Tusker, improving creative efficiency and production agility. This was made possible through a strengthened collaboration with DigiTribe, our in-house creative agency, which continues to anchor agility and relevance at the centre of execution.

We also made significant strides in aligning our talent and technology with the Company's Spirit of Progress agenda. This included embedding digital inclusion principles into our way of working – ensuring that transformation uplifts all communities and talent pools across East Africa.

ENHANCING CUSTOMER EXPERIENCE AND ENGAGEMENT

Digital transformation has been central to how we connect with consumers in culturally meaningful ways. Through always-on media, influencer storytelling, and flagship platforms like *TheBar*, we delivered high-engagement shoppable experiences.

Notably, TheBar Kenya became the first market in Africa to activate personalised customer relationship management (CRM) journeys, using Salesforce to deliver over 40% engagement via newsletters, birthday offers, and welcome flows.

This achievement is an outstanding confirmation of how first-party data and in-culture content can deliver both scale and relevance. Our digital media mix across the region also delivered superior return on investment (ROI), especially through formats like Paid Social and Programmatic Display and Video.

INCLUSION AND DIGITAL MEDIA

We believe that the future of digital is inclusive. That means that for us, transformation is not just about data and technology, but about empowering a diverse, capable, and connected community across East Africa.

We are therefore committed to progressive media, ensuring that our content, platforms, and talent strategy reflect the diversity of our region. We are particularly proud of the progress made in eliminating barriers for people with disabilities (PWDs) across East Africa, with Uganda and Tanzania leading inclusion initiatives, and Kenya setting a new benchmark with the launch of DigiBility.

For more on working with our communities, see page 31

DigiBility is a pioneering digital training programme led by KBL and Digitribe, and is aimed at empowering PWDs through digital skills, mentorship, and career pathways. It was launched with wide support from academia, private sector leaders, and public institutions, and is anchored in our belief that ability, and not circumstance, should define success. The initiative supports our ambition to actively create access and opportunity in the digital economy.

Through DigiBility and our broader progressive media lens, we are also working to ensure our marketing choices reflect inclusion in representation, media spend, and platform selection, starting with influencer partnerships, accessible formats, and locally relevant storytelling.

LOOKING AHEAD

The year under review saw great shifts in leveraging data, and progressive inclusive and retail media activation.

Our goal in the short term is to scale these wins and ensure that digital transformation continues to deliver business growth, consumer love, and creative leadership in East Africa. In addition, we will sharpen channel effectiveness and unlock media sufficiency for priority brands.

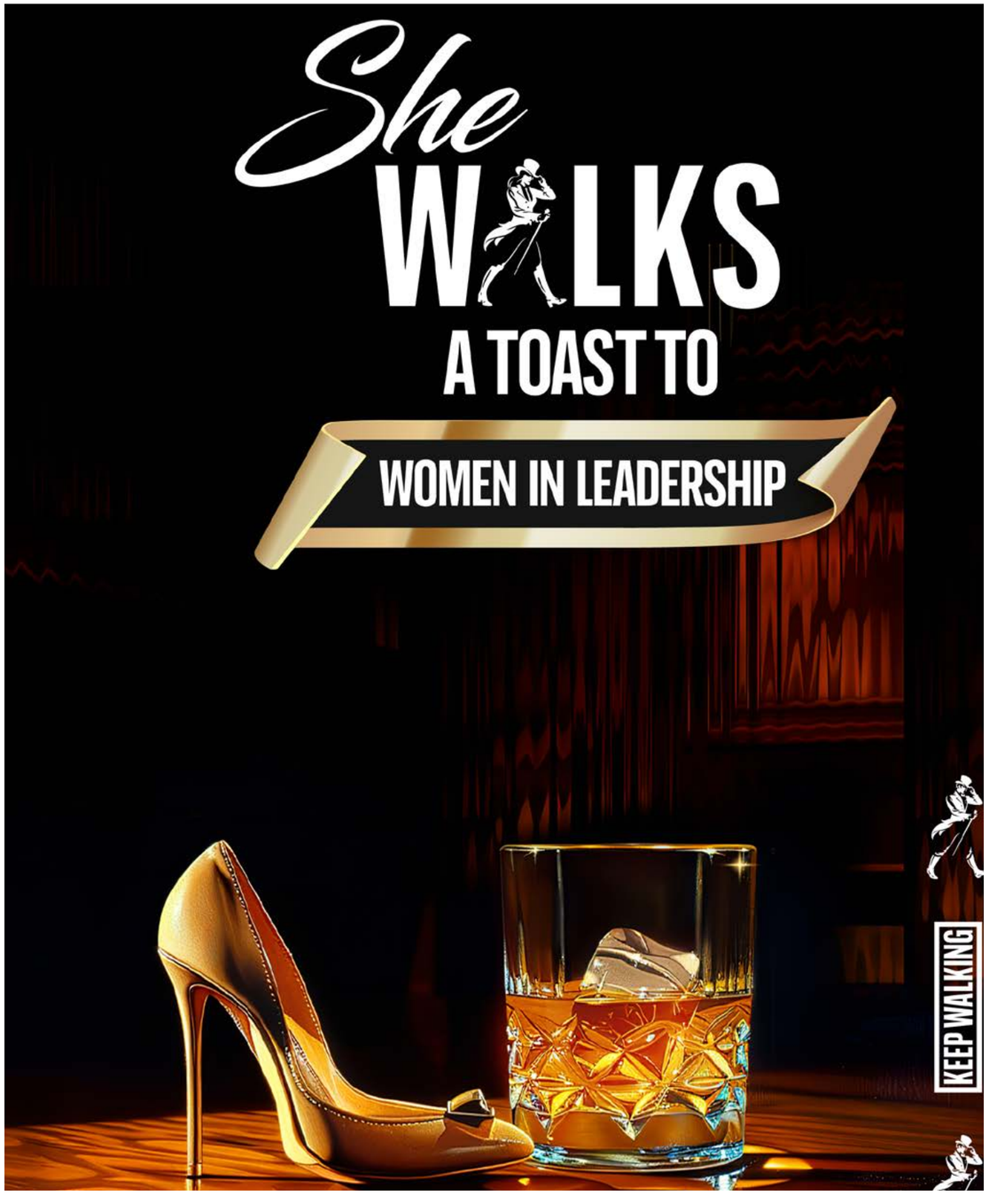
In the medium term, we will be scaling CRM, first-party data, and retail media as core growth drivers.

In the long term, our aim is to build a resilient digital ecosystem grounded in smart content, AI-led optimisation, and personalised consumer journeys.



OUR STRATEGY (continued)

OUR ROUTE TO CONSUMER



Contributing to these capitals

- Fin — Financial
- SR — Social and Relationship
- Man — Manufactured
- Nat — Natural

Reflecting these strategic pillars

- SP1 — Vibrant beer
- SP2 — Explode mainstream spirits
- SP3 — Win in premium
- SP4 — Shape new frontiers

OUR ROUTE TO THE CONSUMER (RTC) OUTLINES THE SEAMLESS JOURNEY OF OUR EXCEPTIONAL PRODUCTS FROM THE BREWERY TO CONSUMERS, ENHANCING THEIR EXPERIENCES ACROSS VARIOUS EVENTS AND OCCASIONS. RTC IS INTEGRAL TO OUR FINANCIAL, SOCIAL, RELATIONSHIP, MANUFACTURED, AND NATURAL CAPITALS. IT SERVES AS A CRITICAL ENABLER IN EXECUTING OUR COMPANY STRATEGY AND FORMS THE FOUNDATION FOR DELIVERING OUR PRODUCTS AND BRINGING OUR BRANDS TO LIFE FOR CONSUMERS ON TIME AND IN FULL.

OUR STRATEGY (continued)

OUR ROUTE TO CONSUMER (continued)

OVERVIEW

Our RTC model is tiered, and anchored on strategic distributors, route-to-market segmentation, and outlet execution. It comprises a robust field sales team structured by channel and region, supported by customer marketing, sales operations, and logistics. RTC plays a central role in business planning, aligning infrastructure, people, logistics, and commercial ambition. Our RTC execution directly impacts forecast accuracy, innovation rollouts, and trade investment planning.

OUR STAKEHOLDERS*

To ensure efficient and effective outcomes, RTC closely with key internal partners, including members of executive, operations and commercial marketing management, as well as with divisional sales and area business development managers and sales representatives. We also have several key external stakeholders.

For the purposes of refining our information and decision-making, we engage with our stakeholders regularly through business review meetings with distributor directors. We also monitor operations through risk review sessions with executive management and meetings with commercial leadership.

STAKEHOLDER	HOW WE ENGAGE THEM
Distributors	Through capacity assessments, and benchmarking trips, such as Nairobi exposure
Retailers	Value-stream mapping (VSM) visits, execution audits, and visibility investments
Banks	Collaboration to co-develop financing solutions for distributors
Internal teams	Collaboration through monthly performance cadences and transformation sprints

*For more on stakeholder management, see page 8.

HOW WE OPERATE

Our operations embrace inputs from three key industry components in the product journey.

DISTRIBUTOR PARTNERS

EDGE 365	• A proprietary tool, EDGE 365 benefits both our customers and sales team through data-driven insights, recommendations, and improved performance management

Diageo One	• A proprietary eB2B portal, Diageo One allows customers access to bespoke insights and recommendations, with the capacity to place orders 24/7.
	• Fully integrated with EDGE 365, yielding in FY2025:
	  • Over 40,000 customers registered in East Africa
	  • Over 600,000 orders placed
	  • Contribution of 36% (Vs +4% F24) of net sales value (NSV)

Infrastructure investment	• Retrofitting of vehicles with spirits capacity • Spirits vans • Motorcycles • HR – Key account managers, salespeople and brand advocacy to support strategic pillar of explosion in spirits

RANKING OUR DISTRIBUTORS

We rank and develop our distributors as Gold, Silver and Bronze, informed by their operational efficiency and effectiveness measured according to:

- Commercial tools and capability
- Right organisational structure
- Technology and infrastructure

MEASURING OUR PERFORMANCE

We gauge the success of our performance by setting targets relating to:

- Coverage
- Frequency of calls
- Diageo One usage
- Gold Standards Distributor ratings

Our KPIs include:

- **Volume metrics:** Beer and spirits shipment and depletion growth
- **Execution metrics:** Numeric distribution gains, route call compliance, visibility compliance
- **Operational metrics:** Turnaround time, fleet utilisation and outlet coverage
- **Financial metrics:** Return on invested capital (ROIC), credit limit growth and overdue balance reduction
- **Distributor health:** CPD and CTT reduction and payment terms adherence
- **Market share:** Consistent and rigorous monitoring of brand performance

RETAILERS/OUTLETS

We have a clear outlet segmentation that allows us drive prioritisation and smart investment, segmented into three distinct channels

CHANNEL	HOW WE UTILISE IT
On-premises ***Off-premises*** ***Emerging channels***	• We provide retailers and outlets with customised solutions that take into account market dynamics while responsibly delivering elevated experiences to our consumers. • We partner with retailers and outlet owners to grow value together with the consumer at the heart of our efforts, while ensuring sustainable business growth for partners

CONSUMERS

We have built an agile, resilient, effective and strong organisation that helps us partner with distributors and retail to bring our brands to life while striving to responsibly deliver elevated and memorable experiences for our consumers for every occasion.

STRATEGY	HOW WE UTILISE IT

E-commerce	• Our aim is to seize the fast growing direct-to-consumer channel opportunity by:
	  • Investing in our owned e-commerce platform
	  • Partnering with top e-commerce platforms

OUR STRATEGY (continued)

SPIRIT OF PROGRESS

CONTRIBUTING TO THESE CAPITALS

- Fin — Financial
- Hum — Human
- SR — Social and Relationship
- Man — Manufactured
- Nat — Natural

IMPACTING THESE STAKEHOLDERS

- P — People
- Cu — Customers
- S — Suppliers
- Co — Communities
- GR — Government and regulators

REFLECTING THESE STRATEGIC PILLARS

- SP1 — Vibrant beer
- SP2 — Explode mainstream spirits
- SP3 — Win in premium
- SP4 — Shape new frontiers

SUPPORTING THESE UN SDGS

AT THE HEART OF OUR EFFORTS TO ENSURE THAT WE LIVE, WORK AND DO BUSINESS IN AN EQUITABLE, FAIR, TRANSPARENT AND POSITIVE WAY, IS OUR SPIRIT OF PROGRESS ACTION PLAN. THIS PROGRAMME DEFINES OUR ENVIRONMENTAL, SOCIAL AND GOVERNANCE (ESG) FRAMEWORK AND IS DESIGNED TO ADDRESS THE MATERIAL ISSUES FACING OUR COMPANY, BRANDS, SUPPLIERS AND COMMUNITIES. ITS AMBITIONS ARE EMBEDDED IN OUR BUSINESS STRATEGY, AND IT AIMS TO GUIDE US IN MAKING A POSITIVE IMPACT ON PEOPLE AND THE PLANET EVERYWHERE WE LIVE, WORK, SOURCE AND SELL.

ASSESSING OUR SUSTAINABILITY MATERIAL MATTERS

To determine our sustainability material matters, we conduct an in-depth assessment every three years. We do undertake this exercise in collaboration with an independent third-party expert to ensure objectivity and alignment with global best practices.

Thus, as part of our comprehensive materiality assessment process, during the year under review we conducted an in-depth assessment and identified 18 material themes encompassing key sustainability-related impacts, risks, and opportunities. To ensure that relevance and responsiveness is maintained, we review these annually through internal subject matter leads so that we are able to capture any emerging issues and evolving stakeholder expectations.

MEASURING OUR SUSTAINABILITY MATERIAL MATTERS

We take a systematic approach to materiality to enable us to assess both our stakeholders' views on the impacts we make on society and the environment, and the potential effect of outside events on our business.

Measuring these assists us in identifying potential vulnerabilities that could affect our ability to deliver on our strategic goals. This quantification also enables us to manage our impacts and to be more aware of how we are perceived by stakeholders.

In conducting our materiality assessment, we follow a multi-step process that leverages on both quantitative and qualitative data, including:

- Desk research
- Stakeholder identification
- In-depth interviews
- A problem-solving learning and collaboration space

OUR DOUBLE SUSTAINABILITY MATERIALITY MATRIX APPROACH

Also, as part of our materiality review process, we consider the financial impact on the Company of sustainability-related issues, and specifically climate change. In doing so, we review the effects of our impact on society and the environment.

We measure this double materiality by combining:

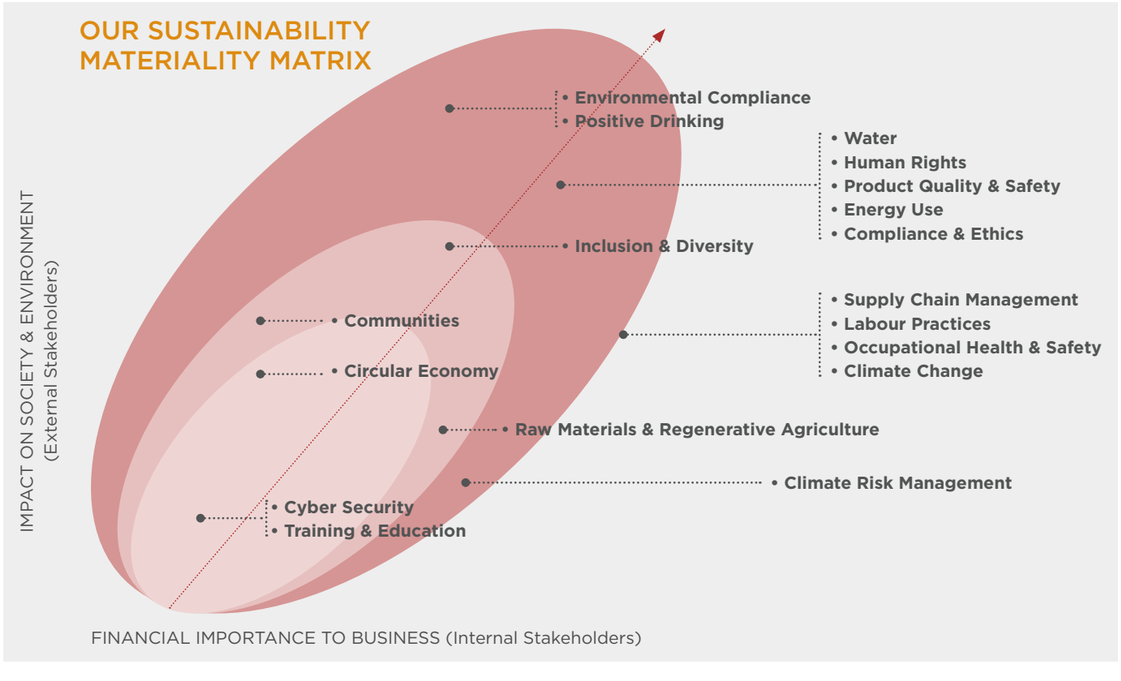
- A climate change risk assessment
- Stakeholder engagement
- A review of regulatory requirements
- A review of industry standards

This approach helps us identify areas where we can create the most significant positive impact while mitigating potential risks. We then plot our results on a double materiality matrix that allows ESG factors. This proactive approach is also important in enabling us to maintain compliance with evolving regulations.



OUR STRATEGY (continued)

SPIRIT OF PROGRESS (continued)



MANAGING OUR SUSTAINABILITY MATERIAL MATTERS

Effectively managing our material topics involves a systematic approach that is also proactive in nature, and which integrates sustainability considerations into our overall strategy, operations, and decision-making processes.

Management step	What it means	Frequency
Identification and prioritisation	A thorough assessment process to identify and understand material topics relevant to our business and stakeholders	Every 3 years
Stakeholder engagement	Prioritising meaningful stakeholder engagement to: • Gain insights • Build trust • Ensure that sustainability initiatives address the needs of internal and external stakeholders	Ongoing
Strategy and decision making	• Reviewing identified material themes internally • Integrating sustainability considerations into strategy, governance and decision making	Annually
Performance measurement and reporting	• Embedding material topics in systems for measuring, monitoring and reporting • Establishing frameworks and key performance indicators where necessary	Ongoing
Improvement and innovation	• Consistently reviewing material topics • Updating understanding of coverage • Identifying and including opportunities to respond to emerging risks and stakeholder expectations	Consistent and ongoing

RESPONDING TO OUR MATERIAL MATTERS THROUGH WORKING WITH OUR COMMUNITIES

> WE UNDERSTAND THAT AS A RESPONSIBLE CORPORATE CITIZEN, AND AS PART OF A SUCCESSFUL GLOBAL BUSINESS, THAT WORKING WITH AND WITHIN OUR COMMUNITIES TO PROMOTE SAFETY AND WELL-BEING IS CENTRAL TO OUR CONTINUED SUCCESS. AS SUCH, THIS APPROACH FORMS A KEY PART OF OUR INTELLECTUAL AND SOCIAL AND RELATIONSHIP CAPITALS.

OUR STRATEGIC AIM

Through diligently considering our material matters, we have been able to clearly define our strategic aim, which is our Spirit of Progress ambition, founded on three pillars.

OUR SPIRIT OF PROGRESS AMBITION

We have clearly delineated the imperatives associated with these three Spirit of Progress strategic priorities:

Promote positive drinking
Our mission is to change the way people drink for the better by engaging, educating and empowering consumers to make informed choices about drinking.

Champion inclusion and diversity
Our mission is to create the most inclusive and diverse environment that ensures all our people thrive, supported by market leading policies and practices while also removing barriers and having a positive impact on our partners, suppliers and communities.

Pioneer grain-to-glass sustainability
Our mission is to build a resilient supply chain that helps our communities adapt to climate change, protects our license to operate, and benefits the bottom line of our business.

In turn, these priorities are anchored on our principle of 'Doing Business the Right Way', the governance pillar that underpins our approach to everything that we do as a business.

PROMOTE POSITIVE DRINKING

Our strategic aim is to reach and engage our consumers in ways that help to change attitudes and convey messages about the harm that can arise from immoderation, whether it be expressed in underage or binge drinking, or in the dangers of drink driving.

In choosing to use our brands in celebrating their lifestyle preferences, our consumers are also confronted with choice in how they do this. We therefore reinforce and foster the breadth of choices that consumers can opt for in electing to celebrate moderately and safely.

We believe that a key element of this strategic aim is the creative use of our insights to make moderation aspirational, and therefore an acceptable, desirable and popular way to guide attitudes and behaviour in promoting positive drinking.

To this end, we have implemented, in line with Diageo initiatives, three important campaigns designed to reach various segments of our consumer base.



SMASHED
Protecting young people

It is our firm belief that it is never acceptable for anyone underage to consume alcohol. In line with this conviction, through our programme partner Collingwood, we are running SMASHED campaigns and education programmes to combat underage drinking by educating young people between the ages of 10 and 17 on the dangers of underage drinking.

Since its beginnings in 2005 as a live theatre production across various markets, SMASHED has been enhanced to enable online learning as well as live performances, tailored in our region to our markets, and using local actors and cultural references.

OUR STRATEGY (continued)

SPIRIT OF PROGRESS (continued)



WRONG SIDE OF THE ROAD (WSOTR)

Driving responsibly

WSOTR was launched in 2021 in collaboration with the United Nations Institute for Training and Research (UNITAR). The aim of the programme, which is available in digital and classroom formats, is to raise awareness about the consequences for individuals and communities of drink driving.



DRINKIQ

DRINKiQ is a key element in our efforts to promote positive and responsible drinking, and in raising awareness about alcohol consumption and its effects throughout the communities in which we operate.

An initiative that is fully aligned to the positive drinking goals outlined in the Spirit of Progress' plan, DRINKiQ also emphasises sustainability and community well-being. It is aimed at fostering a balanced lifestyle for consumers who, while celebrating life, contribute to shaping a more positive role for alcohol in society.

CHAMPION INCLUSION AND DIVERSITY

This principle is at the heart of what we do, and we believe that gender and ethnic diversity helps drive better and more sustainable performance. In line with this, is our belief that by providing hospitality and business skills through our Learning for Life initiative not only helps under-represented groups, but also enables us to support both our communities and a key partner industry.

We maintain various partnerships to support our Learning for Life objective, which is to provide equal access to business and hospitality skills and resources. By incorporating a mentorship initiative aimed at providing learners with continuous technical support for those venturing into the business sector, the ultimate aims are to:

- Increase participants' employability
- Improve livelihoods
- Support a thriving hospitality sector that works for all

For more on how we performed against all our community targets, see page 32.

PIONEER GRAIN TO GLASS (G2G) SUSTAINABILITY

We recognise that our business depends on natural resources, and that we are therefore directly affected by changes in climate and the related challenges of water stress and nature loss.

In response, we are committed to implementing our Grain to Glass Sustainability action plan approach with its 2 — now refined — pillars:

- **Accelerate water:** In addition to outlining how we manage water in our supply chain, operations and communities, this plan advocates collective action to improve water outcomes. The plan also focuses on taking an integrated approach across climate, nature and people.
- **Focus carbon:** With warming in our region recorded as being 1˚to 1.5˚ above pre-industrial levels, we work with our whole value chain in our commitment to preserving the well-being and future of the people and resources who contribute to our success. In doing so, we engage with suppliers to identify common challenges and accelerate our journey together towards achieving net-zero targets.

IMPLEMENTING AND MEASURING THE SPIRIT OF PROGRESS*

Our Spirit of Progress plan includes various ambitious targets aligned to the UNSDGs, and for each target, we have designed a series of distinct key performance indicators to ensure that our progress against the Spirit of Progress plan is justifiably measured, evaluated and reported.

***For more details on our activities and performance within our various markets, see our Sustainability Report, available on our website.**

OUR STRATEGIC PLANS TO 2030	KEY PERFORMANCE INDICATOR	BASELINE YEAR F20	F24 ACTUALS	F25 ACTUALS	PROGRESS TO DATE	STATUS
PROMOTE POSITIVE DRINKING						
Scale up our SMASHED partnership, and educate 10 million young people, parents, and teachers on the dangers of underage drinking. **SDG alignment:** 3.5; 12.8; 17.16	People educated through SMASHED partnership.	0	376,933	**253,154**	1,019,572	We continue to perform well on the SMASHED target through continued exceeded annual actual performance compared to the targets. In F25, we exceeded our targets by 8% following continued good engagement with our programme partners, mainly the Teachers Service Commissions and Ministries of Education across the region.
Promote changes in attitudes to drink driving reaching five million people. **SDG alignment:** 3.5; 3.6; 12.8; 17.16	People educated via Wrong Side of the Road programme.	0	68,084	**57,504**	203,026	During the year we exceeded our target by 15%. The success has mainly been as a result of expanding our awareness programmes to all our events across the region working closely with our programme partners.
CHAMPION INCLUSION AND DIVERSITY						
Champion gender diversity with an ambition to achieve 50% representation of women in leadership roles by 2030. **SDG alignment:** 5.5; 8.1; 10.2; 10.4	Percentage of female senior leadership.	32%	47%	**42%**	42%	EABL continues to focus on empowering more women to take up senior leadership roles. We are on course to meet our target of having 50% female senior leadership by 2030.

OUR STRATEGY (continued)

IMPLEMENTING AND MEASURING THE SPIRIT OF PROGRESS (continued)

OUR STRATEGIC PLANS TO 2030	KEY PERFORMANCE INDICATOR	BASELINE YEAR F20	F24 ACTUALS	F25 ACTUALS	PROGRESS TO DATE	STATUS
Increase spend with diverse-owned and disadvantaged businesses each year to 2030 **SDG alignment:** 5.5; 5B; 10.2; 10.4	Spend with diverse suppliers in Kshs.	0.94 Bil. – Baseline is as at F22	5.9 Bil.	**6.08 Bil.**	12.92 Bil.	Our ambition is to increase spend with diverse-owned and disadvantaged businesses year on year. In F25 we increased the spend by 12%.
Provide business and hospitality skills to people, increasing employability and improving livelihoods. **SDG alignment:** 4.4; 8.1; 8.6; 10.2; 17.16	People reached via business and hospitality skills programmes.	0	9,951	**10,044**	34,775	We continue to train the youth on hospitality skills enabling them to get opportunities for employment in the sector or start their own businesses. Last year, we surpassed our annual target by 86% on the back of strong partnerships with various hospitality and NGO partners that have ensured a seamless execution of our programmes.
Ensure 50% of beneficiaries from our community programmes are women. **SDG alignment:** 5.5; 5A	Percentage of community programme beneficiaries who are women.	0	50%	**50%**	50%	Our community investment programmes continue to focus on ensuring that women are also part of the beneficiaries.
PIONEER GRAIN TO GLASS SUSTAINABILITY						
Improve water efficiency in our operations by 40%. **SDG alignment:** 6.4	Litres of water used per litre of packaged product (l/l)	3.74	2.93	**2.84**	-24% from the baseline	We have significantly improved our water efficiency year-on-year surpassing our annual targets. We are trending ahead of our 2030 roadmap to 40% water use efficiency reduction.
Replenish more water than we use for our operations for all of our sites in water-stressed areas by 2026 **SDG alignment:** 6.1; 6.2; 6.6; 6B; 15.1	Volume of water replenished (m^3)	0	403,908	**747,956**	2,082,806	We continue to meet our annual targets on water replenishment and are on course to replenish more water than we use for all our sites in water-stressed areas by 2026.
Invest in improving access to clean water, sanitation, and hygiene (WASH) in communities near our sites and local sourcing areas in all of our water-stressed markets, ensuring there are empowered individuals, both men and women, supervising water committees. **SDG alignment:** 6.1; 6.2; 6.6; 6B; 15.1	Number of individuals in WASH Committees	N/A	310	**275**	58	An important part of our approach on water is that it remains people-centric. We have committed to providing access to clean water, sanitation and hygiene (WASH) to our communities. In fiscal 23, Diageo Global achieved the 2030 target, meaning all nine of the markets included in our target, invested in WASH projects since 2020. Given that our communities are still under significant water stress, EABL will maintain this commitment, investing every year to 2030 in communities where access to WASH is a risk. EABL will also continue to focus on ensuring that its water projects are supervised by empowered individuals, both men and women.
Engage in collective action in all of our priority water basins to improve water accessibility, availability and quality and contribute to a net positive water impact **SDG alignment:** 6.1; 6.2; 6.5; 6.6; 6A; 6B	Water collective actions projects completed (%)	N/A	2	**2**	2	Our collective water action programmes in partnership with the Upper Tana-Nairobi Water Fund Trust in Kenya and Aid Environment in Uganda, are ongoing with the various KPIs for F25 on tree planting, digging terraces, planting grass strips, soil health improvement and the installation of water pans achieved.

OUR STRATEGY (continued)

IMPLEMENTING AND MEASURING THE SPIRIT OF PROGRESS (continued)

OUR STRATEGIC PLANS TO 2030	KEY PERFORMANCE INDICATOR	BASELINE YEAR F20	F24 ACTUALS	F25 ACTUALS	PROGRESS TO DATE	STATUS
Reduce our direct operations green house gas emissions by 50% by 2030, become net zero in our direct operations (scope 1 and 2) by 2040 **SDG alignment:** 7.2; 7.3; 12.6; 13.3	Total direct GHG emissions (Scope 1&2) (kt CO2e)	64.0	20.6	19.6	-44.4 (69.3% reduction from baseline)	We continue to drive down our Scopes I and II emissions, largely driven by full utilisation of our Biomass Plants at KBL and UBL, Solar at KBL – Kisumu Plant - and improved energy efficiencies across all markets. In fiscal 25, we continued to reflect on learnings from our first five years tracking against our 'Spirit of Progress' greenhouse gas emissions reductions targets. Based on those learnings, new targets were approved at Diageo Level in partnership with the Science Based Targets initiative (SBTi). They include interim, near-term targets for direct operations and value chain emissions, as well as long-term net zero(1) targets. We also updated our baseline year to fiscal 22 to align to normalised production levels, which were not impacted by the Covid-19 pandemic and adjusted packaging targets in alignment with our revised value chain emissions reductions targets.
Achieve zero waste intended for landfill in our direct operations **SDG alignment:** 12.5; 12.6	Total waste to landfills (tonnes) from our direct operations	370.54	0	0	0	We consider having achieved zero waste to landfill if we have disposed off less than 0.2% of the total waste volume. At EABL, we will continue to report on waste in our direct operations. To continue to minimise landfill waste, we partner with certified waste handlers and follow a waste management hierarchy: eliminate, reduce, reuse, recycle, recover, and dispose.
Increase the average recycled content in our plastic bottles to 35% by 2025, then deliver sequential improvement by 2030 where the quality and availability meets our needs **SDG alignment:** 12.5; 12.6	Percentage of recycled content in plastics (%)	0	0	25.8%	25.8%	Our primary focus for waste is end-user waste, where we have set ambitions to increase the recycled content in our packaging and reduce its weight. We also consider the recyclability of our packaging to be an important part of our strategy to increase the circularity of our supply chain and support our emissions reduction efforts. At EABL, plastic bottles are used in Uganda only. From F25 we have started partnering with our suppliers to incorporate 40% recycled content in each plastic bottle.

OUR STRATEGY (continued)

LOOKING AHEAD

With the successful meeting of our targets in the year under review, in the short term we will be focusing on building on those successes, and strengthening our various campaigns and initiatives.

In the medium to long term, we will continue to consolidate our partnerships, and on embedding our environmental and social goals not only within our organisation and across our supply chain, but within our communities, to whose well-being we remain committed.

For more on digital transformation, see page 27.

SUPPLY FOOTPRINT

Contributing to these capitals

- Fin – Financial
- SR – Social and Relationship
- Man – Manufactured
- Nat – Natural

Reflecting these strategic pillars

- SP1 – Vibrant beer
- SP3 – Win in mainstream spirits
- SP2 – Explode premium
- SP4 – Shape new frontiers

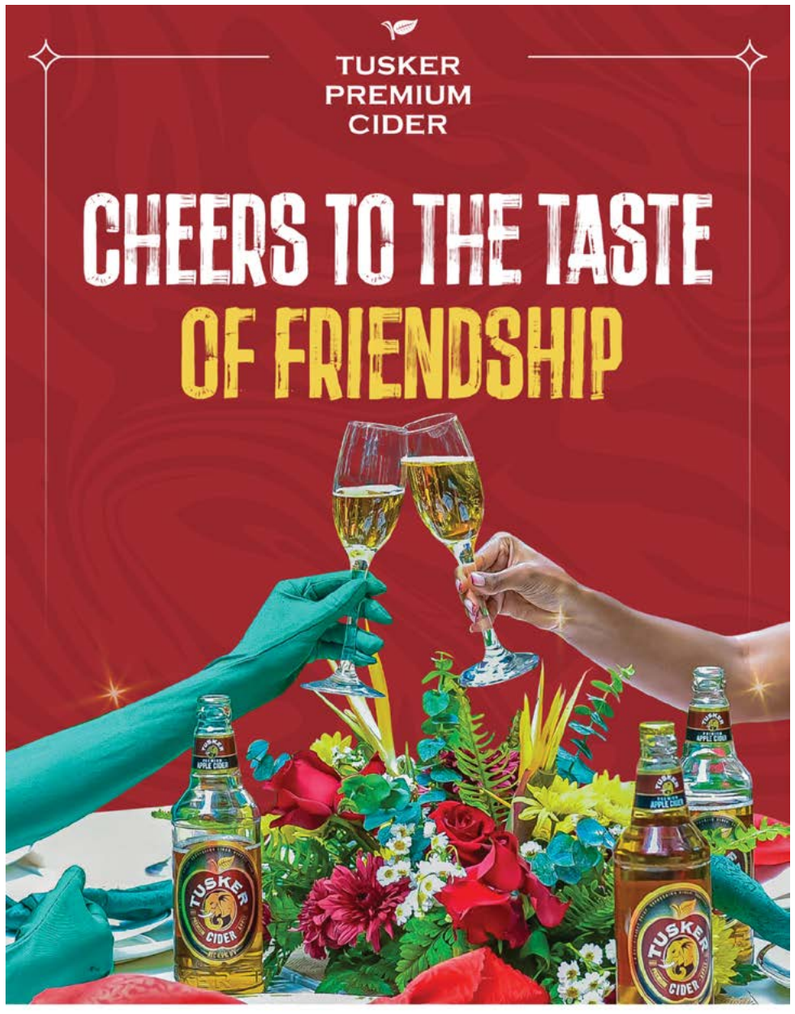
Impacting these stakeholders

- P – People
- S – Suppliers
- Cu – Customers
- GR – Government and regulators

Supporting these UN SDGs



> WE RECOGNISE THAT AS PART OF DIAGEO, A GLOBAL LEADER IN ALCOHOLIC BEVERAGES, WHOSE AMBITION IS TO BE ONE OF THE BEST-PERFORMING, MOST TRUSTED AND RESPECTED CONSUMER PRODUCTS COMPANIES IN THE WORLD, OUR PARTNERSHIP WITH OUR SUPPLIERS PLAYS A CRUCIAL ROLE.



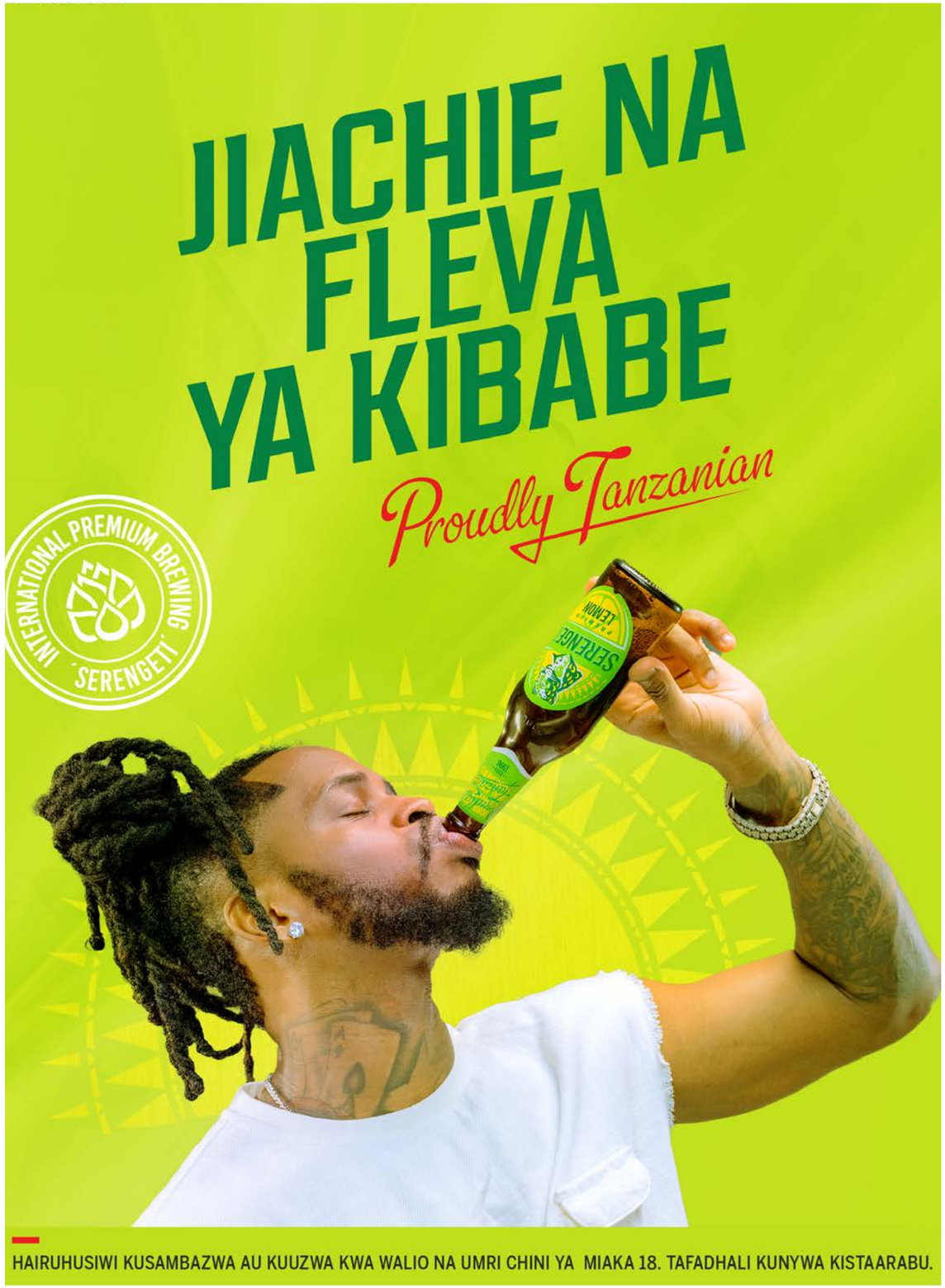


OUR STRATEGY (continued)

SUPPLY FOOTPRINT (continued)

OUR KEY PROJECTS AND INNOVATIONS

PROJECT/INNOVATION	WHAT IT MEANS
KPI automation	We are advancing our digitisation efforts to enhance efficiency and streamline operations by leveraging new emerging technologies such as artificial intelligence (AI). The supply team has adopted a four-facet approach that includes: • **Operation technology:** Implementing advanced hardware and software systems to effectively monitor, control, and manage industrial equipment and processes. • **Performance metrics reporting:** Automating key supply chain reports and performance indicators for more accurate tracking. • **Supply chain operations:** Undertaking productivity projects that improve efficiencies and reduce costs across the supply chain. • **Data supply analysis:** Utilising AI tools such as machine learning to analyse data, and thereby improve efficiencies and cut costs. These initiatives ensure faster decision-making, real-time performance metric tracking, automated data entry, and centralised data storage for our operations.
Supply network design	EABL Supply is streamlining operations by designing a supply network that will deliver products to customers efficiently, timely and at optimal costs, with each of our markets having currently attained the following: • **SBL** Supply chain operations were reviewed with the Moshi site identified as being optimally located and cost effective in supplying products faster and more efficiently to customers across Tanzania. In addition, the warehouse operations in Dar es Salaam were identified as needing upgrades to effectively meet current demands and accommodate future growth. • **KBL** Supply network design activities are still ongoing with a focus on creating a seamless supply chain. In the interim, the supply team has utilised an existing facility and dedicated it to serve take-home-trade customers. • **UBL** An assessment of warehouse operations was conducted and solutions for the enhancement of both storage and distribution processes are currently being implemented.



OUR STRATEGY (continued)

CELEBRATING OUR PEOPLE

OUR PEOPLE

Contributing to these capitals

Hum Human

SR Social and Relationship

Reflecting these strategic pillars

SP1 Vibrant beer

SP2 Explode mainstream spirits

SP3 Win in premium

SP4 Shape new frontiers

Impacting these stakeholders

P People

Cu Customers

S Suppliers

Co Communities

I Investors

Supporting these UN SDGs

> WE BELIEVE THAT OUR PEOPLE ARE A KEY RESOURCE IN ENSURING THAT OUR BUSINESS IS ABLE TO FULFIL ITS AMBITION OF CREATING THE BEST PERFORMING, MOST TRUSTED AND RESPECTED CONSUMER PRODUCTS COMPANY IN AFRICA.

OVERVIEW

During the year under review, we focused on fostering a high performance culture, enhancing employee engagement, and supporting organisational growth. Our key initiatives included:

- Talent acquisition and retention
- Leadership development
- The implementation of employee well-being programmes

We also prioritised diversity and inclusion, ensuring a supportive and collaborative workplace. These efforts contributed to improved employee satisfaction, increased productivity, and the achievement of strategic business objectives.

OUR PEOPLE – A SNAPSHOT

1,674
EMPLOYEES

4.3%
VOLUNTARY ATTRITION

33
TALENT MOBILITY, WITH **42%** IN SUCCESSION POOLS



39%
DIVERSITY
(2030 TARGET: 50:50 MALE-FEMALE RATIO)



80%
SUCCESSION
BENCHMARK
STRENGTH



89%
LOCAL
EXECUTIVE
HIRING

OUR PEOPLE – STRATEGIC PILLARS[1]

WE BASE OUR HUMAN CAPITAL APPROACH AND ACTIVITIES ON THREE STRATEGIC PILLARS

FUTURE FIT ORGANISATION | **TALENT AND CAPABILITY** | **CULTURE AND ENGAGEMENT**

What it means

Repositioning our marketing and commercial engine to drive the next phase of growth, to ensure that the skills that we onboard today, the actions of our people, and their development and opportunities must feed into what is required for the future sustainability of the organisation.

Developing a pipeline of leaders with future-fit skills and capabilities.

Bringing our purpose to life through our culture code, to ensure that we maintain the desired levels of employee engagement to spur high performance.

What we achieved

- Set up a dedicated spirits organisation so to accelerate our footprint across all three of our markets within that spirits division moving the Company towards becoming a total beverage alcohol business
- Ramping up digital and AI capability through our Digital Talent Incubator
- Leadership ambition
- Improve leadership practice through rollout of first modules of Diageo's Impact Programme for Managers
- Net exporter of talent to Diageo with:
  - 5 People outbound
  - 3 People inbound
  - 25 People intra-bound
  - 59% Female hires
- Project Sisi launch[2]

1 For more on strategy, see page 21.

2 For more on Project Sisi, see page 38.

OUR STRATEGY (continued)

CELEBRATING OUR PEOPLE (continued)

OUR STRATEGIC FOCUS

During the year under review, we focused on several key areas to revitalise our culture, to ensure that the well-being of our people continues to be prioritised, and that we are effectively maximising our business potential.

DEVELOPING SKILLS

Theme/Programme	What we did
Project Sisi	Sisi, meaning 'we/us' was launched to promote our culture by: • Building trust within leadership and across teams • Fostering a culture that values transparency, engagement and collaboration

Inclusion and diversity (I&D)	Through this imperative, we continued to focus on:
	• Moving from intent to impactful progress in two I&D initiatives:
	  • PWD recruitment
	  • Digibility skills development programme
	• Emphasising the creation of workplaces where employees feel they can be themselves

Employee wellness and well-being	This focus included:
	• The expansion of our well-being programmes that address mental, physical and financial health through the launches of:
	  • Caregiver Programme
	  • People Manager Well-being Programme

Integration of AI and technology	This involved leveraging AI for recruitment and people analytics
Leadership and functional capability development	This initiative included: • Enhanced commercial skills assessment and development to drive excellence • Digital skills development programme*

Our ladder approach to leadership development

Horizon Accelerating growth of current and future general managers	• 2 new nominees for Horizon
Bloom and Level 4 Advanced Leadership Programme (ALP) Developing key talent for future leadership roles, with an emphasis on gender diversity	• 10 Women enrolled in Bloom Programme • 5 people enrolled in ALP
STEM Apprentices and Future Leaders Programme (FLP) Building the next generation of diverse leaders through early career programmes	• 12 people enrolled in FLP • 12 people enrolled in STEM: 80% Female

Functional capability development

We utilise the traditional approach of 70-20-10 where the majority of learning takes place within the workplace, 20% within an interaction, coaching, or mentorship space, and 10% done through structured class learning.

During the year under review, we continued our senior level programmes, with leaders taken through our Fast forward Development programme, focused on breakthrough thinking. At local executive level, we ran our advanced management programme aimed at our leaders through Strathmore University.

We have 22 specific programmes at the next level, with a senior managers' development programme that is run differently in our various markets, with some having internal facilitators and others facilitated through a partnership with Strathmore University.

Participants are aligned in accordance with identified criteria within talent review processes:
- Those who can hold critical roles,
- Those who are positioned on a succession pipeline
- Those who have already demonstrated potential to grow a level or two levels up

In addition to these programmes, we have functional capability programmes, especially within our commercial and supply functions. Many of these programmes are developed with our global capability development teams within our Commercial division, with a new programme launched in FY2025 focused on igniting commercial excellence.

Development initiatives that we instituted in Kenya during the year under review will be rolled out in Uganda and Tanzania in FY2026.

For more on digital transformation, see page 27.

MEASURING THE PERFORMANCE OF OUR PEOPLE

We gauge the workplace performance of our people through a cycle which starts with cascading of the overall organisation goals to the various functions and then from the functions on to individuals. Individuals then load all their performance goals into the HR information system.

Each function ensures that the output is not merely a narrative, but that there are measurable KPIs. Our expectation is that ongoing coaching and feedback will be framed within available rhythms of the Company's organised routines and will feed into at two formal checks at mid-year and year-end.

Within our Commercial function the review and measurement of actions takes place monthly, as that function has specific incentives that are linked to performance in order to invigorate it.

Once the performance cycle closes, there is a link to reward on two levels:
- **The annual reward**, with annual salary recommendations for employees who have performed at a certain level, or whose pay needs to be reviewed to ensure that we are remunerating people competitively, both internally and comparatively with the external market.
- **The annual incentive plan**, which is the link to a bonus if the organisation has met its objectives.

At the start of the year under review, we reviewed the annual incentive plan to enable us to focus on defining appropriate actions so that results are actually delivered, and that people are correctly rewarded for their performance.

EMPLOYEE WELL-BEING

During the year under review, we reviewed issues of mental and financial well-being through partnerships with external bodies, particularly in Kenya and Uganda. Our engagements with employees were centred on reminders of what our employee assistance programmes offer in both mental and financial health.

ELICITING FEEDBACK

We conducted two important employee surveys during the year under review whose outcome was 84% employee engagement index (+8% Vs external benchmark and -2% Vs FY24) and 80% inclusion and diversity index (-1 Vs external benchmark and +1 vs FY2024)

LOOKING AHEAD

In the short to medium term, we will continue to focus on FY2025's prioritised areas of diversity and inclusion. With the aim of ensuring a supportive and collaborative workplace, we will strengthen and refine our ongoing pursuit of improved employee satisfaction, increased productivity, and the achievement of strategic business objectives.



05 OUR MATERIAL MATTERS

39 Understanding our material matters

40 Doing business the right way

42 Managing risk

EVERY **STEP,** EVERY **DROP,** CRAFTED FOR **TOMORROW**

OUR MATERIAL MATTERS

UNDERSTANDING OUR MATERIAL MATTERS

> WE DEFINE OUR MATERIAL MATTERS AS THOSE ISSUES THAT HAVE THE CAPACITY TO IMPACT THE LONG-TERM SUSTAINABILITY OF OUR BUSINESS. UNDERSTANDING HOW THEY UNDERLIE THE RISKS WE FACE AND CATEGORISING THEM IS THEREFORE A KEY PART OF OUR INTELLECTUAL CAPITAL AND PLAYS AN ESSENTIAL PART IN ENABLING US TO PRE-EMPT ANY POTENTIAL FINANCIAL OR NON-FINANCIAL THREAT TO THE COMPANY.

ASSESSING MATERIALITY

In late 2020, following in the lead set by Diageo, we undertook an in-depth materiality assessment to determine the Environmental, Social and Governance (ESG) issues that matter most to our business and stakeholders.

This materiality assessment looked at:
- External trends shaping EABL's operating environment in the region
- How we can most effectively align EABL's work with the UNSDGs

The initiative thus formed part of our 'Pioneering Sustainability from Grain to Glass' and 'Championing Inclusion and Diversity' programmes, both within our business and in the communities in which we operate. In addition, we participated in Diageo's 2019 Materiality Assessment, which led to the 'Society 2030: Spirit of Progress Plan' (Society 2030).

HOW WE OBTAINED OUR MATERIALITY DATA

Data for our comprehensive materiality analysis process was collected through:
- Interactions with many internal and external stakeholders
- Analysis of their interests and concerns
- Analysis of the risks and opportunities for the Company

This approach enabled us to focus our operations on achieving the greatest impact and tackling the prioritised issues.

OUR APPROACH

What we did	What it meant	What we identified	What we accomplished

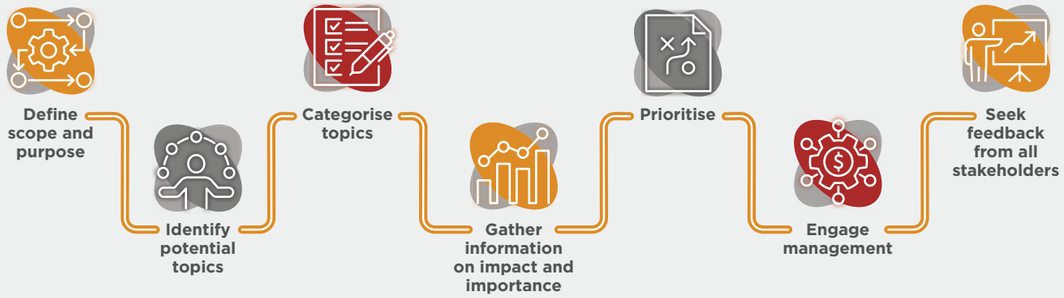
Participative, qualitative and quantitative research	Questionnaires, one-on-one interviews, and focus group discussions	85 material issues, organised into 11 categories	Collation and organisation of findings, which were:
			• Plotted on a materiality matrix
			• Positioned each issue relative to the degree of internal and external stakeholder interest and perceived business impact
			• Prioritised as being issues pertaining to:
			  • Occupational health and safety, compliance, and ethics
			  • The primacy of water and energy use by our business and stakeholders

Use of snowballing sampling methodology	• Support for our stakeholder mapping exercise • Identification of additional stakeholders across our value chain		

OUR MATERIAL MATTERS (continued)

UNDERSTANDING OUR MATERIAL MATTERS (continued)

HOW WE DETERMINE OUR MATERIAL ISSUES



DRAWING CONCLUSIONS, REPORTING RESULTS

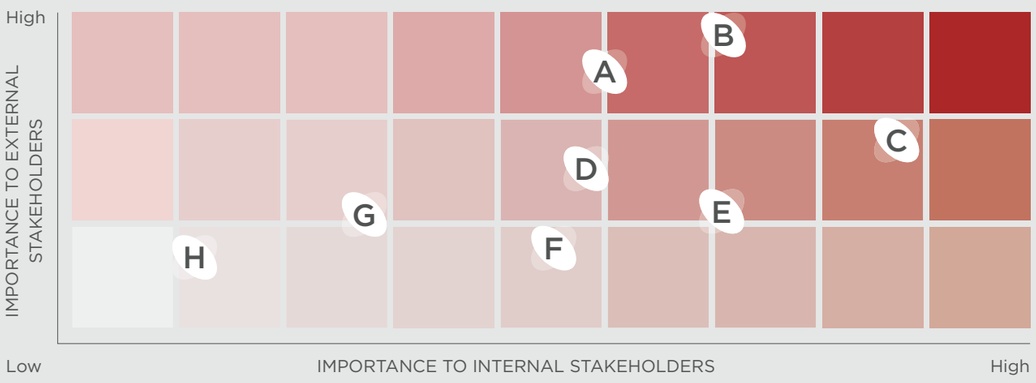
In conducting our own materiality assessment, we were able to supplement the Society 2030 initiative, and this assisted us in defining our independent reporting scope. From our analysis two key themes emerged as being of material importance:

- Promoting positive drinking by encouraging moderation and tackling the harmful use of alcohol
- Championing water stewardship and decarbonisation

PUBLISHING OUR RESULTS

Subsequently, in 2022, we refined our materiality assessment to include the Nairobi Securities Exchange (NSE) Mandatory Disclosures. In that undertaking we comprehensively described our management of material topics, alongside the relevant indicators. The latter reflected our performance against Society 2030, including emissions, which was published in our 2022 Sustainability Report, which is available on our website.

OUR MATERIALITY MATRIX



A
- Energy Use & Climate Change
- Water

B
- Compliance & Ethics

C
- Occupational Health & Safety

D
- Communities
- Environment

E
- Inclusion & Diversity
- Positive Drinking

F
- Raw Materials & Regenerative Agriculture

G
- Covid-19 Management Recovery

H
- Circular Economy

DOING BUSINESS THE RIGHT WAY

> WE ARE COMMITTED TO CONDUCTING BUSINESS THE RIGHT WAY, EVERY DAY, EVERYWHERE. THIS IS INTEGRAL TO OUR HUMAN, INTELLECTUAL, AND SOCIAL CAPITALS, ENSURING INTEGRITY AND ETHICAL BEHAVIOUR IN LINE WITH OUR CODE OF BUSINESS CONDUCT (COBC). WE EXPECT EVERYONE INVOLVED WITH US TO UPHOLD OUR COBC AND STAND UP FOR WHAT IS RIGHT.

Doing business the right way is founded on a range of imperatives in a framework designed to enable its effective implementation as a key tenet defining the ways we, and all those who partner and work with us, conduct ourselves.

THE BUSINESS INTEGRITY TEAM

The Business Integrity team plays a crucial role in fostering a culture of ethical conduct within the organisation and safeguarding the company's reputation by promoting compliance. The key responsibilities of the Business Integrity Team include: policy training programmes, risk management and breach management.



DOING BUSINESS THE RIGHT WAY (continued)

OUR CODE OF BUSINESS CONDUCT

Our Code of Business Conduct governs the way we interact and partner with our suppliers. It delineates our expectations and the areas of business which they cover.

What our Code of Business Conduct means

BUSINESS AREA	INVOLVING ACTION ON
Commercial integrity[1]	• Bribery, corruption and improper payments • Competition and anti-trust • Money-laundering • Accurate reporting and accounts • Tax and legal compliance
Employment	• Health, safety and security • Discrimination and harassment and access to grievance mechanism • Responsible drinking
External activity	• External communications • Political activity • Community and charitable contributions • Human rights • Environment
Personal integrity	• Conflicts of interest — actual, perceived or potential • Insider trading • Occupational fraud
Company assets	• Brand protection • Information management and security • Data privacy
Our products[2]	• Marketing and innovation • Quality • International trade and free zone sales

1 For more on risk management, see page 42
2 For more on our products, see page 22

HOW WE FRAME THE RIGHT WAY

IMPERATIVE	WHAT IT INVOLVES
Policy training	Our Business Integrity Team continues to embed our Code of Business Conduct (CoBC) in the fabric of our ways of working. This is aligned with, and fosters, our ambition to be the region's best-performing, most trusted and respected consumer products company. We have put in place regular training, awareness and communication programmes, as well as compliance monitoring mechanisms to ensure that all relevant stakeholders remain aware of, and continue to comply with, the provisions of our CoBC and policies. In addition, we provide annual mandatory training to our employees and contractors in an easily accessible e-learning format, with classroom training for those employees who do not have regular access to a computer. To date, 96% of our employees have completed this training.
Human rights policies	Our policies cover our responsibilities to protect the human rights of everyone working in our direct operations, our value chain and communities. They are aligned with internationally recognised laws, regulations and guidelines including the UN Guiding Principles on Business and Human Rights, and the International Labor Organization's Declaration on Fundamental Principles and Rights at Work. Our aim is to have the people who work for us or with us feel that they are treated fairly and with respect. We strive to ensure that their human rights are not infringed, and that we are not complicit with anyone else who does not subscribe to this principle. We view mutual dignity and respect among our people as a key part of doing business the right way. To reinforce this, we increase awareness of our Dignity at Work and SpeakUp policies across the organisation both through the annual mandatory training initiative and our Pathway of Pride week.
Setting standards	As part of our focus on salient human rights issues such as child labour risks, labour standards for contract workers and sexual harassment in the hospitality sector, we are committed to building credibility and trust. Moreover, we expect everyone who works with us to adopt our standards. To this end, we have created awareness programmes on child labour and modern slavery, conducted an independent review of contract labour and developed standards and training to protect our brand promoters.

OUR MATERIAL MATTERS (continued)

DOING BUSINESS THE RIGHT WAY (continued)

IMPERATIVE	WHAT IT INVOLVES
Zero tolerance for abuse	We do not tolerate our people being subject to physical, sexual, racial, psychological, verbal, or any other form of harassment, bullying or abuse, and we recognise our responsibility to protect the rights of our contractor workforce, and strive to provide a harassment-free environment for them that promotes openness, teamwork, and trust. We therefore expect our third-party suppliers, business partners, as well as the outlets that we partner with, to hold themselves to the same standard, and to provide a safe and respectful environment for their employees who directly work with us, including their own zero-tolerance measures, as delineated in our Global Human Rights Policy and Partnering with Suppliers Standard.
Ethical sourcing	We have instituted screening for human rights with higher-risk potential suppliers before onboarding in order to enhance our approach to responsible sourcing. This screening helps to better inform our decisions on human rights risks, and provides us with the chance to assess and mitigate any salient issues before we enter a contract with a supplier. We have also extended our supplier requirements on responsible sourcing to our licensed manufacturers both locally and globally.

SPEAKUP SERVICE

The scope of our whistleblowing policy includes issues such as bullying, harassment, discrimination, breach of policies or standards such as the procurement standard and human rights concerns. We view it as a key aspect of doing business the right way, as it provides the platform for employees and stakeholders to raise concerns in respect of any suspected wrongdoing and details how such concerns will be addressed.

To this end, we encourage everyone to report potential breaches of our Code, policies or standards through our confidential whistleblowing service, SpeakUp. The service is run by an independent third-party, is available around the clock, and lets employees and external parties report concerns anonymously.

131 reports of breaches were filed during the year under review against 72 in the prior year. We continue to promote the SpeakUp service through an annual awareness campaign aimed at our leaders, employees and third parties in support of our zero-tolerance of retaliation against anyone reporting a concern or helping with an investigation.

We have instituted Brand Promoters or Ambassadors to promote our brand portfolio to customers and consumers at point-of-sale and events, and our Brand Promoter Standard governs the principles and guidelines for their deployment.

This standard reflects both our values and our commitment to respect and protect the human rights of all our employees, and those who work with us, and in particular, our commitment to treat people with respect and to ensure that they are safe in their working environment.

For more on our people, see page 37

MANAGING RISK

Contributing to these capitals

Fin Financial

Int Intellectual

Reflecting these strategic pillars

SP1 Vibrant beer

SP2 Explode mainstream spirits

SP3 Win in premium

SP4 Shape new frontiers

Impacting these stakeholders

I Investors

GR Government and regulators

Supporting these UN SDGs

> AS AN INTEGRAL PART OF OUR INTELLECTUAL CAPITAL, THE MANAGEMENT OF RISK IS CRITICAL TO RESPONSIBLE, TRANSPARENT AND DILIGENT GOVERNANCE. IT IS KEY TO ASSESSING EXISTING OR POTENTIAL THREATS TO OUR BUSINESS, AND TO OUR ABILITY TO CONTINUE TO GROW SUSTAINABLY.

In demonstrating good corporate governance, our aim in undertaking risk management is to:

- Enable us to react promptly if any given risk materialises
- Tolerate appropriate levels of risk for appropriate returns
- Effectively prioritise the risks we identify
- Avoid and prevent damage to our reputation
- Maximise the benefit from new opportunities associated with the risks we identify

OUR APPROACH TO RISK MANAGEMENT

We have structured our risk management approach to ensure that we take all reasonable steps to mitigate, but not necessarily eliminate, our principal risks. Accountability for managing risk is embedded into our management structures, while an annual risk assessment establishes mitigation plans and monitors risk on a continual basis.

OUR HOLISTIC METHODOLOGY

Our holistic approach to risk management means that we are concerned not only with the risk itself, but root causes and the range of consequences. This in turn means that we:

- Address all aspects of risk, be they commercial, operational, financial, strategic, reputational, and both internal or external compliance risks
- Learn lessons when things go wrong or play out unexpectedly
- Strive to be agile and to identify and respond to risks as they arise in the short term or develop over the medium and longer terms.
- Aim to be attuned to an evolving external environment and emerging new risks



OUR MATERIAL MATTERS (continued)

MANAGING RISK (continued)

OUR THREE LINES OF DEFENCE MODEL

1st

Line Management who maintain an effective control environment to mitigate operational and financial risk, with oversight through a Risk Management Committee

2nd

Board Audit and Risk Committee (BARC), Business Integrity and Legal teams

3rd

External Auditors, Global Audit and Risk and Internal Audit teams

OUR RISK MANAGEMENT PROCESS

FIVE PROCESS IMPERATIVES	STEP	WHAT WE DO
• Our risk management approach comprise 5 process imperatives: • Identify • Assess • Mitigate • Monitor and Report • Continuous Review	1. Identify	Our aim is to generate a comprehensive list of sources of the risks and events that might have an impact on the achievements of each of our strategic objectives. Not every discussed risk will be recorded in our Risk Footprint, which comprises only those risks that are considered critical. Understand what changes if the risk is realised, and how that change impacts the Company, through: • Risk management committee assessing whether the risk is: – Strategic – Operational – Financial • Reviewing and documenting by Legal as to whether the risk relates to issues of: – Compliance – Regulatory
	2. Assess	• Define the expected impact of the risk over the next 12–24 months, and determining, if the risk overlaps several areas, which area will face the highest impact • Determine the likelihood of the risk occurring over the next 12–24 months
	3. Mitigate	Taking actions to manage our key risks. We need to balance risk and return, and mitigating plans should not be excessive.
	4. Monitor and Report	Great discussion is at the heart of our risk management approach, and quality reporting is a key enabler. Whether at market or Executive level, our risk reporting is designed be up to date, succinct, accurate and, wherever possible, supported by data.
	5. Continuous Review	Risk management being a dynamic business process, we utilise fresh information to drive insightful discussion and effective decision-making. Continuous reviews are performed as a basic element of effective risk management.

HOW WE PUT THESE PROCESSES IN PLACE

Our executive management is delegated by the Board through its Audit and Risk Committee to determine the nature and extent of the risks that the Company is willing to tolerate so that the business will attain its strategic objectives. Executive management is also responsible for maintaining sound risk management and internal control systems.

The Board, supported by the Audit and Risk Committee, carries out an annual review of the effectiveness of our risk management and internal control framework and systems. This review covers all material controls including those pertaining to finance, operations and compliance.

The committee is also responsible for recommending the Company's risk appetite. It does this by using risk registers to identify, assess and monitor the key financial and non-financial risks facing the business.

Information on prevailing trends in relation to each risk is sought and provided, and all identified risks are assessed as being very high, high, medium or low with regard to their impact on the business and likelihood of that impact occurring. Mitigation plans are then put in place to manage the identified risks. Our risk registers are reviewed regularly including at each Audit and Risk Committee meeting.

MANAGING THIRD-PARTY RISKS

We understand that business integrity is vital in our network of relationships with third parties. We have established a Know Your Business Partner (KYBP) programme which helps us screen for potential risks and to be certain about their true identity.

This KYBP standard enables us to assess all our business partners for potential economic sanctions and compliance risks such as bribery and corruption, money laundering, facilitation of tax evasion, data privacy or other reputational red flags. In cases where there is concern that parties pose a potentially higher risk, we undertake additional due diligence.

PROACTIVE RISK MANAGEMENT USING KEY RISK INDICATORS (KRIS)

In line with culture shifts in Diageo, we are developing KRIs to enable us to use more data with our insights and actions to promote proactive risk management by:

- Informing risk assessment, with the KRIs providing substance to the risk assessment positioning
- Providing improved justification for overall risk outlook arrow direction
- Intervening if there is an amber or red indication



OUR MATERIAL MATTERS (continued)

MANAGING RISK (continued)

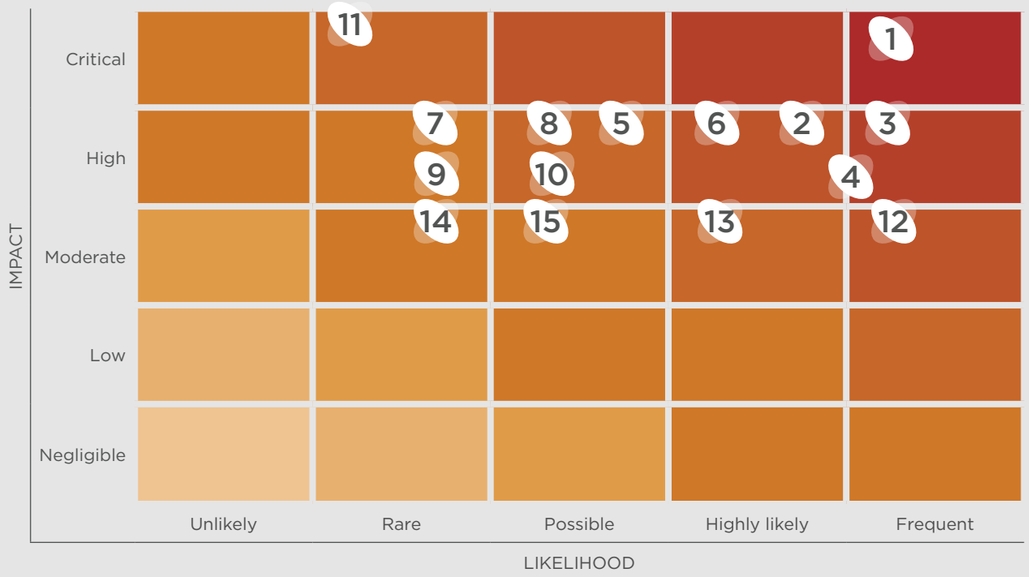
OUR TOP 10 RISKS

RISK		WHAT IT IS	HOW WE MITIGATE IT	RISK OUTLOOK
1 Regulatory and tax environment	STRATEGIC	Unpredictable and aggressive tax, legislative, regulatory and political environment combined with fiscal pressures leads to unexpected changes in legislation/government directives with an immediate and adverse impact on profitability, RTC and supply chain resulting in business interruption and financial and reputational exposure.	• We continue to monitor tax laws and progress the implementation of our tax transformation programme • We run multi-year public policy engagement to minimise risk and unlock tax, trade and regulatory opportunities • Engagement with the government in the implementation of its alcohol in society plans in line with our Society 2030 goals	Expected to remain broadly stable
2 Litigation and Malign Influence	STRATEGIC	High profile litigation together with malign influence and misinformation targeting corporate entity, brands and people in a highly political and unpredictable environment results in substantial financial and reputational harm to the business.	• Proactive media listening and early engagement and escalation (Corporate Relations and Legal) for action • Implementation of the litigation reduction strategy and EABL Conflict and Dispute Resolution Policy • Legal maintains a learnings register to aid in developing process improvements and support the litigation prevention and reduction strategy	Expected to remain broadly stable
3 Product Quality, Illicit and Counterfeit	OPERATIONAL	Accidental or malicious contamination of finished product, and ineffective brand protection to address counterfeiting of our products and proliferation of unregulated products causes harm to consumers, damages our corporate and brand reputation, resulting in financial and legal exposure.	• Anti-counterfeiting measures embedded in our packaging deter reuse, making our products more difficult to copy and enabling rapid authentication • We run an online monitoring and takedown programme across high-risk e-commerce and social media platforms and undertake direct engagement with many platforms to create awareness and stop counterfeit listings • We continue to be at the forefront of industry initiatives to promote positive drinking, including responsible drinking at home, and other awareness-building initiatives as part of our Society 2030 goals	Expected to remain broadly stable
4 Macro-economic & Geopolitical Volatility	FINANCIAL	Global macro-economic volatility and geopolitical conflicts characterised by pandemics, inflationary pressure, currency volatility, civil unrest, unemployment and reduced consumer purchasing power, results in adverse financial performance and a compromised internal control environment.	• Review and rationalise cost base and cash position in line with the inflationary pressure on inputs in order to mitigate financial impact • We operate a rigorous process of strategy development and governance at corporate and market level	Expected to deteriorate
5 Trans-formation	FINANCIAL	Challenges in implementing major business change initiatives involving adapting to changing processes, technology and culture arising from misalignments in organisational strategy and rapid pace of change leads to operational inefficiencies, delays in achieving strategic objectives and failure to meet evolving market demands.	• Documented Change Impact Catalogues for all changes with clear change mitigation actions to manage change	Expected to remain broadly stable
6 Competition	STRATEGIC	Entry of new competition (domestic and international) and heightened competitor activity results in loss of market share, regrettable loss of key talent and adverse financial performance.	• Public education in illicit through government agencies and positive drinking campaigns • Increased stakeholder engagements with national and county government and relevant government agencies • Innovating in viable value beer and spirits in DE segment • Continue strengthening our current premium beer portfolio through revamping our messaging and look of some brands • Innovation and pack renovation	Expected to remain broadly stable
7 Data privacy and cyber-security	STRATEGIC	Data breaches, ineffective data governance, cyber attacks and related security threats and exposure from e-commerce leads to loss of business-critical information and other business assets resulting in reputational damage, fines, business disruption, lost sales and poor-quality decision making.	• We have enhanced our cyber-security operations and OT cyber capabilities across our sites • We continue to upgrade our enterprise resource planning (ERS) system and associated processes to ensure that they remain resilient	Expected to remain broadly stable
8 Supply chain disruption	OPERATIONAL	Supply chain constraints driven by, but not limited to, climate change (including water stress and extreme weather events), geopolitical tension and changes in commodity markets adversely impacts responsiveness from suppliers leading to shortages of raw (grain & ethanol), packaging (glass and corrugates) and other auxiliary materials resulting in increased shipping costs, material cost inflation, lost production and sales, reputational damage and financial loss.	• Integrated Business Planning has been implemented, ensuring end-to end decision making • We have worked with our suppliers to create ecosystems to ensure continued service and minimal disruption, moving away from single supplier models • We have adapted our grain varieties to secure grain supplies amidst unpredictable rainfall	Expected to remain broadly stable
9 Talent and well-being	OPERATIONAL	Inadequate succession cover for senior strategic and critical roles hampers business performance and delivery of short and long-term strategic objectives. Decline in employee well-being and staff engagement leading to low productivity.	• Use of cross functional teams (CFTs), strategic projects & secondments to develop diverse skills & talent • Clear development targeted programs and plans in place for functional leadership and business acumen • Succession Coverage: Strong Internal & external talent pipelining for critical roles with close monitoring & tracking of career plans • Close monitoring of competitor approach including talent, compensation & benefits and culture	Expected to improve
10 Third Party Management	OPERATIONAL	Ineffective management of contracted third parties leading to sub-optimal performance, business disruption, reputational damage and financial loss.	• Ensure brand promoter score (BPS) training is done to all agencies and brand promoters before commencing a new activity and at least a bi-annual refresher training • Perform Supplier Performance Management (SPM) for agencies engaging brand promoters • Consistent directing contractors to My Learning Hub Connect and monitoring that contractors have gone through the mandatory tranings and policies • Implementation of the Contracts Management Strategy Policy and business partner lifecycle management (BPLM) Framework • Managing contract renewals, exits and engaging with legal to ensure that we comply with how we renew the contracts • Streamlining operations and delivery of service through regular meetings to ensure that there is no disruption of operations	Expected to remain broadly stable

OUR MATERIAL MATTERS (continued)

MANAGING RISK (continued)

OUR RISK HEAT MAP



1 Regulatory and Tax Environment

2 Litigation and Malign Influence

3 Product Quality, Illicit and Counterfeit

4 Macro-economic & Geopolitical Volatility

5 Transformation

6 Competition

7 Data Privacy and Cybersecurity

8 Supply Chain Disruption

9 Talent and Well-being

10 Third Party Management

11 Tax Management

12 Business Ethics and Integrity

13 Route To Consumer

14 Forex Liquidity and Volatility

15 Consumer Demand Disruption





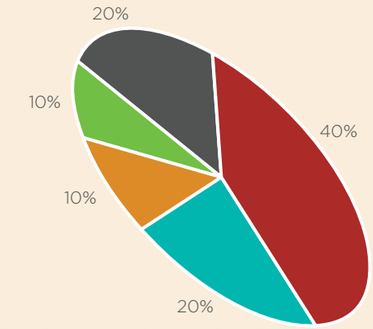
OUR GOVERNANCE

47 **Our Board**
50 **Our Senior Management**
51 **Governance statement**

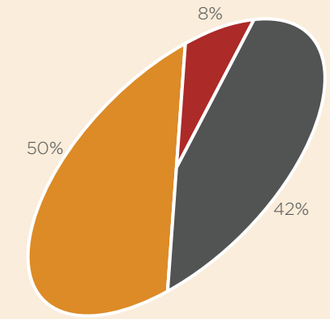
EVERY **STEP,** EVERY **DROP,** CRAFTED FOR **TOMORROW**

OUR GOVERNANCE

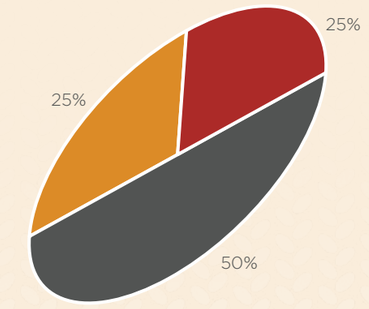
NATIONALITY



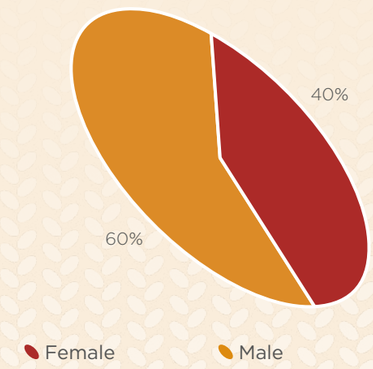
TENURE



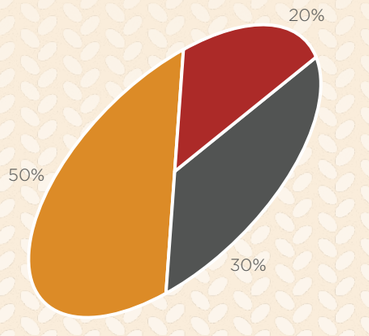
AGE



GENDER



INDEPENDENCE



OUR GOVERNANCE (continued)

OUR BOARD



DR. MARTIN ODUOR-OTIENO

Group Chairman

KENYAN APPOINTMENT: MAY 2016



MR. LEO BREEN

Group Deputy Chairman

BRITISH APPOINTMENT: JANUARY 2020



MS. JANE KARUKU

Group Managing Director and CEO

KENYAN APPOINTMENT: SEPTEMBER 2013



MS. RISPER OHAGA

Group Chief Finance Officer

KENYAN APPOINTMENT: MAY 2020



MR. JIMMY D. MUGERWA

Non-executive Director

UGANDAN APPOINTMENT: JULY 2018



MS. ORY OKOLLOH

Independent Non-executive Director

KENYAN APPOINTMENT: OCTOBER 2020



MR. SATHISH KRISHNAN

Non-executive Director

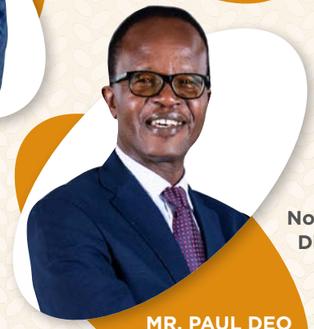
INDIAN APPOINTMENT: JULY 2023



MR. FELIX OKOBOI

Non-executive Director

UGANDAN APPOINTMENT: MAY 2023



MR. PAUL DEO MAKANZA

Non-executive Director

TANZANIAN APPOINTMENT: JUNE 2024



MS. LORNA BENTON

Non-executive Director

BRITISH APPOINTMENT: MARCH 2025

- Board Corporate Governance Committee
- Board Audit and Risk Management Committee
- Board Nominations and Remuneration Committee
- Board Investment Committee

OUR GOVERNANCE (continued)

OUR BOARD (continued)



DR. MARTIN ODOUR-OTIENO (69)
NATIONALITY: KENYAN

Chairman and Non-executive Director
APPOINTED: MAY 2016

COMMITTEES:

Martin is the founder and CEO of The Leadership Group Limited, a Nairobi-based consulting firm which is involved in facilitating board practice and leadership training as well as in providing executive coaching and business advisory services. He previously worked with Deloitte East Africa as a Financial Services Partner, and with KCB Group as Chief Executive Officer, among other senior private sector appointments. He has also served as Permanent Secretary, Ministry of Finance and Planning and The Treasury, in the Government of Kenya.

Martin is also an alumnus of the Harvard Business School's Advanced Management Program and a Fellow of the Kenya Institute of Bankers, Institute of Certified Public Accountants of Kenya, Institute of Directors Kenya and Institute of Certified Secretaries Kenya, in addition to holding the International Coaching Federation's credential as a Professional Certified Coach.

In recognition of his contribution to national development in Kenya, Dr. Oduor-Otieno was awarded the honour of Chief of the Order of the Burning Spear (CBS) by the Head of State.

BOARD EXPERIENCE
- Group Chairman of EABL
- Chairman of Kenya Breweries Limited and UDV (Kenya) Limited, both subsidiaries of EABL
- Non-executive Director in BAT Kenya plc
- Non-executive Director in Standard Bank Group
- Non-executive Director in Standard Bank of South Africa
- Past President of the International Coaching Federation (ICF) Kenya Chapter
- Past Chairman of the Institute of Certified Public Accountants of Kenya



MR. LEO BREEN (59)
NATIONALITY: BRITISH

Non-executive Director and Group Deputy Chairman
APPOINTED: JANUARY 2020

COMMITTEES:

Leo is the Finance Director, Diageo Africa, a role he has held since 2017. He has over 25 years of experience with the Diageo Group, and has overseen finance operations for Diageo businesses in over 40 countries across Europe, Asia and Africa. He is an influential executive with a track record of driving business growth in both major and emerging markets.

BOARD EXPERIENCE
- Non-executive director of Guinness Nigeria Plc





MS. JANE KARUKU (63)
NATIONALITY: KENYAN

Executive Director and Group Managing Director and CEO
APPOINTED: SEPTEMBER 2013

COMMITTEES:

As EABL Group MD & CEO, Jane, MGH, is among the most senior women leaders in East Africa, driving the region's largest manufacturing business to greater heights with iconic brands. She is a dynamic business leader, with strong management experience spanning over 25 years in fast-moving consumer goods (FMCG) and non-governmental organisations. Her extensive experience straddles strategy development, operational management and marketing as well as organisational change management.

Prior to her appointment to KBL, she was the President of Alliance for a Green Revolution in Africa (AGRA). She has also previously held several senior positions in various companies, including Deputy Chief Executive and Secretary General, Telkom Kenya and Managing Director, Cadbury East and Central Africa. Prior to that she worked with Farmers Choice Kenya and Kenya Cooperative Creameries.

BOARD EXPERIENCE
- Chair Kenya Association of Manufacturers
- Non-executive director in Kenya Breweries Limited and UDV (Kenya) Limited, both subsidiaries of EABL
- Chairperson of the Kenya Covid-19 Fund
- Chairperson of Kenya's Vision 2030 Board
- Trustee at the United States International University (USIU)
- Former member of the Board of Barclays Bank of Kenya
- Former member of the Board of Junior Achievement-Kenya



MS. RISPER OHAGA (50)
NATIONALITY: KENYAN

Executive Director and Group Chief Financial Officer
APPOINTED: MAY 2020

COMMITTEES:

Risper is a seasoned finance professional with over 20 years' experience across banking, audit, consultancy and fast moving consumer goods. She is also an experienced board member. Prior to joining EABL, Ms. Ohaga held various senior roles in the Absa Group (previously Barclays Africa Group) across several African markets, with her most recent post having been as Finance Director of Absa Bank Zambia Plc. Prior to that, she held the role of Managing Director for Internal Audit, based in Johannesburg. Having started her career in KPMG Kenya, she has extensive regional experience in tax, treasury, matters, strategy, risk management, compliance and corporate finance.

BOARD EXPERIENCE
- Non-executive Director in Kenya Breweries Limited and UDV (Kenya) Limited, both subsidiaries of EABL
- Non-executive Director at I&M Group Plc
- Non-executive Director at APA Insurance and Apollo Group
- Former Board member of Barclays Bank Zambia



MS. ORY OKOLLOH (48)
NATIONALITY: KENYAN

Independent Non-executive Director

APPOINTED: OCTOBER 2020

COMMITTEES:

A lawyer by profession, Ory is currently a partner at Verod-Kepple Africa Ventures (VKAV), a pan-African-focused venture capital firm that backs exception founders in and from Africa, where she leads and implements all investment-related activities, drives expansion and supports partner companies with strategic and operational issues. She has previously been the Managing Director, Omidyar Network and Luminate Group in Africa, companies united by a common desire to catalyse social impact. Prior to this, she worked with Google as the Policy and Strategy Manager for Africa where she was credited with leading several groundbreaking efforts around access, local content and regulatory reforms. As a founding member of Ushahidi, Ory was also at the forefront of developing technology innovation. In 2014, she was listed among Time's 100 Most Influential People in the World.

BOARD EXPERIENCE
- Non-executive Director at Kenya Breweries Limited and UDV (Kenya) Limited, both subsidiaries of EABL
- Board member of Adecco Group Foundation
- Board member of Thomson Reuters Founders Share Company
- Director in the Board of Deloitte Africa
- Trustee of the Van Leer Foundation
- Former Non-executive Director at Stanbic Holdings Plc, Stanbic Bank Kenya and Stanbic Foundation
- Former Independent Non-executive Director at Safaricom PLC

OUR GOVERNANCE (continued)

OUR BOARD (continued)



MR. JIMMY D. MUGERWA (62)
NATIONALITY: UGANDAN

Non-executive Director
Appointed: July 2018

Committees:

Jimmy is the founder and CEO of Zoramu Consulting Group Ltd, a private oil and gas business advisory firm. He has a distinguished career of over three decades, as a business executive leader in the oil and gas industry, both upstream and downstream, working across Africa and Europe. Most prominently, as the Managing Director for Tullow Oil in Uganda, he led the team in the exploration and development of the Lake Albert Basin oil fields, along with the East African Crude Oil Pipeline (EACOP). Prior to this, he spent 19 years at Royal Dutch Shell, serving in several executive positions and Strategy Manager for Shell, and was also Senior Regional Advisor for Sub-Sahara Africa at the corporate head office in the Netherlands.

BOARD EXPERIENCE
- Chairman of the Board of Uganda Breweries Limited
- Chairman of the DFCU Holding Group
- Independent Non-executive Director at Jubilee Allianz Insurance in Uganda
- Member of the Advisory board of Veracity World-Wide
- Directorship roles in several boards for the Shell and Tullow companies across East Africa
- Former Chairman of the Presidential Investor round table for Oil and Gas
- Co-founder chair, together with the late Professor Wangari Maathai, of the Karura Forest Environmental Education Trust
- Former Chairman of the Managing Committee of Starehe Boys Centre



MR. FELIX OKOBOI (55)
NATIONALITY: UGANDAN

Non-executive Director
Appointed: May 2023

Committees:

Felix is an experienced finance and investments professional, with over 25 years of local and international finance, development finance, real estate and project management experience having worked in various roles in the USA, Europe and Uganda. He is passionate about impact investing and sustainability, and specialises in advisory work in distressed assets, real estate and equity investments.

BOARD EXPERIENCE
- Non-executive director on the Board of Uganda Breweries Limited
- Board Chairman of Uganda Development Bank
- Board Chairman of the Agricultural Business Initiative (aBi)
- Board Chairman of Britam Insurance Uganda
- Chairman of the Investment Committee of the Yield Uganda Investment Fund, Uganda's largest Impact Equity Investment Fund for Agribusiness



MR. SATHISH KRISHNAN (47)
NATIONALITY: INDIAN

Non-executive Director
Appointed: July 2023

COMMITTEES:

Sathish, an experienced CFO, Board member and consummate organisational leader with over 2 decades of experience in leading multi-nationals, was appointed Regional CFO for Diageo Asia Pacific and Global Travel Retail in September 2021. Based in Singapore, he oversees Diageo's operations for the region and Global Travel Retail, leading a team focused on building strategies that deliver transformational results and create long-term sustainable value for the business.

Prior to joining Diageo, Sathish spent 18 years at P&G in various senior finance positions across India, Singapore, Philippines, China, and Middle East and Africa. His experience spans roles across corporate strategy and planning, corporate finance, market finance, shared services and business unit CFO.

BOARD EXPERIENCE
- Board Member in Sichuan Swellfun Co Ltd, China



MR. PAUL DEO MAKANZA (58)
NATIONALITY: TANZANIAN

Non-executive Director
Appointed: June 2024

Committees:

Paul is a seasoned business executive with extensive experience in the service and manufacturing sectors. He began his career as a Consultant at Coopers & Lybrand in Tanzania from 1992 to 1997 and then served as a Senior Consultant at PwC from 1998 to 2001. He became the Director of Corporate Affairs at Tanzania Cigarette Company Plc (JTI Tanzania) from 2001 to 2016, followed by his role as Regional Director of Corporate Affairs for Sub-Saharan Africa at JTI UK from 2017 to 2020.

Paul's expertise in finance, strategy, corporate governance, and advocacy makes him a respected leader in both the private and public sectors. His strategic vision and commitment to excellence have significantly impacted the organisations with which he has been involved.

BOARD EXPERIENCE
- Chairman Absa Bank Tanzania
- Chairman Tanzania Cigarette Company Plc
- Chairman Tanzania Startup Association, as well as the Confederation of Tanzania Industries
- Vice Chairman Tanzania Petroleum Development Corporation (TPDC)
- Vice Chairman Tanzania Private Sector Foundation (TPSF)
- Board Member, East African Business Council



MS. LORNA BENTON (51)
NATIONALITY: BRITISH

Non-executive Director
Appointed: March 2025

Committees:

Lorna is the Group Performance and Reward Director at Diageo Plc, a role she assumed in April 2023, having previously led Global Reward for WPP Plc and Compass Group Plc, holding senior executive positions. A seasoned FTSE 10 Global Reward Director, Lorna's expertise spans M&A, employee relations, performance management, and diversity and inclusion. She has successfully led high-performing teams in matrix structures, leveraging her results-driven leadership to foster strong partnerships across diverse industries and cultures.

OUR GOVERNANCE (continued)

OUR SENIOR MANAGEMENT



MS. JANE KARUKU

Executive Director and Group Managing Director and CEO



MS. RISPER OHAGA

Executive Director and Group Chief Finance Officer



MR. ANTHONY NJENGA

Group Supply Chain Director



MS. JACQUELINE WANYAMA

Group Human Resources Director



MR. ALVIN MBUGUA

Group Spirits General Manager



MR. MARK OCITTI

Managing Director, Kenya Breweries Limited



MR. ANDREW KILONZO

Managing Director, Uganda Breweries Limited



DR. OBINNA ANYALEBECHI

Managing Director, Serengeti Breweries Limited



MR. ERIC KINITI

Group Corporate Relations Director



MR. NADIDA ROWLANDS

Group Legal Director

OUR GOVERNANCE (continued)

GOVERNANCE STATEMENT

OVERVIEW

The Board of East African Breweries PLC (EABL) is committed to implementing and adhering to good corporate governance and best practices. Corporate Governance underpins the process and structure used to direct and manage the business and affairs of the Company towards enhancing business prosperity and corporate accountability with the ultimate objective of realising long term shareholder value, whilst taking into account the interests of other stakeholders. EABL is committed to the highest standards of Corporate Governance and Business Ethics.

The Board considers that good governance, achieved through an ethical culture, competitive performance, effective control and legitimacy, can create sustainable value and enhance long-term equity performance.

The Company has instituted systems to ensure that high standards of corporate governance are maintained at all levels of the organisation and is in compliance with the Capital Markets Authority Code of Corporate Governance Practices for Issuers of Securities to the Public (the CMA Code) as well as the equivalent guidelines for listed companies in Tanzania and Uganda.

Besides complying with the CMA Code, the Company has committed to embedding internal rules of engagement to support corporate governance. These internal guidelines are constituted in the Code of Business Conduct (CoBC) to which every Director and employee makes a commitment to comply. The CoBC is aligned to globally accepted standards and meets the requirements of local laws as well as internationally applicable laws and regulations. It guides activities in dealing with employees, customers, suppliers, competitors, government and the community at large. The CoBC also articulates the Company's policy on insider trading. Directors, Management, staff members and related parties are instructed during closed periods, not to trade in the Company's shares while in possession of any insider information not available to the public.

OUR CORPORATE GOVERNANCE FRAMEWORK

EABL is committed to implementing and adhering to good corporate governance and best practice. We have put in place a corporate governance structure which assists in attaining the following objectives:

- Organise operational, financial, risk management, and reporting processes such that the Board receives the information it requires to effect good governance and management, and the business units can conduct their activities in ways that comply with regulations and serve strategic ends.
- Bring the organisation's governance framework down to the level of roles, responsibilities, reporting lines, and communications to bridge the gap between the governance framework and operational realities.
- Sustain governance by creating a feedback loop in which the Board and Management can identify and respond to new business, operational, competitive, and regulatory needs.

EABL operates within a clearly defined governance framework that provides for delegated authority and clear lines of responsibility without abdicating the responsibility of the Board. Through the framework, the Board sets out the strategic direction of the Company while entrusting the day-to-day running of the organisation to the Executive Management led by the Group Managing Director and Chief Executive Officer.

> "THE BOARD OF EAST AFRICAN BREWERIES PLC IS COMMITTED TO ADHERING TO AND IMPLEMENTING GOOD CORPORATE GOVERNANCE AND BEST PRACTICE. CORPORATE GOVERNANCE UNDERPINS THE PROCESS AND STRUCTURE USED TO DIRECT AND MANAGE THE BUSINESS AND AFFAIRS OF THE COMPANY, TOWARDS ENHANCING BUSINESS PROSPERITY AND CORPORATE ACCOUNTABILITY WITH THE ULTIMATE OBJECTIVE OF REALISING LONG-TERM SHAREHOLDER VALUE, WHILE TAKING INTO ACCOUNT THE INTERESTS OF OTHER STAKEHOLDERS."

The Board operates through four committees mandated to review specific areas and to assist the Board in undertaking its duties effectively and efficiently. Details of the committees are provided in various sections of this report.

For more on our committees, please refer to page 56 of this report

STATEMENT OF RESPONSIBILITIES

The Directors are committed to fulfilling their fiduciary responsibilities and have instituted various principles necessary to ensure that good governance is practiced with respect to dealings with the Company's shareholders, customers and other relevant stakeholders in line with the spirit of the CMA Code.

The Board is committed to ensuring that a strong governance framework operates throughout the Group, recognising that good corporate governance is a vital component in supporting Management in their delivery of the Company's strategic objectives and in operating a sustainable business for the benefit of all stakeholders.

The Board recognises that the process of identifying, developing and maintaining high standards of corporate governance suitable for the Company is ongoing and dynamic to reflect changes in the Company and its business, the composition of the Board and developments in corporate governance.

The Board of Directors is responsible for the governance of the Company. The Board applies good governance practices to promote strategic decision-making to enable the organisation to balance short-, medium- and long- term outcomes to reconcile interests of the Company together with its stakeholders and the society, to create sustainable shared value. To that end, sound governance practices, based on accountability, transparency, ethical management and fairness, are entrenched across the business.

CAP 486, Laws of Kenya requires Directors to act in good faith, to promote the success of the Company for the benefit of its stakeholders and to avoid conflict between their personal interests and those of the Company, always acting in the best interests of the Company.

Directors have a statutory duty to promote the success of the Company for the benefit of its stakeholders. In promoting the success of the Company, Directors must have due regard to the long-term consequences of their decisions, the legitimate interests of employees, the need to foster effective business relationships with suppliers, customers and various stakeholders, the impact of the Company's operations on the community and the environment, and the desire to maintain a reputation for high standards of business conduct.

The Board ensures that high standards and practices in corporate governance and more specifically the principles, practices and recommendations set out under the CMA Code, as well as the CAP 486, Laws of Kenya are adhered to. EABL continues to endeavour to comply with the provisions of the CMA Code. Over and above the annual self-assessment that the Company is expected to complete on its level of compliance of the CMA Code, the Corporate Governance Statement as provided in this Annual Report will highlight to the Company's shareholders and various stakeholders, the performance to date.

EABL remains committed to the highest standards of corporate governance and business ethics. Good corporate governance practices are essential to the delivery of long term and sustainable stakeholder and shareholder value. The Company also adheres to other regulations promulgated by the Capital Markets Authority (CMA) and the Nairobi Securities Exchange (NSE) and the ethical standards prescribed in the Company Code of Conduct.

In addition, as a law-abiding corporate citizen, EABL abides by the tenets of the Constitution of Kenya and all other laws.

The Board is collectively accountable to the Company's shareholders for the long-term success of the Company and for its overall strategic direction, its values and governance. It provides the leadership necessary for the organisation to meet its business objectives within the framework of its internal controls, while also discharging the Company's obligations to its shareholders.

Responsibility for implementing strategy and day-to-day operations has been delegated by the Board to the Group Managing Director and Chief Executive Officer and the Company's executive team.

Throughout the year ended 30 June 2025 and to the date of this document, the Company endeavoured to comply with the CMA Code.

THE ROLE OF THE BOARD

The Board serves as the focal point and steward of corporate governance in the Company. The Board is collectively responsible for the Company's vision, strategic direction, its values, and governance, and is accountable to the Company's shareholders for the performance of the business. The Board is expected to provide effective leadership to the Company in the following matters:

- Sustainable long-term success through the exercise of objective and informed judgement in determining the strategy of the Company
- Having the right team in place to execute the strategy through effective succession planning
- Setting up appropriate governance structures for the management of the business operations
- Monitoring business performance and maintaining an effective framework of controls to mitigate risks facing the business
- Ensuring ethical behaviour in compliance with the laws and regulations

KEY RESPONSIBILITIES OF THE BOARD

The responsibilities of the Board include inter alia:

- Providing effective leadership, oversight and value creation in collaboration with the Executive Management team
- Approving the Company's mission and vision
- Approving the Company's business strategy, goals, risk policy plans and objectives and ensuring the necessary financial and human resources are in place to meet the agreed objectives
- Approving the Company's budgets as proposed by the Executive Management team
- Approving the Company's performance objectives and monitoring their achievement
- Reviewing the sufficiency, effectiveness and integrity of the risk management and internal control systems
- Establishing and agreeing an appropriate governance framework
- Reviewing and agreeing Board succession plans and approving appointments of Directors,
- Reviewing periodic financial and governance reports
- Approving the Annual Report, Company results and Public Announcements
- Approving Company policies and monitoring compliance with the Standards of Business Conduct.

OUR GOVERNANCE (continued)

GOVERNANCE STATEMENT (continued)

THE ROLE OF THE BOARD (continued)

KEY RESPONSIBILITIES OF THE BOARD (continued)

There is a formal schedule of matters reserved for consideration by the Board, which include responsibility for the following.

- Approval of the overall Group strategy and objectives
- Approval of the Group annual budget and monitoring progress towards its achievement
- Approval of Group financing arrangements and treasury policy
- Changes to the Group's capital structure
- Changes to the Group's principal activities
- Review and approval of the annual financial statements
- Changes to the Senior Management structure
- Approval of major investments, disposals and additional investments in existing operations
- Approval of major unbudgeted expenditures

DIVISION OF RESPONSIBILITIES

The Chairman and the Group Managing Director's roles are separate, with each having distinct and clearly defined duties and responsibilities.

The separation of the functions of the Chairman (an Independent Non-executive Director) and the Group Managing Director (Executive Director) supports and ensures the independence of the Board and Management. The balance of power, increased accountability, clear definition of responsibilities and improved decision-making are attained through a clear distinction between the non-executive and executive roles.

RESPONSIBILITIES OF THE CHAIRMAN

These include *inter alia*:

- Responsibility for the leadership of the Board, for ensuring the effectiveness on all aspects of its role and for facilitating the productive contribution of all Directors
- Responsibility for ensuring that the interests of the Company's shareholders are safeguarded and that there is effective communication with them
- Promoting high standards of corporate governance
- Promoting and safeguarding the interests and reputation of the Company
- As part of stakeholder management, representing the Company to government, shareholders, regulators, financial institutions, the media, the community and the public
- Serving as the link between the Board and Management in between meetings and ensuring that decisions of the Board are implemented

RESPONSIBILITIES OF THE GROUP MANAGING DIRECTOR AND CHIEF EXECUTIVE OFFICER

These include *inter alia*:

- Responsibility for the day-to-day management of the business of the Company and overseeing the implementation of strategy and policies approved by the Board
- Overall responsibility for the performance of the business
- Representing the Company to customers, suppliers, governments, shareholders, financial institutions, employees, the media, the community and the public, and enhancing the company's reputation
- Serving as the official spokesperson for the Company
- Ensuring that there are effective processes for engaging with, communicating with, and listening to employees and others working for the Company
- Managing the Company's risk profile and ensuring that appropriate internal controls are in place

THE EXECUTIVE TEAM

The Executive Team, led by the Group Managing Director and Chief Executive Officer, is responsible for the day-to-day management of the Company. In so doing it oversees the implementation of the strategy and policy set by the Board. Profiles of the Leadership Team are set out on pages 47 and 47 of this Annual Report. The key responsibilities of the executive team include inter alia:

- Developing the Company's business strategy for discussion and approval by the Board
- Monitoring the Company's operating performance
- Developing guidelines for the Company's functional business units
- Ensuring that collective effort and resources are balanced, effective and properly focused
- Managing business functions and ensuring that functional strategies are effective and aligned with the Company's priorities and objectives
- Reviewing functional budgets and ensuring that activities are adequate to achieve their targets
- Overseeing the management and development of talent within the Company

COMPANY SECRETARY

The Company Secretary is a member in good standing with the Institute of Certified Secretaries (ICS). The Company Secretary provides a central source of guidance and advice to the Board on matters of statutory compliance, compliance with the regulators and good governance.

ROLE OF THE COMPANY SECRETARY

- Providing a central source of guidance and advice to the Board and the Company on matters of statutory and regulatory compliance and good governance
- Providing the Board and the Directors individually with guidance on how their responsibility should be discharged in the best interests of the Company
- Facilitating the induction training of new Directors and assisting with the Directors' professional development as required. This includes identifying and facilitating continuous Board education.
- In consultation with the Group Managing Director and Chief Executive Officer and the Chairman, ensuring the effective flow of information within the Board and its committees and between Senior Management and Non-executive Directors. This includes timely compilation and distribution of Board papers and minutes, as well as communication of resolutions from Board meetings.
- Guiding the Company in taking the initiative to not only disclose corporate governance matters as required by law, but also information of material importance to decision-making by shareholders, customers and other stakeholders.
- Keeping formal records of Board discussions and following up on the timely execution of agreed actions

BOARD SIZE

The Board determines its size and composition, subject to the Company's Articles of Association, Board Charter, relevant policies, applicable law and best practices. The constitution of the Company's Board as stipulated by the Company's Articles of Association provides that the number of Directors shall be not less than five and not more than eleven in number. The Board currently comprises ten Directors, eight are Non-executive Directors and two are Executive Directors. Of the eight Non-executive Directors, five are Independent Non-executive Directors as defined in the Code.

The Board is of the view that its current size is sufficient and enables it to deliver on its mandate.

BOARD APPOINTMENT

Succession planning is an ongoing process, with the Board discussing the same regularly. As part of its mandate, the Board Nominations and Remuneration (BNRC) is responsible for the selection and appointment of Board Directors. Prior to any appointment, the BNRC develops suitable selection criteria for potential candidates, and screens and interviews them before they are formally appointed. The BNRC is permitted by its terms of reference to engage the services of a qualified external consultant to identify prospective candidates for the role of Independent Director.

Proposed candidates for the role of Independent Director undergo a formal screening process conducted by the Nominations and Remuneration Committee of the Board before they are formally appointed by the Board. New Directors are issued with letters of appointment with clear terms and conditions regarding the discharge of their duties.

In between Annual General Meetings (AGMs), in the event of any vacancy, the Board may appoint a Director to serve until the next AGM. Any such appointment of an Independent Director is brought to the attention of the shareholders through the notice of the AGM and the Director, if they opt to seek re-election, is subjected to an election process by the shareholders, at the next AGM following their appointment, subject to continued satisfactory performance and commitment.

The Articles of Association also provide that at every AGM, and as may be applicable, at least one-third of the Directors (with the exclusion of executive directors) must retire from the Board where eligible and if they choose to, stand for re-election.

The Non-executive Directors have letters of appointment for an initial term of 3 years. Letters of appointment are renewable after the initial 3 years as per the Board's policy on tenure and upon recommendation by the Nominations and Remuneration Committee. The Board considers the need for it to refresh its membership progressively over time.

NON-EXECUTIVE DIRECTORS

As of the date of this report, the Board had 8 Non-executive Directors. The Non-executive Directors come from broad industry and professional backgrounds with varied experience and expertise aligned to the needs of the business.

The Non-executive Directors help develop strategy and are responsible for ensuring that the business strategies proposed are fully discussed and critically reviewed. This enables the Directors to promote the success of the Company for the benefit of its shareholders with consideration of, among other matters, the interests of employees, and the fostering of business relationships with customers, suppliers and other stakeholders.

The Non-executive Directors oversee the operational performance of the business, scrutinise performance of Management and the Company, bring external perspective to the Board, monitor reporting of performance, and should be available to meet with major stakeholders as appropriate. To perform these tasks, they have full access to all relevant information with updates provided on governance, regulatory, and other matters affecting the Company.

Non-executive Directors do not have service contracts with the Company but instead have letters of appointment which stipulate the terms of their appointment.

INDEPENDENT DIRECTORS AND INDEPENDENCE

The Board recognises the importance of independent judgement and constructive engagement on all matters brought before the Board for deliberation. Directors' views should have regard to the best interest of the organisation and its stakeholders.

As at the date of this report, the Chairman and 4 of the Non-executive Directors are independent as defined by the CMA code and accordingly one-third of the Board comprises Independent Directors. Over half of the Board is comprised of Independent Non-executive Directors.

The Board undertakes an annual assessment of the Directors' independence based on the independence criteria outlined in the CMA Code.

OUR GOVERNANCE (continued)

GOVERNANCE STATEMENT (continued)

COMPOSITION OF THE BOARD

The profile of the Board Directors is as set out on pages 47 and 47 of the Annual Report. The Directors who served during the year to 30 June 2025 and the Board changes that took place in the year under review to the date of this Annual Report, are set out below:-

Name	Nationality	Date of appointment
Dr. Martin Oduor-Otieno* Group Chairman	Kenyan	May 2016
Caroline Wangui Musyoka[1]*	Kenyan	September 2015
Leo Breen** Group Deputy Chairman	British	January 2020
Jane Karuku*** (Group Managing Director and CEO)	Kenyan	September 2013
Jimmy Mugerwa*	Ugandan	July 2018
Risper Ohaga*** (Group Chief Finance Officer)	Kenyan	May 2020
Ory Okolloh*	Kenyan	October 2020
Felix Okoboi*	Ugandan	May 2023
John Musunga[2]**	Kenyan	July 2023
Sathish Krishnan***	Indian	July 2023
Paul Deo Makanza*	Tanzanian	June 2024
Lorna Benton[3]**	British	March 2025

[1] Caroline Wangui Musyoka resigned as a Director of the Board effective from 23 September 2024.

[2] John Musunga resigned as a Director of the Board effective from 18 March 2025.

[3] Lorna Benton was appointed as a Non-executive Director effective from 17 March 2025.

* *Independent Non-executive Director*

** *Non-executive Director*

*** *Executive Director*



BOARD OPERATIONS

The Board meets at least 4 times a year, and the meetings are structured in a way that allows for open discussions. Comprehensive Board papers are prepared and circulated to all Directors for all substantive agenda items before the meeting. This allows time for the Directors to undertake an appropriate review of the Board papers to facilitate full and effective discussions at the meetings. The submissions and notifications may be waived should any urgent and critical matters arise before the date of the meeting. Where Directors are unable to attend a meeting, they are advised on the matters to be discussed and allowed to make their views known to the Chairman or the Group Managing Director prior to the meeting. This process also applies to the committee meetings.

The members of the Executive Team may be invited to attend the Board and or committee meetings if deemed necessary, and as appropriate, to make presentations on their areas of responsibility. This serves as an opportunity to give the Directors greater insights into their business areas.

ANNUAL BOARD WORK PLAN

The Board is solely responsible for its agenda. It is, however, the responsibility of the Chairman and the Company Secretary, working closely with the Group Managing Director and the Chief Executive Officer, to come up with the annual Board work plan and the agenda for Board meetings. The Board has in place an annual work plan that sets out the Board activities for the year. The work plan is designed to enable the Board to drive strategy forward. The Board Work Plan for the year ended 30 June 2025 was approved by the Board at its meeting held on 29 July 2024.

BOARD MEETING ATTENDANCE

The Board met seven times during the year under review, including the Annual General Meeting (AGM)

	29/07/2024	12/09/2024	12/09/2024 (AGM)	8/11/2024	5-6/12/2024 (Strategy session)	30/01/2025	29/05/2025
Dr. Martin Oduor-Otieno	√	√	√	√	√	√	√
Caroline Wangui Musyoka	√	√	√	N/A	N/A	N/A	N/A
Jane Karuku	√	√	√	√	√	√	√
Leo Breen	√	√	√	Absent with apology	√	√	√
Jimmy Mugerwa	√	√	√	√	√	√	√
Risper Ohaga	√	√	√	√	√	√	√
Ory Okolloh	√	√	Absent with apology	√	√	√	√
Felix Okoboi	√	√	√	Absent with apology	√	√	√
John Musunga[2]	√	√	√	√	√	√	N/A
Paul Deo Makanza	√	√	√	√	√	√	√
Sathish Krishnan	√	√	Absent with apology	Absent with apology	√	√	√
Lorna Benton[3]	N/A	N/A	N/A	N/A	N/A	N/A	√
Nadida Rowlands	√	√	√	√	√	√	√

1 Caroline Wangui Musyoka resigned as a Director of the Board effective from 23 September 2024.
2 John Musunga resigned as a Director of the Board effective from 18 March 2025.
3 Lorna Benton was appointed as a Non-executive Director effective from 17 March 2025.

Permanent invitee to the Board meetings:
Nadida Rowlands – Group Legal Director

ACTIVITIES OF THE BOARD

During the year, the key areas of focus for the Board's activities and topics discussed were on the following matters:

- Reviewed and approved the strategy and the FY2025 KPIs
- Discussed the approved KPIs and approved the Annual Operating Plan
- Approved the half-year results as well as the end-of-year results, press release and commentary
- Oversaw Group and Subsidiaries' performance
- Reviewed reports from the deliberations of the various committees
- Discussed and approved the refinance of borrowing facilities
- Approved the Board Calendar for FY2025 and half of FY2026
- Reviewed the Board Evaluation Report for the year ended 30 June 2024
- Reviewed the interim dividend proposal for the year ending 30 June 2025
- Reviewed the Interim Statutory Financial Statements for the six-month period ended 31 December 2024
- Monitored the political and regulatory trends and developments and their implications for the business
- Engaged in detailed discussion on the Group capital structure
- Approved the audit fees for the external auditor
- Approved the Board Work Plan

BOARD EFFECTIVENESS

The effectiveness of the Board in its oversight and leadership role is enhanced by a robust support system. This is facilitated through the following:

OUR GOVERNANCE (continued)

GOVERNANCE STATEMENT (continued)

ACTIVITIES OF THE BOARD (continued)

BOARD DIVERSITY

The Board recognises and embraces the benefits of diversity and views increasing diversity as an essential element in maintaining a competitive advantage. The Board also recognises the role of diversity in bringing different perspectives into Board debates and offers better anticipation of the risks that are inherent in the business and the opportunities that the business pursues.

The Company seeks to have a Board that has the right mix of individuals with relevant attributes, skills, knowledge and experience, and who jointly have the overall collective competence to deal with current and emerging issues and effectively guide Management in ensuring the highest performance for the Company. The Non-executive Directors are expected to have a clear understanding of the strategy of the Company as well as knowledge of the industry in which the Company operates. The aggregate mix of skills and experience of the Directors seeks to challenge Management, ensure robust and constructive debate, augment and challenge the strategic thinking of the executives, thereby adding value to the Company.

BOARD ACTIVITIES AND FOCUS AREAS

The Board regularly reviews the skills, knowledge, and experience represented on the Board against the skills and experience needed to deliver the strategy. The Board continues to make efforts to diversify the skill-set and gender. The Nominations and Remuneration Committee has been tasked to consider this in its nominations.

The Company's Non-executive Directors come from broad industry and professional backgrounds with varied experience and expertise aligned to the needs of the business. The areas of expertise of the current Board include business management, banking, finance, corporate communications, economics, marketing, project management, risk management, capital markets, legal and governance, and information technology.

Short biographies of the Directors, including details of their nationalities, relevant skills and experience, are set out on pages 48 to 49.

GENDER SPLIT OF DIRECTORS

Male 60% – Female 40%

LENGTH OF TENURE

Less than 1 year – 1 Director
1-3 years – 3 Directors
4-6 years – 4 Directors
7-9 years – 2 Directors

INDUCTION OF DIRECTORS

On joining the Board, all Directors receive a full induction. Non-executive Directors also receive a full programme of briefings on all areas of the Company's business from Executive Directors, the Company Secretary, and other senior executives. The induction provides an overview of the Company, the Company's operating environment and new developments thereof, in accounting and financial reporting developments, as well as any regulatory changes.

The induction programme includes a series of meetings with other Directors, the Chief Executive Officer and senior executives to enable new directors to familiarise themselves with the business. This provides an overview of the Company, the Company's operating environment and new developments thereof, and accounting and financial reporting developments as well as any regulatory changes. One new director was appointed in the year under review and was inducted.

DIRECTORS' TRAINING AND DEVELOPMENT

The Board is committed to ongoing training and development of its Directors and towards that goal, appropriate training interventions were identified during the year for attendance by Directors.

Relevant trainings were also identified from the Board evaluation exercise for the year ended 30 of June 2025. To enable Non-executive Directors to gain exposure to the Group's business on the ground, when possible, one of the 4 scheduled Board meetings is held in the end markets where Directors get an opportunity to undertake various trade visits and engage the sales team and outlet owners on market related issues. The Board and committees undertake deep-dive sessions on the various markets to gain deeper insights into the market. The Board and its committees also receive regular briefings on legal and regulatory developments that affect the business.

On 5 and 6 December 2024, the Board held its annual corporate governance training session and its annual strategy session for 2 days, whereby an update on the F30 Strategy, the premium spirits business route to market and Spirit of Progress was presented. The Board also received an update on Tanzania and had deep dive sessions on the business with a focus on Uganda market.

In the year under review, each of the Directors who served for the full year was able to secure at least 12 hours of training from the Company as prescribed by the CMA code.

CONFIRMATION OF GOOD STANDING STATUS

The Board annually assesses the good standing status of members of professional bodies in line with the requirements of the CMA Code. This process ensures that members adhere to the professional and ethical standards set forth by their respective professional bodies.

ACCESS TO INDEPENDENT ADVICE

The Board recognises that there may be occasions when 1 or more directors considers it necessary to take independent advice on various matters, such as legal or financial matters at the Company's expense. This is provided for in the Board Charter and the terms of reference of each committee.

MANAGEMENT OF CONFLICTS OF INTEREST

Directors are obligated to fully disclose to the Board any real or potential conflict of interest, whether direct or indirect, which comes to any Director's attention. The statutory duty to avoid situations in which the directors have or may have interests that conflict with those of the Company has been observed by the Board in the financial year under review. All business transactions with all parties, Directors or their related parties are carried out at arm's length. An acknowledgement that should it come to the attention of a Director, that a matter concerning the Company may result in a conflict of interest, obligates the Director to declare the same and exclude himself or herself from any discussion or decision over the matter in question.

The Board has formal procedures for managing conflicts of interest in accordance with the CAP 486, Laws of Kenya and the CMA Code. Directors are required to give advance notice of any conflict issues to the Chairman or Company Secretary, and these are considered at the next Board meeting.

Declaration of conflicts of interest is also a standard agenda item that is addressed at the onset of each Board and committee meeting. The Board also requires all directors to disclose an appointment and annually any circumstance which may give rise to an actual or potential conflict of interest with their roles as Directors.

Directors are excluded from the quorum and voting in respect of any matters in which they have an interest. No material conflicts were reported by directors in the year under review.

IT GOVERNANCE

The Board holds responsibility for IT governance and overseeing the integration of IT strategy with the Group's broader strategic and business processes. This entails ensuring that IT investments, resources and initiatives are directed towards enhancing business value, managing risks effectively and maintaining compliance with relevant regulations. By actively engaging in IT governance, the Board safeguards the Group's ability to leverage technology strategically, fostering innovation, efficiency, and competitive advantage in the rapidly evolving digital landscape.

LEGAL AND COMPLIANCE AUDIT

Our statement of responsibilities summarises how the Group has implemented the principles and provisions of the CMA Code. The Board considers that the Group has complied in all material respects with the CMA Code for the year ended 30 June 2025. The Group continues to implement recommendations arising from the 2022 and 2023 Legal and Compliance Audits. Outstanding actions relate to long-term initiatives that are currently in progress.

In FY24, the legal audit focused on evaluating the effectiveness of the legal department. The FY25 External Legal Audit is currently underway and is focused on assessing the Group's end-to-end licensing requirements.

GOVERNANCE AUDIT

The CMA Code provides that issuers of securities to the public are required to undertake periodic governance audits. Following extensive stakeholder consultation to consider the frequency, cycle, cost and scope of governance audits, the CMA advised all issuers of a revision in the cycle of governance audits to at least once every 2 years, with the option of the CMA increasing or decreasing this frequency on a risk-based approach.

The Governance Audit Report for the year ended 30th June 2024 was presented to the Board and the same was adopted. The recommendations of the 30 June 2022 had been implemented and the Group continues to track the progress made in implementing the recommendations from the FY23 Governance audit.

BOARD EVALUATION

The effectiveness of the Board, its committees, the Executive and Non-executive Directors, the Chairman and the Company Secretary is reviewed annually.

The Board evaluation for the year ended 30 June 2024 was carried out by an External Consultant, Nasdaq. The Board self-evaluation looked at the effectiveness of the full Board, the Board Committees and the assessment of the effectiveness of the Chairman, and GMD. This was aimed at enabling the Board and its members and the Committees to gauge their performance and identify areas of improvement.

The evaluation entailed a peer review for the Chairman, Group Managing Director, and the exercise included completing a survey via secure digital platform. The areas covered included:-

- Mission, Vision, and Values
- Ethics and Accountability
- Board Composition and Qualifications
- Committees
- Board Dynamics
- Board Meetings, Information and Administration
- Strategy and Performance Measures
- Risk Oversight and Monitoring
- Board's Relationship to Management
- Succession Planning and Human Resources Oversight
- Shareholder and Stakeholder Engagement
- Group Governance
- 2023 Board Evaluation Reflections
- Open-Ended Questions.

OUR GOVERNANCE (continued)

GOVERNANCE STATEMENT (continued)

BOARD EVALUATION (continued)

Overall, the findings indicated a high level of satisfaction with the Board's performance, affirming that it continues to discharge its oversight role effectively and maintains independence in its decision-making, which is essential in driving business growth and stakeholder engagement. Key insights and recommendations arising from the evaluation included strengthening succession planning, refining the process for assessing the CEO's performance, enhancing workforce engagement, improving risk oversight and monitoring, stakeholder engagement, and refining compliance reporting practices.

The Board evaluation for the year under review will be conducted internally by the Company Secretary based on parameters agreed upon by the Board. The evaluation is aimed at assessing how the Board has performed in its oversight role over the period under review and to identify opportunities for improvement in its structures and processes to improve its effectiveness.

CORPORATE GOVERNANCE ASSESSMENT REPORT

During the year 2024, the Group submitted an assessment of the status of the implementation of the CMA Code to the CMA for the year ended 30 June 2024. The assessment was based on a review of the following areas:

- Commitment to good corporate governance
- Board operations and control
- Rights of shareholders
- Stakeholder relations
- Ethics and social responsibility
- Accountability, risk management and internal control
- Transparency and disclosure

The overall rating awarded to the Company was a leadership rating of 80% – a testament to the Board's commitment to sound corporate governance practices. The Company continues to implement the recommendations received from the Capital Markets Authority to improve its level of implementation of the recommendations under the CMA Code.

DIRECTORS' SHAREHOLDING

Directors can purchase or sell shares of the Company in the open market. None of the Directors as at the end of the financial year under review held shares in their individual capacity of more than 1% of the Company's total equity. The breakdown of the Directors' personal shareholding in the Company as at 30 June 2025 is as follows:

Jane Karuku	1,296
Risper Ohaga	700
Ory Okolloh	1,220

INTERNAL REGULATIONS

Besides complying with the Code and the laws, the Group has committed to embed internal rules of engagement to support corporate governance. These internal guidelines are constituted in various policies and in the Code of Business Conduct with which every employee, supplier and the Board makes a commitment to comply.

BOARD CHARTER

The Board Charter outlines the specific roles and responsibilities of the Board which are separate from those of management. The Charter covers areas relating to Board structure, functions, processes, effectiveness and internal controls.

The Charter has also embedded policies on Related Party Transactions. The Charter is not a substitute or a replacement of any laws and regulations that govern the running of the Company.

The Board Charter is reviewed annually to ensure that it remains current. The Charter and Committee Charters have been published on the Company's website.

CODE OF CONDUCT AND ETHICS

The Company pursues ethical decision-making and leadership to promote corporate social responsibility, fair business practices, sustainability and the triple bottom line that focuses on society, the environment and profitability.

The Board has implemented a Code of Ethics and Conduct which binds Directors and employees and is subscribed to by all members of the Company. Initiatives to ensure its application include training, monitoring mechanisms for whistleblowing, and taking disciplinary action, etc.

The Code has been integrated into the Company's operations through the development of various policies and reporting mechanisms.

Directors and staff are expected to conduct themselves with integrity, sincerity, uprightness, and impartiality in all interactions among themselves and with all stakeholders.

The Code of Conduct and Ethics has been disclosed on the Company's website.

BOARD POLICIES

The Board has established policy and procedure documents to guide the Directors and Management in the implementation of their roles and responsibilities.

A brief summary of the governance documents and their key provisions are listed below:

CONFLICT OF INTEREST POLICY

- Directors are obligated to fully disclose to the Board any real or potential conflict of interest, which come to their attention, whether direct or indirect
- All business transactions with all parties, directors or their related parties are carried out at arm's length

WHISTLEBLOWING POLICY

- The policy outlines mechanisms that facilitate anonymous reporting and anti-ethical behaviour by any stakeholders
- The ethics hotline is managed by an independent, accredited and external institution

INSIDER TRADING POLICY

- The policy is used to institute structures to prevent insider dealings by Directors and Management Through this, the Company endeavours to preserve the confidentiality of unpublished price-sensitive information and prevent misuse of such information

ANTI BRIBERY POLICY AND ANTI-FRAUD AND CORRUPTION POLICY

- This policy prevents employees and agents from giving or receiving bribes (directly or indirectly) and attempts to induce favours by way of bribes
- We review compliance with regulatory obligations, particularly those surrounding fraud, corruption and anti-money-laundering (AML)

BOARD REMUNERATION POLICY

- This policy sets out the guidelines and criteria for the compensation of the Independent Non-executive Directors

OPERATIONAL POLICIES

- There are broad operational policies that guide Management in execution of the Group's operations in an efficient manner

COMMUNICATION WITH STAKEHOLDERS

East African Breweries PLC is committed to ensuring that there is regular interaction and communication with its stakeholders who include shareholders, investors and the financial markets among others.

The Board has mapped all its stakeholders and ensures that they are provided with full and timely information about the Company's performance. This is achieved through the release of the half-year and annual results in the local press, distribution of annual reports and holding of investor briefings as appropriate.

The Annual General Meeting provides a useful opportunity for shareholder engagement and in particular, for the Chairman to articulate the Company's progress, and receive and answer questions from investors.

The Board believes that there is an active and regular interaction with all its stakeholders.

In addition to information on the Company's activities the following documents and policies are readily available to stakeholders on the Company's website:

- The Board Charter
- Board Committees Terms of Reference
- Past and current copies of the Annual Reports
- Investor News
- Share Price performance – Kenya, Uganda and Tanzania

ENGAGEMENT WITH SHAREHOLDERS

The Board seeks to engage with shareholders to maintain a mutual understanding of objectives between them and the Company and manage their expectations.

Relations with shareholders and potential investors are managed principally by the Executive Directors, who are contactable both directly and via the Shares Registrar.

EABL remains committed to relating openly with its shareholders by providing regular as well as ad hoc information on operating and financial performance and addressing any areas of concern. This is achieved through the following:

- Interim and Annual Results and publication of extracts of its financial performance in the daily newspapers, preparation of annual audited accounts and holding of the AGM.
- Copies of the annual reports are made available to shareholders at least 21 days before the date of the AGM and they are free to raise questions to the Board during the meeting.
- Investor briefing sessions are held immediately after the announcement of interim and full year results.
- The Executive Directors make regular presentations to investors (both existing and potential shareholders), meet with shareholders to discuss long-term issues and obtain their views, present at externally run investor events and communicate regularly during the year.
- The Company's website has a specific web page dedicated to the information requirements of the shareholders and investment analysts.
- The Board of Directors encourages shareholder participation at the Company's annual shareholder meetings. The Board, including the Chairs of the committees, are available at the Company's AGMs to answer questions from shareholders.
- The Company also retains Image Registrars Limited, an external Shares Registrar, who provides feedback from existing shareholders and potential investors.

OUR GOVERNANCE (continued)

GOVERNANCE STATEMENT (continued)

STAKEHOLDERS AND SOCIAL RESPONSIBILITIES

The Group's business model relies heavily on developing and maintaining strong relationships with staff, clients and regulatory authorities. The Board is conscious of its responsibility towards all stakeholders and believes this is an important consideration for the long-term growth of the business. Stakeholder engagement and feedback is taken seriously throughout the Group.

Regular communication is made around the Group companies and internal staff. The Group places considerable value on the involvement of its internal staff and keeps them informed on matters affecting them as employees and on the various factors affecting the performance of the Group.

This is achieved through formal and informal meetings, information available on the Company's website and workplace. The Group uses social media to engage directly with stakeholders through various channels including Facebook, Instagram, X, and LinkedIn. The Group also engages with regulators and Government agencies both directly and through membership of worldwide trade associations.

THE BOARD COMMITTEES, COMPOSITION AND THEIR ACTIVITIES

The Board carries out its obligations through Board Committees to be able to undertake its mandate effectively and efficiently. During the year, there were three standing committees and one ad hoc committee of the Board. The standing committees are the Board Audit and Risk Management Committee, the Board Nominations and Remuneration Committee, and the Board Corporate Governance Committee. The Board Investment Committee is an ad hoc committee.

Each committee has formal and approved terms of reference that set out the roles and responsibilities and the procedural rules that apply to the committee. Each committee periodically reviews its terms of reference to ensure that they are in line with current legislation and best practice. The committees are provided with all necessary resources to enable them to undertake their duties effectively. The committees are all chaired by Independent Non-executive Directors who also form the majority of each committee's membership.

BOARD CORPORATE GOVERNANCE COMMITTEE (BCG)

The Board Corporate Governance Committee comprises of four Non-executive Directors and reports to the Board after every Committee meeting. The Committee is chaired by an Independent Non-executive Director.

MEMBERS
Jimmy Mugerwa – Chairman
Felix Okoboi
Paul Deo Makanza
John Musunga

PERMANENT INVITEES
Jane Karuku – Group Managing Director and CEO
Nadida Rowlands – Group Legal Director

Secretary of the Committee: Angela Namwakira

ROLE OF THE BCG
BCG has oversight over the adherence and compliance by the Company to the principles and requirements of good corporate governance and business ethics. The committee is also responsible for ensuring that an annual Board evaluation is conducted for evaluating the performance of the Board, Board committees, individual directors, the Group Managing Director and the Company Secretary. The majority of the committee members are Independent Non-executive Directors.

ACTIVITIES OF THE BCG
During the year, the Committee met four times and reviewed the following business:

- Approved its annual work plan for FY2025 on 22 July 2024
- Monitored implementation of the requirements of the CMA Code
- Received reports on the status of implementation of the ESG agenda – Society 2030
- Assessed the independence of the Independent Directors in line with the requirements of the CMA Code
- Reviewed the Directors' interest in other entities and mitigation measures thereof
- Reviewed the declarations of good standing of the directors with various professional bodies
- Reviewed the Board Charter and the terms of reference of the various committees
- Reviewed and approved the compliance report to the CMA, detailing the measures taken to ensure compliance with the CMA Code
- Reviewed the FY2024 Legal and compliance audit report and made recommendations to the Board
- Reviewed the Governance Audit Report FY2023, and made recommendations to the Board
- Continued to track the progress in implementing the recommendations from the FY2023 Legal and Compliance audits
- Continued to track the progress made in implementing the recommendations from the FY2023 Governance audit
- Reviewed the Terms of Reference of the committee
- Reviewed the Board Evaluation Report FY2024, and made recommendations to the Board
- Continued to track the progress made in implementing the recommendations from the F2023 Board evaluation

BCG MEETING ATTENDANCE

	22/07/2024	22/10/2024	29/01/2025	17/04/2025
Jimmy Mugerwa	√	√	√	√
Felix Okoboi	√	√	√	√
Paul Deo Makanza*	N/A	N/A	N/A	√
John Musunga**	√	√	√	N/A
Jane Karuku	√	√	√	√
Nadida Rowlands	√	√	√	√

* *Paul Deo Makanza was appointed to the committee on 30 January 2025.*

** *John Musunga resigned from the Board of Directors and the committee on 18 March 2025*

BOARD AUDIT AND RISK MANAGEMENT COMMITTEE (BARC)

The Committee comprises 5 Non-executive Directors, and in line with the CMA Code, the Committee comprises of at least three Independent and Non-executive Directors. The committee reports to the Board after every committee meeting. It is chaired by an Independent Non-executive Director with at least 1 Committee member holding a professional qualification in audit or accounting and in good standing with a relevant professional body.

COMMITTEE MEMBERS
Felix Okoboi – Chairman
Jimmy Mugerwa
Leo Breen
Ory Okolloh
Sathish Krishnan

PERMANENT INVITEES
Jane Karuku – Group Managing Director and Chief Executive Officer
Risper Ohaga – Group Chief Finance Officer
Nadida Rowlands – Group Legal Director

Secretary of the Committee: Angela Namwakira

ROLE OF THE BARC
The Board Audit and Risk Management Committee (BARC) is responsible for monitoring and reviewing the integrity of the financial statements, the effectiveness of the accounting, internal control and business risk management systems of the Group, and the efficiency of the Group's procedures for handling complaints and whistleblowing allegations. The Committee's mandate also includes:

- Reviewing the integrity of the Group's financial statements
- Reviewing compliance with legal and regulatory requirements
- Monitoring and reviewing the performance of the Group's external auditors including their independence and objectivity, making recommendations as to their reappointments (or where appropriate, change) and approving their terms of engagement and the level of audit fees payable to them
- Review of business operations policies
- Overseeing internal control and risk management systems in relation to the Company's financial reporting process and the Group's process for preparation of the Consolidated Financial Statements

ACTIVITIES OF BARC
During the year, the BARC met four times and conducted the following business:

- Approved its annual work plan for FY2025 on 24 July 2024
- Reviewed the Interim Statutory Financial Statements for the six months period ended 31 December 2024
- Reviewed the external audit plan for FY2025, and considered and recommended the approval of the FY2025 audit fees to the Board
- Reviewed the Interim Results Announcement, which included the condensed financial statements and the Company's management results
- Reviewed Business Integrity reports which covered risk management, controls and assurance, breach management and health, and safety and environment
- Reviewed the appointment of the auditors, taking into account the auditors' effectiveness and independence and all appropriate guidelines, and made a recommendation to the Board accordingly
- Considered the appropriateness of management judgment and the accounting treatment of significant transactions
- Reviewed the FY2024 Annual Audit and Risk Plan and outcomes of the audits
- Reviewed the FY2025 Internal Audit Plan and Internal Audit report
- Reviewed reports of Risk Management Footprint, Controls Assurance (CARM), Breach Management and Health and Safety
- Reviewed significant audit, accounting and control matters
- Discussed business performance
- Discussed the Legal and Regulatory updates
- Discussed Material Contingent Liabilities updates
- Reviewed the Terms of Reference of the Committee

The Group has a policy on auditor independence and on the use of the external auditors for non-audit services which is reviewed annually. Any decision to open the external audit to tender is taken on the recommendation of the BARC. There are no contractual obligations that restrict the Company's current choice of external auditor.

PricewaterhouseCoopers (PwC) were the Group's auditors during the financial year. They have since issued a written confirmation to the Board of their intention to seek re-appointment as the Company's auditors at the Annual General Meeting, subject to approval by the Shareholders.

OUR GOVERNANCE (continued)

GOVERNANCE STATEMENT (continued)

THE BOARD COMMITTEES, COMPOSITION AND THEIR ACTIVITIES (continued)

BOARD AUDIT AND RISK MANAGEMENT COMMITTEE (BARC) (continued)

BARC MEETING ATTENDANCE

	24/07/2024	24/10/2024	29/01/2025	24/04/2025
Felix Okoboi	√	√	√	√
Jimmy Mugerwa	√	√	√	√
Leo Breen	√	√	√	√
Ory Okolloh	√	√	√	√
Sathish Krishnan	N/A	N/A	N/A	√
Jane Karuku	√	√	√	√
Risper Ohaga	√	√	√	√
Nadida Rowlands	√	√	√	√

The External Auditors attended all the meetings of the Board Audit and Risk Management Committee during the financial year, and had the opportunity to hold in-camera sessions with the Members of the Committee at all four meetings.

THE BOARD NOMINATIONS AND REMUNERATION COMMITTEE (BNRC)

BNRC comprises 4 Non-executive Directors and reports to the Board after every committee meeting. The current Chairperson is an Independent Non-executive Director.

MEMBERS

Dr. Martin Oduor-Otieno – Chairperson
Jimmy Mugerwa
Leo Breen
Lorna Benton

PERMANENT INVITEES

Jane Karuku – Group Managing Director and CEO
Jacqueline Wanyama – Group Human Resource Director
Nadida Rowlands – Group Legal Director

Secretary of the Committee: Angela Namwakira

ROLE OF THE BNRC

The Board Nominations and Remuneration Committee (BNRC) is responsible for these key business processes as listed below:

- Monitoring the size and composition of the Board and its succession planning and external talent pipelining for potential vacancies within the Board and EABL subsidiary boards. This is done through nomination, selection and vetting from a pool of suitable candidates to fill vacancies that may arise from the Board and Board Committees.
- Identifying and recommending for approval of the Board, remuneration proposals for executive and independent Directors of the Board
- Approving key policies and principles driving remuneration decisions for management and non-management employees
- Assessing and recommending to the Board, the remuneration of management and Independent Non-executive Directors
- Approval of staff incentive schemes, pension plans, and other remuneration related terms and conditions of employment

ACTIVITIES OF BNRC

The Committee had four meetings during the year and dealt with the following business:

- Approved the Committee's work plan for FY2025 on 23 July 2024
- Assessed the effectiveness and adequacy of the Board succession pipeline and succession plans, with particular consideration for actual and potential vacancies in the longer-term horizon
- Reviewed the People Strategy which included organisation, people statistics, culture, and diversity and inclusion
- Discussed annual reward priorities
- Discussed the Retirement Benefits Plans for Kenya and Uganda
- Discussed the FY2025 Performance-Based Employee Incentive Plans (AIP/SIP/DELTIP)
- Discussed the FY2025 Performance-Based Employee Incentive Programmes
- Discussed the proposal for review and administrative change of benefit scheme
- Reviewed senior management talent and succession review
- Reviewed EABL's competitiveness posture for FY2025 employee benefits
- Reviewed employee share schemes: Executive Stock Option Scheme (ESOP) and Employee Share Save Scheme (ESSS)
- Reviewed the proposals on pay structures and salary adjustments FY2026 for management staff
- Reviewed and approved the proposals on Board development
- Reviewed the proposals for renewal of Directors' Letters of Appointment
- Identified the directors due for retirement by rotation at the 2025 AGM
- Reviewed the Terms of Reference of the committee

BNRC MEETING ATTENDANCE

	23/07/2024	23/01/2025	17/04/2025
Caroline Wangui Musyoka*	√	N/A	N/A
Dr. Martin Oduor-Otieno	√	√	√
Leo Breen	-	√	√
Jimmy Mugerwa	√	√	√
Lorna Benton**	N/A	N/A	√
Jane Karuku	√	√	√
Nadida Rowlands	√	√	√

** Caroline Wangui Musyoka resigned from the Board and the Committee on 23 September 2024.*

***Lorna Benton was appointed to the Committee on 17 April 2025.*

BOARD INVESTMENT COMMITTEE

The Board Investment Committee comprises 5 members, 4 of whom are Non-executive Directors, with 1 Executive Director. The committee reports to the Board after every committee meeting. The current Chairperson is an Independent Non-executive Director.

MEMBERS

Felix Okoboi – Chairperson
Risper Ohaga
Ory Okolloh
Sathish Krishnan

PERMANENT INVITEES

Jane Karuku – Group Managing Director and CEO
Nadida Rowlands – Group Legal Director

Secretary of the Committee: Angela Namwakira

ROLE OF THE BOARD INVESTMENT COMMITTEE

The Board Investment Committee is responsible for:

- Reviewing and interrogating any investments or divestments that would have a significant impact on the Company's balance sheet
- Ensuring new investments made by the Company and its subsidiaries comply with Company strategy and with all applicable laws and regulations
- Ensuring necessary due diligence is conducted before any investments or divestments are made by the Company or its subsidiaries
- Ensuring investments made by the Company take into consideration all the stakeholders of the Company

ACTIVITIES OF THE BOARD INVESTMENT COMMITTEE

The Committee had two meetings during the period under review and dealt with the following business:

- Reviewed the Capital structure of the Company
- Discussed the foreign exchange hedging proposal for EABL and its subsidiaries

The Board Investment Committee met twice during the year under review.

BOARD INVESTMENT COMMITTEE MEETING ATTENDANCE

	28/01/2025	22/04/2025
Felix Okoboi	√	√
Risper Ohaga	√	√
Ory Okolloh	√	√
Sathish Krishnan	√	-
Jane Karuku	√	√
Nadida Rowlands	√	√

GOING CONCERN

The Board confirms the financial statements are prepared on a going concern basis and is satisfied that the Group has adequate resources to continue in business for the foreseeable future. In making this assessment, the Directors consider a wide range of information relating to present and anticipated future conditions, including future projections of profitability, cash flows, capital and other resources.





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EVERY **STEP,** EVERY **DROP,** CRAFTED FOR **TOMORROW**

CORPORATE INFORMATION

DIRECTORS

Dr. Martin Oduor-Otieno (Group Chairman)
Ms. Jane Karuku (Group Managing Director)
Ms. Risper G Ohaga (Group Chief Financial Officer)
Mr. Leo Breen*
Ms. Carol Musyoka (retired on 23 September 2024)
Mr. Jimmy Mugerwa**
Ms. Ory Okolloh
Mr. Felix Okoboi**
Mr. John Musunga (resigned on 17 March 2025)
Mr. Sathish Krishnan****
Mr. Paul Deo Makanza***
Ms. Lorna Benton (appointed on 17 March 2025)

* British ** Ugandan ***Tanzanian ****Indian

SECRETARY

Ms. Angela Pearl Namwakira (CPS No. 2425)
C/o Adili Corporate Services Kenya LLP
ALN House, Eldama Ravine Close,
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P.O. Box 764
00606 Nairobi, Kenya

AUDITOR

PricewaterhouseCoopers LLP
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Waiyaki Way / Chiromo Road
P.O. Box 43963
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PRINCIPAL ADVOCATE

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SHARE REGISTRAR

Image Registrars Limited
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PRINCIPAL BANKERS

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P.O. Box 30003
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Stanbic Bank Kenya Limited
CfC Stanbic Center
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00100 Nairobi, GPO

Citibank NA
Citibank House
Upper Hill Road
P.O. Box 30711
00100 Nairobi, GPO

Absa Bank Kenya Plc
Barclays Westend Building
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REGISTERED OFFICE

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00100 Nairobi GPO



ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

DIRECTORS' REPORT

The Directors submit their report together with the audited financial statements for the year ended 30 June 2025, which disclose the state of affairs of East African Breweries Plc ("EABL" or the "Company") together with its subsidiaries (together the "Group"). The annual report and financial statements have been prepared in conformity with the IFRS Accounting Standards and the Companies Act 2015 requirements.

1. PRINCIPAL ACTIVITIES

The Company and the Group are involved in the marketing, importation, production, and distribution of a collection of brands that range from beer and spirits to adult non-alcoholic drinks across six markets within which we operate in East Africa, especially concentrated in the three core markets of Kenya, Uganda, and Tanzania.

2. BUSINESS REVIEW

I) FINANCIAL PERFORMANCE

The Group revenue grew by 4% year on year to Kshs 128.8 billion (2024: Kshs 124.1 billion). This growth was mainly driven by strong beer performance across the markets mainly in the premium and mainstream segments supported by good premium spirits performance, partially offset by challenging mainstream spirits category in Kenya with consumers trading down to value spirits.

Operating profit increased by 1% to Kshs 25.2 billion (2024: Kshs 24.9 billion). This was realised through mid-single digit top-line growth, favourable innovation and cost management partly offset by a worsening mix as consumer spend was impacted by the rising cost of living. We continued to invest behind our brands, spending Kshs 11.6 billion (2024: Kshs 11.4 billion) to build our brands. Profit after tax increased by 12% to Kshs 12.2 billion (2024: Kshs 10.9 billion) mainly supported by the favourable cost of debt and the devaluation of regional currencies.

II) ENVIRONMENT, SOCIAL AND GOVERNANCE

We are now a few years into our ESG journey which we started in 2020 under our Sustainability Strategy, 'Society 2030: Spirit of Progress'.

We are also cognisant that the external world is changing, and regulators, governments, companies and consumers are faced with competing priorities and expectations in various aspects, ESG included.

In this regard, we have taken stock, reflected on our excellent progress of our Sustainability Strategy to date, and have refreshed our focus for the critical years ahead. To this end, in July, 2024, we reviewed and refreshed our Sustainability Strategy with an aim of taking a much longer outlook beyond 2030. We have, therefore, dropped the prefix 'Society 2030' from the nomenclature of our Sustainability Strategy and it is now referred to as, 'Spirit of Progress'. The refreshed strategy is a shift from our 10-year ambition outlook to an ongoing journey, with our 10-year goals being a milestone in our journey and a part of our growth ambition. We continue to focus on the three strategic pillars namely; Promote Positive Drinking, Champion Inclusion and Diversity and Pioneer Grain to Glass Sustainability. During the year we focused on achieving the targets for the period as outlined in each pillar and were successful in doing so through continued partnerships with our various valued stakeholders. Additionally, in anticipation of the upcoming governance and disclosure practices with the International Financial Reporting Standards (IFRS) Sustainability Disclosure Standards, specifically IFRS S1 and IFRS S2 which will be implemented from 2027, we have begun to engage experts to align our disclosure practices accordingly. This alignment goes hand in hand with our commitment to delivering our Sustainability Strategy in a transparent manner, deepen accountability and enable our investors, and other stakeholders, to better understand the long-term resilience of our strategy.

III) OUR PEOPLE

Our people are at the core of our organisation's success. We are committed to creating a vibrant and inclusive culture that empowers employees to achieve their full potential. We foster an enabling work environment where everyone is valued and respected, and we strive to create opportunities for personal and professional growth. We are committed to investing in our employees' development through critical experiences, coaching, and on-the-job learning.

Our key people priorities are aimed at unlocking quality growth for our business and people. We focus on growing diverse talents and building capabilities for the future and enhanced employee experience with outcomes delivered through respect, empowerment, and celebration.

IV) RELATED PARTY TRANSACTIONS

The Directors confirm that they have disclosed the Group and Company related party transactions in these financial statements and there were no insider dealings for the year ended 30 June 2025.

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

DIRECTORS' REPORT (continued)

3. DIVIDENDS

Directors recommend that the Board approves the proposal to declare final dividend of Kshs 5.5 per share (2024: Kshs 6.0 per share) amounting to Kshs 4.35 billion (2024: Kshs 4.74 billion). An interim dividend of Kshs 2.50 per share for 2025 (2024: Kshs 1 per share) was paid in April 2025. The total dividend pay-out for the year will therefore be Kshs 8.0 per share (2024: Kshs 7.0 per share) amounting to Kshs 6.33 billion (2024: Kshs 5.54 billion).

4. DIRECTORS

The Directors who held office during the year and to the date of this report are set out on page 47.

5. DISCLOSURES TO AUDITORS

The Directors confirm that with respect to each Director at the time of approval of this report:

a) there was, as far as each Director is aware, no relevant audit information of which the Company's auditor is unaware; and
b) each Director had taken all steps that ought to have been taken as a Director so as to be aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

6. AUDITOR

PricewaterhouseCoopers LLP continue in office in accordance with the Company's Articles of Association and Section 721 of the Companies Act, 2015. The Directors monitor the effectiveness, objectivity and independence of the auditor. This responsibility includes the approval of the audit engagement contract and the associated fees on behalf of the shareholders.

7. APPROVAL OF FINANCIAL STATEMENTS

The financial statements were approved by the Board of Directors on 30 July 2025.

By order of the Board



MS. ANGELA PEARL NAMWAKIRA
COMPANY SECRETARY
Date: 30 July 2025

DIRECTORS' REMUNERATION REPORT

East African Breweries Plc ("EABL" or "Company") ambition is to be the best performing, most trusted and respected consumer products company in Africa. Achieving this will require significant leadership focus and investment behind an ambitious growth strategy. Reward is a key enabler to this strategy – impacting our ability to not only attract, but to motivate and retain talent with the capability to deliver EABL's strategy and performance goals.

EABL is pleased to present the Directors' remuneration report for the year ended 30 June 2025. This report is compiled in accordance with EABL's reward policy, relevant provisions of both the CMA Code of Corporate Governance guidelines on Directors' remuneration and the Companies Act, 2015. A key provision of the Company's principles is that reward directly supports the business strategy with clear and measurable linkage to business performance.

EABL seeks to recognise the contribution its employees make towards the success of the Company, while reflecting not only the value of the roles they perform, but also the level to which they perform them. Our approach to recognising our Directors' contribution to the business is based on our reward principles, which are summarised as below:

Competitiveness: Our reward structure is reviewed regularly and is designed to ensure that we continually offer our Directors a competitive total reward package.
Transparency: Our reward program is simple and globally aligned, and we strive to explain to all stakeholders the component value of the total reward package and the criteria which may affect it.
Performance based: Our reward programs are linked to our performance ambition. They are simple and clearly communicated, recognising individual and business performance.

As at 30 June 2025, EABL's Board of Directors consisted of:

- 2 Executive Directors: Ms. Jane Karuku and Ms. Risper G. Ohaga
- 3 Non-executive Directors: Mr. Leo Breen, Mr. Sathish Krishnan and Ms. Lorna Benton
- 5 Independent Non-executive Directors ("INEDs"): Dr. Martin Oduor-Otieno, Mr. Paul Deo Makanza, Mr. Jimmy Mugerwa, Ms. Ory Okolloh and Mr. Felix Okoboi

The next section outlines the details of the remuneration.

1. EXECUTIVE DIRECTORS

Executive Directors' remuneration is guided by the principles set out above. It comprises guaranteed elements (base pay and fixed allowances), benefits and variable elements (bonus pay and stock options or awards).

The elements of the Executive Directors' remuneration are as detailed in the table below:

Reward element	Purpose and link to Strategy	Operation	Performance measure
Base pay	Attraction and retention of the best talent with the capability to deliver EABL's strategy and performance goals.	Paid in 12 equal monthly instalments and is pensionable. Reviewed annually in October, to reflect changes in market pay levels and individual performance.	Based on individual's level of responsibility.
Pension	Provide competitive post-retirement benefit to attract and retain high caliber talent to drive delivery of EABL's strategy.	10 % of basic salary	None
Other benefits	Provide market competitive benefits which help in attraction and retention of top talent.	Range of benefits include car allowance, club membership, company product, medical, accident and life insurance.	Based on individual's level of responsibility.

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

DIRECTORS' REMUNERATION REPORT (continued)

1. EXECUTIVE DIRECTORS (continued)

Reward element	Purpose and link to Strategy	Operation	Performance measure
Bonus	To incentivise delivery of EABL's annual strategic targets.	Targets are set out annually based on the Company's business plans. Bonuses are awarded during the EABL Annual Review Cycle and paid out in cash in October of every year. Elements used to calculate bonus are: annual base salary, business multiple and bonus factor	Based on individual and Company performance.
Shares / stock options	To incentivise delivery of long-term sustainable performance in line with business strategy and delivery of value and returns to shareholders	Granted annually as share options or Restricted Stock Units. The award vests three years after grant and can be exercised any time within the seven-year period following vesting.	A growth measure (e.g., net sales growth, operating profit growth); A measure of efficiency (e.g., operating margin, cumulative free cash flow, return on invested capital).

EXECUTIVE DIRECTORS REMUNERATION – AUDITABLE INFORMATION

TABLE 1: EXECUTIVE DIRECTORS PAY AND BENEFITS

	Salary Kshs'000	Bonuses Kshs'000	Allowances and benefits Kshs'000	Total Kshs'000
Year ended 30 June 2025				
Jane Karuku	**63,860**	**11,625**	**12,027**	**87,512**
Risper G. Ohaga	**33,194**	**4,243**	**10,624**	**48,061**
Total	**97,054**	**15,868**	**22,651**	**135,573**
Year ended 30 June 2024				
Jane Karuku	55,056	17,693	10,738	83,487
Risper G. Ohaga	30,912	4,934	6,538	42,384
Total	85,968	22,627	17,276	125,871

The bonus is awarded during the annual review cycle and paid out in October of every year. Therefore, the disclosed bonus remuneration is the amounts paid in the financial year based on the individual and company performance in the prior year.

DIRECTORS' REMUNERATION REPORT (continued)

TABLE 2: EXECUTIVE DIRECTORS SHARE OPTIONS

The movement in the executive directors' share options awards is as follows:

	At start of year	Shares/options awarded	Shares/options exercised	At end of year
Year ended 30 June 2025				
Jane Karuku	**65,429**	**17,110**	**(6,633)**	**75,906**
Risper G. Ohaga	**3,137**	**1,513**	**(1,327)**	**3,323**
Total	**68,566**	**18,623**	**(7,960)**	**79,229**
Year ended 30 June 2024				
Jane Karuku	63,258	10,016	(7,845)	65,429
Risper G. Ohaga	8,339	609	(5,811)	3,137
Total	71,597	10,625	(13,656)	68,566

The charge through profit or loss relating to the share options and awards was Kshs 30,044,000 (2024: Kshs 23,827,000).

2. NON-EXECUTIVE DIRECTORS

The Non-executive Directors, Mr. Leo Breen, Mr. Sathish Krishnan and Ms. Lorna Benton, are full time employees of the majority shareholder, Diageo plc. As a result of being full time employees of Diageo plc, these Non-executive Directors did not earn any fees for sitting on the board of EABL.

3. INDEPENDENT NON-EXECUTIVE DIRECTORS (INEDS)

INDEPENDENT NON-EXECUTIVE DIRECTORS' REMUNERATION POLICY AND FRAMEWORK

Our reward policy targets to ensure that our pay is competitive at all levels across the business including the Non-executive Directors compensation.

EABL's preferred market positioning for INEDs remuneration is 75th percentile within a comparable peer group of companies. The approved internal policy and market practice is to review remuneration for Board Members every 2 years. The last review was carried out in October 2024.

The list of the reward components is as follows:

(I) CONSOLIDATED FEES

Competitive fees paid monthly and aimed at attraction, motivation, and retention. Fees are reviewed every two years, and increases determined in accordance with business affordability.

(II) INSURANCE COVER

EABL provides professional indemnity insurance for all the INEDs in line with best practice in the market.

(III) COMPANY PRODUCT

INEDs are eligible to receive a discretionary choice from a select product range, valued at Kshs. 3,000 per month to enable them experience the Group's brands.

(IV) OFFICIAL TRAVEL AND RELATED EXPENSES

EABL provides for INEDs official travel and related expenses in line with its Travel and Entertainment policy.

(V) MEDICAL COVER

The Company provides INEDs with both inpatient and outpatient medical cover, within the limits provided for EABL employees.

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

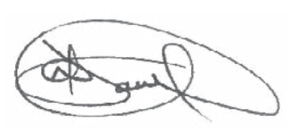
DIRECTORS' REMUNERATION REPORT (continued)

3. INDEPENDENT NON-EXECUTIVE DIRECTORS' REMUNERATION POLICY AND FRAMEWORK (continued)

INEDS REMUNERATION – AUDITABLE INFORMATION[1]

	2025 Kshs'000	2024 Kshs'000
Dr. Martin Oduor-Otieno	**10,525**	10,000
Caroline Wangui Musyoka	**1,570**	6,280
Felix Okoboi	**6,327**	6,280
Jimmy Mugerwa	**8,060**	8,000
John Ulanga	**—**	6,000
Paul Makanza	**8,060**	616
Ory Okolloh	**6,327**	6,280
Total	**40,869**	43,456

By order of the Board



MS. ANGELA PEARL NAMWAKIRA
COMPANY SECRETARY
Date: 30 July 2025

1 The Chairpersons of the EABL Board and of significant subsidiary Boards are paid a higher remuneration than other directors.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The Companies Act, 2015 requires the Directors to prepare financial statements for each financial year which give a true and fair view of the financial position of the Group and Company at the end of the financial year and its financial performance for the year then ended. The Directors are responsible for ensuring that the Group and Company keep proper accounting records that are sufficient to show and explain the transactions of the Group and Company; disclose with reasonable accuracy at any time the financial position of the Group and Company; and that enables them to prepare financial statements of the Group and Company that comply with prescribed financial reporting standards and the requirements of the Companies Act, 2015. They are also responsible for safeguarding the assets of the Group and Company and for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The Directors accept responsibility for the preparation and presentation of these financial statements in accordance with IFRS Accounting Standards and in the manner required by the Companies Act, 2015. They also accept responsibility for:

i) Designing, implementing and maintaining internal control as they determine necessary to enable the preparation of financial statements that are free from material misstatements, whether due to fraud or error;

ii) Selecting suitable accounting policies and then apply them consistently; and

iii) Making judgements and accounting estimates that are reasonable in the circumstances.

The Directors have assessed the Group's and Company's abilities to continue as going concerns and have no reason to believe the Group and Company will not be a going concern for at least the next twelve months from the date of this statement.

The Group and its subsidiaries have complied with the terms of financial covenants on borrowings.

Approved by the Board of Directors on 30 July 2025 and signed on its behalf by:



MS. JANE KARUKU
GROUP MANAGING DIRECTOR



MS. RISPER G OHAGA
GROUP CHIEF FINANCIAL OFFICER

REPORT OF THE INDEPENDENT AUDITOR TO THE SHAREHOLDERS OF EAST AFRICA BREWERIES PLC

REPORT ON THE FINANCIAL STATEMENTS

OUR OPINION

We have audited the accompanying financial statements of East African Breweries Plc (the Company) and its subsidiaries (together, the Group) set out on pages 65 to 103, which comprise the consolidated statement of financial position at 30 June 2025 and the consolidated statement of profit or loss, consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, together with the Company statement of financial position at 30 June 2025, and the Company statements of profit or loss and other comprehensive income, changes in equity, and cash flows for the year then ended, and the notes to the financial statements, comprising material accounting policies and other explanatory information.

In our opinion, the financial statements give a true and fair view of the financial position of the Group and the Company as at 30 June 2025 and of their financial performance and their cash flows for the year then ended in accordance with IFRS Accounting Standards and the requirements of the Companies Act, 2015.

BASIS FOR OPINION

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial statements* section of our report.

We are independent of the Company in accordance with the International Code of Ethics for Professional Accountants (including International Independence Standards) issued by the International Ethics Standards Board for Accountants (IESBA Code) together with the ethical requirements that are relevant to our audit of the financial statements in Kenya. We have fulfilled our other ethical responsibilities in accordance with the IESBA Code.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matter	How our audit addressed the key audit matter
Carrying value of intangible assets (goodwill and brands) and investments in subsidiaries As disclosed in Notes 23 and 24 of the financial statements, the Group has goodwill of Kshs 3.0 billion, and indefinite lived brand intangible assets of Kshs 515 million as at 30 June 2025 arising from business acquisitions in prior years. The carrying amount of investments in subsidiaries in the Company's statement of financial position at 30 June 2025 was Kshs 47 billion. Management performs an impairment assessment of intangible assets and the investment in subsidiaries on an annual basis as explained in the accounting policies Note 2 (h) and 2 (s) of the financial statements. The impairment assessment is based on a comparison of the carrying amount of the intangible assets and the investments in subsidiaries in the statement of financial position to their respective recoverable amounts. The determination of the recoverable amount, which is the higher of value-in-use and fair value less costs to dispose, requires management judgement in both identifying and valuing the relevant cash generating units (CGUs). Recoverable amounts are based on management's estimate of variables and market conditions such as future selling prices and sales volume growth rates, the timing of future operating expenditure, discount and long-term growth rates and terminal values of the assets. Variations in management estimates and judgements could result in material differences in the outcomes of the assessment.	We evaluated and validated the composition of management's cash flow forecasts, and the underlying assumptions based on the historical performance of the CGUs, industry specific reports and the macro-economic outlook. We assessed the appropriateness of the impairment models and the reasonableness of the assumptions by benchmarking the key market-related assumptions in the models, such as discount rates and long term growth rates against external data, and assessed the reliability of cash flow forecasts through a review of actual past performance and comparison to previous forecasts. We tested the mathematical accuracy and performed sensitivity analysis of the inputs and assumptions to the models. We assessed the adequacy and appropriateness of the related disclosures in Notes 23 and 24 of the financial statements.

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REPORT OF THE INDEPENDENT AUDITOR TO THE SHAREHOLDERS OF EAST AFRICA BREWERIES PLC (continued)

KEY AUDIT MATTERS (continued)

Key audit matter	How our audit addressed the key audit matter
Provisions and contingent liabilities As explained in Note 31 of the financial statements, the Group entities have unresolved tax assessments and claims by Revenue Authorities relating to a range of compliance matters in the normal course of business. The Directors use the best available information to make significant judgements at year-end as to the likely outcome of these matters for purposes of calculating any potential liabilities and/or determining the level of disclosures in the financial statements. As explained in Note 31 of the financial statements, since the settlement of these matters is subject to future negotiations and legal proceedings, the calculations of any provisions are subject to inherent uncertainty. The future outcome of these claims could be materially different from the Directors' judgements.	As explained in Note 31 of the financial statements, since the settlement of these matters is subject to future negotiations and legal proceedings, the calculations of any provisions are subject to inherent uncertainty. We assessed the reasonableness of any provisions recorded in the financial statements in the context of the uncertainty. Our audit focused on assessing the reasonableness of the Directors' judgements in relation to unresolved tax assessments and claims. In particular, our procedures included the following: • where relevant, assessing independent professional opinions used in the management judgments and estimates; and • validation of the management judgements and estimates against supporting internal information and documents, and communications with relevant tax authorities. We evaluated whether the disclosures in the financial statements appropriately reflect any significant uncertainties that exist on the unresolved tax matters.

OTHER INFORMATION

The other information comprises the corporate information, the directors' report, the directors' remuneration report, the statement of directors' responsibilities and the principal shareholders and share distribution information, which we obtained prior to the date of this auditor's report, and the rest of the other information in the Annual Report which is expected to be made available to us after that date, but does not include the financial statements and our auditor's report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in this report, we do not and will not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information we have received prior to the date of this auditor's report we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

When we read the rest of the other information in the Annual Report and we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

RESPONSIBILITIES OF THE DIRECTORS FOR THE FINANCIAL STATEMENTS

The directors are responsible for the preparation of financial statements that give a true and fair view in accordance with IFRS Accounting Standards and the requirements of the Companies Act, 2015, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the Group's financial statements. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the Group's financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

REPORT ON OTHER MATTERS PRESCRIBED BY THE COMPANIES ACT, 2015

In our opinion the information given in the directors' report on pages 59 to 60 is consistent with the financial statements.

DIRECTORS' REMUNERATION REPORT

In our opinion the auditable part of the directors' remuneration report on pages 60 to 62 has been properly prepared in accordance with the Companies Act, 2015.



CPA Peter Ngahu, Practicing Certificate Number 1458
Engagement Partner responsible for the audit
For and on behalf of PricewaterhouseCoopers LLP
Certified Public Accountants
Nairobi
30 July 2025

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

CONSOLIDATED STATEMENT OF PROFIT OR LOSS

for the year ended 30 June 2025

	Notes	2025 Kshs'000	2024 Kshs'000
Revenue from contracts with customers	6	**128,790,557**	124,130,660
Cost of sales	7	**(74,713,068)**	(70,482,904)
Gross profit		**54,077,489**	53,647,756
Selling and distribution costs		**(11,633,930)**	(11,422,773)
Administrative expenses	8	**(13,113,619)**	(12,203,890)
Other income	9	**477,405**	448,898
Other expenses	9	**(4,561,285)**	(5,624,633)
Net impairment (charge)/reversal on financial assets	9	**(75,283)**	52,576
Operating profit		**25,170,777**	24,897,934
Finance income	12	**142,545**	68,499
Finance costs	12	**(6,001,969)**	(8,195,721)
Profit before income tax	10	**19,311,353**	16,770,712
Income tax expense	13	**(7,113,584)**	(5,900,500)
Profit for the year		**12,197,769**	10,870,212
Profit attributable to:			
Equity holders of the Company		**9,465,826**	8,145,642
Non-controlling interest	18	**2,731,943**	2,724,570
Profit for the year		**12,197,769**	10,870,212
Earnings per share			
Basic and diluted (Kshs per share)	15	**11.97**	10.30

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

for the year ended 30 June 2025

	Year ended 30 June	
	2025 Kshs'000	2024 Kshs'000
Profit for the year	**12,197,769**	10,870,212
Other comprehensive income, net of tax:		
Items that may be reclassified to profit or loss		
Exchange differences on translation of foreign operations	**515,148**	(3,958,971)
Total comprehensive income for the year	**12,712,917**	6,911,241
Total comprehensive income for the year attributable to:		
Equity holders of the Company	**9,986,494**	4,276,659
Non-controlling interests	**2,726,423**	2,634,582
Total comprehensive income for the year	**12,712,917**	6,911,241

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

COMPANY STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

for the year ended 30 June 2025

	Notes	2025 Kshs'000	2024 Kshs'000
Revenue from contracts with customers	6	**2,226,143**	2,080,987
Dividend income		**6,521,203**	7,366,352
Total revenue		**8,747,346**	9,447,339
Administrative expenses	8	**(866,963)**	(1,349,509)
Other income	9	**228,343**	10,368
Other expenses	9	**(970,118)**	(571,542)
Operating profit		**7,138,608**	7,536,696
Finance income	12	**4,372,187**	4,701,689
Finance costs	12	**(5,138,206)**	(6,344,893)
Profit before income tax	10	**6,372,589**	5,893,492
Income tax expense	13	**(402,447)**	(127,987)
Profit for the year		**5,970,142**	5,765,505
Other comprehensive income, net of tax		**–**	–
Total comprehensive income for the year		**5,970,142**	5,765,505

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

as at 30 June 2025

	Note	30 June 2025 Kshs'000	30 June 2024 Kshs'000
Equity attributable to owners of the Company			
Share capital	16	**1,581,547**	1,581,547
Share premium	16	**1,691,151**	1,691,151
Treasury shares	17	**(574,230)**	(613,641)
Share based payment reserve	17	**185,580**	161,618
Translation reserve		**(85,169)**	(594,999)
Retained earnings		**19,946,869**	16,796,400
Proposed dividend		**4,349,259**	4,744,646
		27,095,007	23,766,722
Non-controlling interests	18	**15,192,203**	12,965,645
Total equity		**42,287,210**	36,732,367
Non-current liabilities			
Deferred income tax	19	**8,123,894**	8,085,378
Borrowings	29	**34,823,136**	41,426,867
Lease liabilities	30	**2,062,186**	1,862,922
		45,009,216	51,375,167
Total equity and non-current liabilities		**87,296,426**	88,107,534
Non-current assets			
Property, plant and equipment	20	**75,561,627**	75,935,090
Right of-use assets	21	**2,698,109**	2,372,975
Intangible assets – Software	22	**497,712**	595,550
Intangible assets – Goodwill	23	**3,036,009**	3,017,724
Intangible assets – Brand	23	**514,571**	512,172
Other financial assets	25	**10,000**	10,000
Deferred income tax	19	**118,705**	229,793
		82,436,733	82,673,304
Current assets			
Inventories	26	**15,870,967**	12,629,867
Trade and other receivables	27	**16,497,182**	12,650,292
Current income tax	13	**3,538,540**	4,576,662
Cash and bank balances	34	**12,745,359**	11,716,429
		48,652,048	41,573,250

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

as at 30 June 2025

CONSOLIDATED STATEMENT OF FINANCIAL POSITION (continued)

		30 June 2025 Kshs'000	30 June 2024 Kshs'000
Current liabilities			
Trade and other payables	28	**37,597,019**	28,354,123
Dividends payable		**790,522**	507,063
Bank overdraft	29	**1,180**	901,419
Borrowings	29	**4,498,027**	5,636,117
Lease liabilities	30	**905,607**	740,298
		43,792,355	36,139,020
Net current assets		**4,859,693**	5,434,230
		87,296,426	88,107,534

The financial statements on pages 65 to 103 were approved for issue by the Board of Directors on 30 July 2025 and signed on its behalf by:



MS. JANE KARUKU
GROUP MANAGING DIRECTOR



MS. RISPER G OHAGA
GROUP CHIEF FINANCIAL OFFICER

COMPANY STATEMENT OF FINANCIAL POSITION

	Note	30 June 2025 Kshs'000	30 June 2024 Kshs'000
Equity attributable to owners of the Company			
Share capital	16	**1,581,547**	1,581,547
Share premium	16	**1,691,151**	1,691,151
Proposed dividends	14	**4,349,259**	4,744,646
Share based payment reserve	17	**185,580**	161,618
Retained earnings		**23,615,032**	23,971,085
Total equity		**31,422,569**	32,150,047
Non-current liabilities			
Borrowings	29	**28,500,000**	35,150,000
Lease liabilities	30	**—**	2,354
		28,500,000	35,152,354
Total equity and non-current liabilities		**59,922,569**	67,302,401
Non-current assets			
Property, plant and equipment	20	**400,376**	443,885
Right of-use assets	21	**2,037**	4,684
Intangible assets – Software	22	**6,942**	5,748
Investment in subsidiaries	24	**46,902,821**	46,891,982
Other financial assets	25	**10,000**	10,000
Receivables from related parties	35	**27,990,884**	32,706,070
Deferred income tax	19	**110,615**	220,987
		75,423,675	80,283,356
Current assets			
Trade and other receivables	27	**3,023,672**	3,576,902
Current income tax		**3,318,630**	3,558,709
Cash and bank balances	34	**5,855,399**	6,645,537
		12,197,701	13,781,148
Current liabilities			
Trade and other payables	28	**25,655,051**	23,696,858
Dividends payable		**790,522**	504,714
Borrowings	29	**1,250,880**	2,557,682
Lease liabilities	30	**2,354**	2,849
		27,698,807	26,762,103
Net current liabilities		**(15,501,106)**	(12,980,955)
		59,922,569	67,302,401

The financial statements on pages 65 to 103 were approved for issue by the board of Directors on 30 July 2025 and signed on its behalf by:



MS. JANE KARUKU
GROUP MANAGING DIRECTOR



MS. RISPER G OHAGA
GROUP CHIEF FINANCIAL OFFICER

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

Year ended 30 June 2025	Share capital Kshs'000	Share Premium Kshs'000	Treasury shares Kshs'000	Share based payment reserve Kshs'000	Translation reserve Kshs'000	Proposed dividends Kshs'000	Retained earnings Kshs'000	Total Kshs'000	Non-controlling interests Kshs'000	Total equity Kshs'000
At 1 July 2024	**1,581,547**	**1,691,151**	**(613,641)**	**161,618**	**(594,999)**	**4,744,646**	**16,796,400**	**23,766,722**	**12,965,645**	**36,732,367**
Total comprehensive income								**–**		**–**
Profit for the year	**–**	**–**	**–**	**–**	**–**	**–**	**9,465,826**	**9,465,826**	**2,731,943**	**12,197,769**
Other comprehensive income	**–**	**–**	**–**	**–**	**509,830**	**–**	**–**	**509,830**	**5,318**	**515,148**
Share purchase	**–**	**–**	**–**	**–**	**–**	**–**	**10,838**	**10,838**	**(10,838)**	**–**
Total comprehensive income for the year	**–**	**–**	**–**	**–**	**509,830**	**–**	**9,476,664**	**9,986,494**	**2,726,423**	**12,712,917**
Transactions with owners of the Company										
Share based payment reserve (Note 17)	**–**	**–**	**–**	**23,962**	**–**	**–**	**–**	**23,962**	**–**	**23,962**
Employees share ownership plan (Note 17)	**–**	**–**	**39,411**	**–**	**–**	**–**	**–**	**39,411**	**–**	**39,411**
Dividends:										
– Interim for 2025	**–**	**–**	**–**	**–**	**–**	**–**	**(1,976,936)**	**(1,976,936)**	**–**	**(1,976,936)**
– Final for 2024	**–**	**–**	**–**	**–**	**–**	**(4,744,646)**	**–**	**(4,744,646)**	**(499,865)**	**(5,244,511)**
– Proposed for 2025	**–**	**–**	**–**	**–**	**–**	**4,349,259**	**(4,349,259)**	**–**	**–**	**–**
Total transactions with owners of the Company	**–**	**–**	**39,411**	**23,962**	**–**	**(395,387)**	**(6,326,195)**	**(6,658,209)**	**(499,865)**	**(7,158,074)**
At 30 June 2025	**1,581,547**	**1,691,151**	**(574,230)**	**185,580**	**(85,169)**	**4,349,259**	**19,946,869**	**27,095,007**	**15,192,203**	**42,287,210**

Year ended 30 June 2024	Share capital Kshs'000	Share Premium Kshs'000	Treasury shares Kshs'000	Share based payment reserve Kshs'000	Translation reserve Kshs'000	Proposed dividends Kshs'000	Retained earnings Kshs'000	Total Kshs'000	Non-controlling interests Kshs'000	Total equity Kshs'000
At 1 July 2023	1,581,547	1,691,151	(836,797)	131,918	3,273,984	1,383,855	14,186,178	21,411,836	10,332,042	31,743,878
Total comprehensive income										
Profit for the year	–	–	–	–	–	–	8,145,642	8,145,642	2,724,570	10,870,212
Other comprehensive income	–	–	–	–	(3,868,983)	–	–	(3,868,983)	(89,988)	(3,958,971)
Total comprehensive income for the year	–	–	–	–	(3,868,983)	–	8,145,642	4,276,659	2,634,582	6,911,241
Transactions with owners of the Company										
Share based payment reserve (Note 17(a))	–	–	–	29,700	–	–	–	29,700	–	29,700
Employees share ownership plan (Note 17(a))	–	–	223,156	–	–	–	–	223,156	–	223,156
Dividends:										
– Final for 2023	–	–	–	–	–	(1,383,855)	–	(1,383,855)	(979)	(1,384,834)
– Interim for 2024	–	–	–	–	–	–	(790,774)	(790,774)	–	(790,774)
– Proposed for 2024	–	–	–	–	–	4,744,646	(4,744,646)	–	–	–
Total transactions with owners of the Company	–	–	223,156	29,700	–	3,360,791	(5,535,420)	(1,921,773)	(979)	(1,922,752)
At 30 June 2024	1,581,547	1,691,151	(613,641)	161,618	(594,999)	4,744,646	16,796,400	23,766,722	12,965,645	36,732,367

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

COMPANY STATEMENT OF CHANGES IN EQUITY

Year ended 30 June 2025	Share capital Kshs'000	Share Premium Kshs'000	Share based payment reserve Kshs'000	Proposed dividends Kshs'000	Retained earnings Kshs'000	Total equity Kshs'000
At 1 July 2024	**1,581,547**	**1,691,151**	**161,618**	**4,744,646**	**23,971,085**	**32,150,047**
Total comprehensive income for the year	**—**	**—**	**—**	**—**	**5,970,142**	**5,970,142**
Transactions with owners of the company:						
Share based payment reserve (Note 17)	**—**	**—**	**23,962**	**—**	**—**	**23,962**
Dividends:						
– Interim for 2025	**—**	**—**	**—**	**—**	**(1,976,936)**	**(1,976,936)**
– Final for 2024	**—**	**—**	**—**	**(4,744,646)**	**—**	**(4,744,646)**
– Proposed for 2025	**—**	**—**	**—**	**4,349,259**	**(4,349,259)**	**—**
Total transactions with owners of the company	**—**	**—**	**23,962**	**(395,387)**	**(6,326,195)**	**(6,697,620)**
At 30 June 2025	**1,581,547**	**1,691,151**	**185,580**	**4,349,259**	**23,615,032**	**31,422,569**
At 1 July 2023	1,581,547	1,691,151	131,918	1,383,855	23,741,000	28,529,471
Total comprehensive income for the year	—	—	—	—	5,765,505	5,765,505
Transactions with owners of the company:						
Share based payment reserve (Note 17(a))	—	—	29,700	—	—	29,700
Dividends:						
– Interim for 2024	—	—	—	—	(790,774)	(790,774)
– Final for 2023	—	—	—	(1,383,855)	—	(1,383,855)
– Proposed for 2024	—	—	—	4,744,646	(4,744,646)	—
Total transactions with owners of the Company	—	—	29,700	3,360,791	(5,535,420)	(2,144,929)
At 30 June 2024	1,581,547	1,691,151	161,618	4,744,646	23,971,085	32,150,047

CONSOLIDATED STATEMENT OF CASH FLOWS

	Notes	Year ended 30 June 2025 Kshs'000	2024 Kshs'000
Profit before income tax		**19,311,353**	16,770,712
Adjusted for:			
Interest income	12	**(142,545)**	(68,499)
Interest expense on borrowings	12	**5,785,846**	7,755,793
Interest expense on lease liabilities	12	**216,123**	207,140
Depreciation of property, plant and equipment	20	**7,220,321**	7,153,704
Amortisation of right-of-use asset	21	**801,608**	891,314
Amortisation of intangible asset – software	22	**142,818**	154,802
Share based payments	17	**23,962**	29,700
Write-off of property, plant and equipment	20	**253,476**	98,755
Cash generated from operations before working capital adjustments		**33,612,962**	32,993,421
Changes in working capital:			
– Trade and other receivables	34	**(3,744,373)**	(1,057,415)
– Inventories	34	**(3,148,309)**	2,321,741
– Trade and other payables	34	**8,930,868**	357,030
Cash generated from operations		**35,651,148**	34,614,777
Operating activities			
Interest received	12	**142,545**	68,499
Interest paid on borrowings		**(5,785,846)**	(7,891,908)
Interest paid on lease liabilities	30	**(216,123)**	(207,140)
Income tax paid	13	**(6,025,059)**	(4,486,063)
Net cash inflow from operating activities		**23,766,665**	22,098,165
Investing activities			
Purchase of property, plant and equipment	20	**(6,440,578)**	(7,235,567)
Purchase of intangible assets – software	22	**(39,001)**	(24,015)
Net cash outflow from investing activities		**(6,479,579)**	(7,259,582)

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ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

CONSOLIDATED STATEMENT OF CASH FLOWS (continued)

	Notes	Year ended 30 June 2025 Kshs'000	2024 Kshs'000
Financing activities			
Repayment of principal portion of lease liabilities	30	**(776,599)**	(840,934)
Dividends paid to Company's shareholders		**(6,405,422)**	(2,174,629)
Dividends paid to non-controlling interests		**(424,885)**	(979)
Proceeds from borrowings	29	**4,697,240**	1,740,618
Repayment of borrowings	29	**(12,737,908)**	(10,609,492)
Net cash outflow from financing activities		**(15,647,574)**	(11,885,416)
Increase in cash and cash equivalents		**1,639,512**	2,953,167
Movement in cash and cash equivalents			
At start of year		**10,815,010**	9,042,933
Foreign exchange impact on translation		**289,657**	(1,181,090)
Net increase in the year		**1,639,512**	2,953,167
At end of year	34	**12,744,179**	10,815,010

COMPANY STATEMENT OF CASH FLOWS

	Notes	Year ended 30 June 2025 Kshs'000	2024 Kshs'000
Profit before income tax		**6,372,589**	5,893,492
Adjusted for:			
Interest income	12	**(4,372,187)**	(4,701,689)
Interest expense on borrowings	12	**5,137,822**	6,269,515
Interest expense on lease liabilities	12	**384**	768
Depreciation of property, plant and equipment	20	**45,429**	51,309
Amortisation of right-of-use asset	21	**2,647**	4,507
Amortisation of intangible asset – software	22	**1,037**	1,054
Share based payments	17	**23,962**	29,700
Dividend income		**(6,521,203)**	(7,366,352)
Write-off of property, plant and equipment	20	**398**	772
Effect of movements in exchange rates on cash held		**103,954**	(90,307)
Cash generated from operations before working capital adjustments		**794,832**	92,769
Changes in working capital:			
Trade and other receivables		**553,230**	(186,440)
Trade and other payables		**(1,354,875)**	(315,664)
Cashpool balances	28	**1,655,853**	7,255,440
Cash generated from operations		**1,649,040**	6,846,105
Operating activities			
Interest received		**4,335,221**	4,466,035
Interest paid on borrowings		**(5,174,905)**	(6,341,786)
Interest paid on lease liabilities	30	**(384)**	(768)
Income tax paid	13	**(51,996)**	(771,763)
Net cash inflow from operating activities		**756,976**	4,197,823
Investing activities			
Purchase of property, plant and equipment	20	**(2,318)**	(35,910)
Purchase of intangible assets	22	**(2,231)**	(1,694)
Purchase of additional interest in a subsidiary	25	**(10,839)**	–
Net funding of subsidiaries		**4,715,186**	(1,023,748)
Dividends received from subsidiaries		**6,521,203**	7,366,352
Net cash inflow from investing activities		**11,221,001**	6,305,000

(continued on page 71)

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

COMPANY STATEMENT OF CASH FLOWS (continued)

	Notes	Year ended 30 June 2025 Kshs'000	2024 Kshs'000
Financing activities			
Repayment of principal portion of lease liabilities	30	**(2,849)**	(4,601)
Dividends paid to Company's shareholders		**(4,744,646)**	(1,702,338)
Proceeds from borrowings	29	**2,000,000**	—
Repayment of borrowings	29	**(9,916,666)**	(6,433,334)
Net cash outflow from financing activities		**(12,664,161)**	(8,140,273)
(Decrease)/increase in cash and cash equivalents		**(686,184)**	2,362,550
Movement in cash and cash equivalents			
At start of year		**6,645,537**	4,192,680
Effect of movements in exchange rates on cash held		**(103,954)**	90,307
(Decrease)/increase in the year		**(686,184)**	2,362,550
At end of year	34	**5,855,399**	6,645,537

NOTES

1. GENERAL INFORMATION

East African Breweries Plc (the "Company") is incorporated as a limited liability company in Kenya under the Companies Act, 2015 and is domiciled in Kenya. The address of its registered office and principal place of business is as follows:

East African Breweries Plc
Corporate Centre,
Garden City Business Park, Ruaraka
PO Box 30161
00100 Nairobi GPO

The consolidated financial statements for the Company as at 30 June 2025 and for the year ended comprise the Company and the subsidiaries (together referred to as the 'Group' and individually as 'Group entities').

The Company's shares are listed on the Nairobi Securities Exchange, Uganda Stock Exchange and Dar es Salaam Stock Exchange.

For Companies Act, 2015 reporting purposes, the balance sheet is represented by the statement of financial position and the profit or loss account by the statement of profit or loss and other comprehensive income, in these financial statements.

2. MATERIAL ACCOUNTING POLICIES

The principal accounting policies adopted in the preparation of these financial statements are set out below. These policies have been consistently applied to all years presented, unless otherwise stated.

(A) BASIS OF PREPARATION

(I) BASIS OF ACCOUNTING

The financial statements have been prepared in accordance with IFRS Accounting Standards and in the manner required by the Companies Act, 2015. The measurement basis applied is the historical cost basis, except where otherwise stated in the accounting policies below.

(II) GOING CONCERN

The consolidated financial statements are prepared on a going concern basis under the historical cost convention, unless stated otherwise in the relevant accounting policy.

(III) FUNCTIONAL AND PRESENTATION CURRENCY

The financial statements are presented in Kenya Shillings which is the Company's functional currency. All financial statements presented in Kenya Shillings have been rounded to the nearest thousand except when otherwise indicated.

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates 'the functional currency' except where otherwise indicated.

(IV) USE OF JUDGEMENT AND ESTIMATES

The preparation of financial statements in conformity with IFRS Accounting Standards requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies. The areas involving a higher degree of judgement or complexity, or where assumptions and estimates are significant to the financial statements, are disclosed in Note 3.

(V) NEW AND AMENDED STANDARDS ADOPTED BY THE GROUP

The following standards and amendments have been applied by the Group for the first time for the financial year beginning 1 July 2024:

AMENDMENT TO IAS 1 – NON-CURRENT LIABILITIES WITH COVENANTS

These amendments clarify how conditions which an entity must comply within twelve months after the reporting period affect the classification of a liability. The amendments also aim to improve formation an entity provides related to liabilities subject to these.

AMENDMENT TO IFRS 16 – LEASES ON SALE AND LEASEBACK

These amendments include requirements for sale and leaseback transactions in IFRS 16 to explain how an entity accounts for a sale and leaseback after the date of the transaction. Sale and leaseback transactions where some or all the lease payments are variable lease payments that do not depend on an index or rate are most likely to be impacted.

AMENDMENT TO IAS 7 AND IFRS 7 – SUPPLIER FINANCE

These amendments require disclosures to enhance the transparency of supplier finance arrangements and their effects on an entity's liabilities, cash flows and exposure to liquidity risk. The disclosure requirements are the IASB's response to investors' concerns that some companies' supplier finance arrangements are not sufficiently visible, hindering investors' analysis.

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

NOTES (continued)

2. MATERIAL ACCOUNTING POLICIES (continued)

(A) BASIS OF PREPARATION (continued)

(VI) RELEVANT NEW STANDARDS AND INTERPRETATIONS ISSUED BUT NOT EFFECTIVE

AMENDMENTS TO IAS 21 – LACK OF EXCHANGEABILITY

An entity is impacted by the amendments when it has a transaction or an operation in a foreign currency that is not exchangeable into another currency at a measurement date for a specified purpose. A currency is exchangeable when there is an ability to obtain the other currency (with a normal administrative delay), and the transaction would take place through a market or enforceable rights and obligations.

AMENDMENT TO IFRS 9 AND IFRS 7 – CLASSIFICATION AND MEASUREMENT OF FINANCIAL INSTRUMENTS

These amendments:

- clarify the requirements for the timing of recognition and derecognition of some financial assets and liabilities, with a new exception for some financial liabilities settled through an electronic cash transfer system;
- clarify and add further guidance for assessing whether a financial asset meets the solely payments of principal and interest (SPPI) criterion;
- add new disclosures for certain instruments with contractual terms that can change cash flows (such as some instruments with features linked to the achievement of environment, social and governance (ESG) targets); and
- make updates to the disclosures for equity instruments designated at Fair Value through Other Comprehensive Income (FVOCI).

ANNUAL IMPROVEMENTS TO IFRS – VOLUME 11

Annual improvements are limited to changes that either clarify the wording in an Accounting Standard or correct relatively minor unintended consequences, oversights or conflicts between the requirements in the Accounting Standards. The 2024 amendments are to the following standards:

- IFRS 1 First-time Adoption of International Financial Reporting Standards;
- IFRS 7 Financial Instruments: Disclosures and its accompanying Guidance on implementing IFRS 7;
- IFRS 9 Financial Instruments;
- IFRS 10 Consolidated Financial Statements; and
- IAS 7 Statement of Cash Flows.

AMENDMENT TO IFRS 9 AND IFRS 7 – CONTRACTS REFERENCING NATURE-DEPENDENT ELECTRICITY

These amendments change the 'own use' and hedge accounting requirements of IFRS 9 and include targeted disclosure requirements to IFRS 7. These amendments apply only to contracts that expose an entity to variability in the underlying amount of electricity because the source of its generation depends on uncontrollable natural conditions (such as the weather). These are described as 'contracts referencing nature-dependent electricity'.

IFRS 18, 'PRESENTATION AND DISCLOSURE IN FINANCIAL STATEMENTS'

This is the new standard on presentation and disclosure in financial statements, with a focus on updates to the statement of profit or loss. The key new concepts introduced in IFRS 18 relate to:

- the structure of the statement of profit or loss;
- required disclosures in the financial statements for certain profit or loss performance measures that are reported outside an entity's financial statements (that is, management-defined performance measures); and
- enhanced principles on aggregation and disaggregation which apply to the primary financial statements and notes in general.

IFRS 19, 'SUBSIDIARIES WITHOUT PUBLIC ACCOUNTABILITY: DISCLOSURES'

This new standard works alongside other IFRS Accounting Standards. An eligible subsidiary applies the requirements in other IFRS Accounting Standards except for the disclosure requirements and instead applies the reduced disclosure requirements in IFRS 19. IFRS 19's reduced disclosure requirements balance the information needs of the users of eligible subsidiaries' financial statements with cost savings for preparers. IFRS 19 is a voluntary standard for eligible subsidiaries.

A subsidiary is eligible if:

- it does not have public accountability; and
- it has an ultimate or intermediate parent that produces consolidated financial statements available for public use that comply with IFRS Accounting Standards

(VII) EARLY ADOPTION OF STANDARDS

The Group did not early adopt new or amended standards in the year ended 30 June 2025.

Adoption of the above interpretations and amendments effective in the year did not have a material impact on the group's financial statements. Refer to additional disclosures provided within note 28(c) following the adoption of amendments to IAS 7 and IFRS 7- Supplier Finance.

Adoption of the above interpretations and amendments not yet effective is not expected to have a material impact on the group's financial statements.

Management is currently assessing the detailed implications of applying the new standard on the group's consolidated financial statements. From the high-level preliminary assessment performed, the following potential impacts have been identified:

- Although the adoption of IFRS 18 will have no impact on the group's net profit, the group expects that grouping items of income and expenses in the statement of profit or loss into the new categories will impact how operating profit is calculated and reported. From the high-level impact assessment that the group has performed, the following item might potentially impact operating profit:
  - Foreign exchange differences currently aggregated in the line item 'other income and other gains/(losses) – net' in operating profit might need to be disaggregated, with some foreign exchange gains or losses presented below operating profit.
  - The line items presented on the primary financial statements might change as a result of the application of the concept of 'useful structured summary' and the enhanced principles on aggregation and disaggregation.
- The group does not expect there to be a significant change in the information that is currently disclosed in the notes because the requirement to disclose material information remains unchanged; however, the way in which the information is grouped might change as a result of the aggregation/ disaggregation principles. In addition, there will be significant new disclosures required for:
  - management-defined performance measures;
  - a break-down of the nature of expenses for line items presented by function in the operating category of the statement of profit or loss – this break-down is only required for certain nature expenses; and
  - for the first annual period of application of IFRS 18, a reconciliation for each line item in the statement of profit or loss between the restated amounts presented by applying IFRS 18 and the amounts previously presented applying IAS 1.
- From a cash flow statement perspective, there will be changes to how interest received and interest paid are presented. Interest paid will be presented as financing cash flows and interest received as investing cash flows, which is a change from current presentation as part of operating cash flows.
- The group will apply the new standard from its mandatory effective date of 1 January 2027.

(B) BASIS OF CONSOLIDATION

The consolidated financial statements include the results of the Company and its subsidiaries. A subsidiary is an entity controlled by East African Breweries Plc. Control is the power to direct the relevant activities of the subsidiary that significantly affects the subsidiary's return so as to have rights to the variable return from its activities.

Where the Group has the ability to exercise joint control over an entity but has rights to specified assets and obligations for liabilities of that entity, the entity is consolidated on the basis of the group's rights over those assets and liabilities.

(I) SUBSIDIARIES

Subsidiaries are entities controlled by the Group. The financial statements of subsidiaries are included in the consolidated financial statements from the date on which control commences until the date on which control ceases. Investments in subsidiaries are accounted for at cost in the Company's financial statements.

(II) NON-CONTROLLING INTERESTS (NCI)

NCI are initially measured at their proportionate share of the acquired identifiable net assets at the acquisition date. Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated statement of profit or loss, statement of comprehensive income, statement of changes in equity and statement of financial position respectively.

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

NOTES (continued)

2. MATERIAL ACCOUNTING POLICIES (continued)

(B) BASIS OF CONSOLIDATION (continued)

(III) CHANGES IN THE GROUP'S OWNERSHIP INTERESTS IN EXISTING SUBSIDIARIES

Changes in the Group's ownership interests in subsidiaries that do not result in the Group losing control over the subsidiaries are accounted for as equity transactions. The carrying amount of the Group's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted and the fair values of the consideration paid or received is recognised directly in equity and attributed to owners of the Company. When the group ceases to consolidate or equity account for an investment because of a loss of control, joint control or significant influence, any retained interest in the entity is remeasured to its fair value, with the change in carrying amount recognised in profit or loss. This fair value becomes the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the group had directly disposed of the related assets or liabilities. This might mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

(IV) BALANCES AND TRANSACTIONS ELIMINATED AT CONSOLIDATION

Inter-company transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated, unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the group.

(C) REVENUE RECOGNITION

The Group recognises revenue from the sale of goods and services in the ordinary course of the Group's activities. The Group recognises revenue at a point in time as and when it satisfies a performance obligation by transferring control of a product or service to a customer.

The amount of revenue recognised is the amount the Group expects to receive in accordance with the terms of the contract, and excludes amounts collected on behalf of third parties, such as value-added tax (VAT), excises, returns, rebates and discounts and after eliminating sales within the Group.

Revenue is recognised as follows:

(i) Sales of goods are recognised in the period in which the Group delivers products to the customer, the customer accepts the products and collectability of the related receivables is reasonably assured.

(ii) Royalty income is recognised based on agreed rates applied on net sales value of the related products.

(iii) Management fee is recognised based on actual costs plus an agreed mark up.

Generally, payment of the transaction price is due within credit period of between 7 to 8 days with no element of financing.

The company does not have contract assets or contract liabilities at the reporting date.

(D) DIVIDEND INCOME

Dividend income is recognised as income in the period in which the right to receive the payment is established.

(E) FINANCE INCOME AND COSTS

Finance income comprises interest income and foreign exchange gains that relate to borrowings and cash and cash equivalents. Interest income is recognised in profit or loss on a time proportion basis using the effective interest method. Once a financial asset is identified as credit-impaired, the effective interest rate is applied to the amortised cost (net of impairment losses) in subsequent reporting periods.

Finance costs comprise interest expense and foreign exchange losses that relate to borrowings and cash and cash equivalents. Interest expense is recognised in profit or loss using the effective interest method.

All other foreign exchange gains and losses are presented in profit or loss within 'other income/ expenses.

(F) FOREIGN CURRENCY TRANSLATION

Foreign currency transactions are translated into the functional currency of the respective entity using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the profit or loss.

CONSOLIDATION OF GROUP ENTITIES

The results and financial position of all Group entities that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- assets and liabilities for each statement of financial position presented are translated at the closing rate at the reporting date;
- income and expenses for each statement of profit or loss and other comprehensive income are translated at average exchange rates (unless this average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at actual rates at the dates of the transactions); and
- all resulting exchange differences are recognised in other comprehensive income and accumulated in the translation reserve except to the extent that the translation difference is allocated to Non-controlling interest (NCI).

On consolidation, exchange differences arising from the translation of the net investment in foreign entities, and of borrowings and other currency instruments designated as hedges of such investments, are taken to other comprehensive income. When a foreign operation is sold, such exchange differences are recognised in the profit or loss as part of the gain or loss on sale.

If the Group disposes of only part of its interest in a subsidiary that includes a foreign operation while retaining control, then the relevant proportion of the cumulative amount is reattributed to NCI.

The assets and liabilities of foreign operations, including goodwill and fair value adjustments arising on acquisition, are translated into presentation currency at the closing exchange rates at the reporting date. The income and expenses of foreign operations are translated into the presentation currency at actual exchange rates at the dates of the transactions.

(G) PROPERTY, PLANT AND EQUIPMENT

Items of property, plant and equipment are measured at cost, less accumulated depreciation and accumulated impairment losses. Costs include expenditure that is directly attributable to the acquisition of the asset. Purchased software that is integral to the functionality of the related equipment is capitalised as part of that equipment.

Expenditure on assets under construction is charged to work in progress until the asset is brought into use. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred. Ongoing repairs and maintenance are expensed as incurred.

Depreciation is calculated on a straight-line basis to write down the cost of each asset to its residual value over its estimated useful life as follows:

Buildings	25 years or unexpired period of lease if less than 25 years
Plant, equipment, furniture and fittings	5 – 33 years
Motor vehicles	4 – 5 years
Returnable packaging	5 – 15 years

Freehold land and capital work in progress are not depreciated.

Depreciation methods, useful lives and residual values are reassessed annually at each reporting date and adjusted if appropriate.

Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment and are recognised net within "other income/expenses" in the profit or loss.

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

NOTES (continued)

2. MATERIAL ACCOUNTING POLICIES (continued)

(H) INTANGIBLE ASSETS

(I) COMPUTER SOFTWARE

Acquired computer software licences are capitalised on the basis of the costs incurred to acquire and bring to use the specific software. These costs are amortised over their estimated useful lives of the software from the date that they are available for use. The estimated useful life is three to five years.

(II) GOODWILL

Goodwill represents the excess of the cost of an acquisition over the fair value of the Group's share of the net identifiable assets of the acquired subsidiary at the date of acquisition. Goodwill on subsidiaries is carried at cost less accumulated impairment losses. Goodwill is tested annually for impairment. Impairment losses on goodwill are not reversed. Gains and losses on disposal of an entity include the carrying amount of goodwill relating to the entity sold. Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units that are expected to benefit from the business combination in which the goodwill arose.

(III) BRANDS

Brands acquired as part of acquisitions of businesses are capitalised as intangible assets if their value can be measured reliably on initial recognition and it is probable that the expected future economic benefits that are attributable to the asset will flow to the Group. Brands are considered to have an indefinite economic life because of the institutional nature of the brands and the Group's commitment to develop and enhance their value. The carrying value of these intangible assets is reviewed at least annually for impairment and adjusted to the recoverable amount if required.

(I) FINANCIAL INSTRUMENTS

Financial assets and financial liabilities are recognised in the Group's statement of financial position when, and only when, the Group becomes a party to the contractual provisions of the instrument.

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

CLASSIFICATION

The Group classifies its financial instruments into the following categories:

(i) Financial assets that are held within a business model whose objective is to hold assets in order to collect contractual cash flows, and for which the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding, are classified and measured at amortised cost;

(ii) Financial assets that are held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets, and for which the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding, are classified and measured at fair value through other comprehensive income;

(iii) All other financial assets are classified and measured at fair value through profit or loss.

(iv) Notwithstanding the above, the Group may:

(a) on initial recognition of an equity investment that is not held for trading, irrevocably elect to classify and measure it at fair value through other comprehensive income.

(b) on initial recognition of a debt instrument, irrevocably designate it as classified and measured at fair value through profit or loss if doing so eliminates or significantly reduces a measurement or recognition inconsistency.

(v) Financial liabilities that are held for trading (including derivatives), financial guarantee contracts, or commitments to provide a loan at a below-market interest rate are classified and measured at fair value through profit or loss. The Group may also, on initial recognition, irrevocably designate a financial liability as at fair value through profit or loss if doing so eliminates or significantly reduces a measurement or recognition inconsistency.

(vi) All other financial liabilities are classified and measured at amortised cost.

Financial instruments held during the year were classified as follows:

- Cash and bank balances and trade and other receivables are classified at amortised cost.
- Borrowings and trade and other payables are classified at amortised cost.

INITIAL MEASUREMENT

On initial recognition:

(i) Trade receivables are measured at their transaction price.

(ii) All other categories of financial assets and financial liabilities are measured at the fair value plus or minus transaction costs that are directly attributable to the acquisition or issue of the instrument.

SUBSEQUENT MEASUREMENT

Financial assets and financial liabilities after initial recognition are measured either at amortised cost, at fair value through other comprehensive income, or at fair value through profit or loss according to their classification.

Interest income, dividend income, and exchange gains and losses on monetary items are recognised in profit or loss.

DERECOGNITION

Financial assets are derecognised when the rights to receive cash flows from the financial asset have expired or have been transferred and the Group has transferred substantially all risks and rewards of ownership. A financial liability is derecognised when it is extinguished, cancelled or expires.

(J) OFFSETTING OF FINANCIAL ASSETS AND LIABILITIES

Financial assets and financial liabilities are offset and the net amount is reported on the statement of financial position when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the asset and settle the liability simultaneously.

(K) LEASES

(I) LEASES UNDER WHICH THE GROUP IS THE LESSEE

On the commencement date of each lease (excluding leases with a term of 12 months or less on commencement and leases for which the underlying asset is of low value), the Group recognises a right-of-use asset and a lease liability.

The lease liability is measured at the present value of the lease payments that are not paid on that date. The lease payments include fixed payments, variable payments that depend on an index or a rate, amounts expected to be payable under residual value guarantees, and the exercise price of a purchase option if the Group is reasonably certain to exercise that option. The lease payments are discounted at the interest rate implicit in the lease. If that rate cannot be readily determined, the Group's incremental borrowing rate is used.

For leases that contain non-lease components, the Group allocates the consideration payable to the lease and non-lease components based on their relative stand-alone components.

The right-of-use asset is initially measured at cost comprising the initial measurement of the lease liability, any lease payments made on or before the commencement date, any initial direct costs incurred, and an estimate of the costs of restoring the underlying asset to the condition required under the terms of the lease.

Subsequently the lease liability is measured at amortised cost, subject to remeasurement to reflect any reassessment, lease modifications, or revised fixed lease payments.

Right-of-use assets are subsequently measured at cost less accumulated depreciation and any accumulated impairment losses, adjusted for any remeasurement of the lease liability. Depreciation is calculated using the straight-line method to write down the cost of each asset to its residual value over its estimated useful life. If ownership of the underlying asset is not expected to pass to the Group at the end of the lease term, the estimated useful life would not exceed the lease term.

For leases with a term, on commencement, of 12 months or less and leases for which the underlying asset is of low value, the total lease payments are recognised in profit or loss on a straight-line basis over the lease period.

(II) LEASES UNDER WHICH THE GROUP IS THE LESSOR

Leases that transfer substantially all the risks and rewards of ownership of the underlying asset to the lessee are classified as finance leases. All other leases are classified as operating leases. Payments received under operating leases are recognised as income in the profit and loss account on a straight-line basis over the lease term.

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

NOTES (continued)

2. MATERIAL ACCOUNTING POLICIES (continued)

(L) INVENTORIES

Inventories are stated at the lower of cost and net realisable value. Cost is based on the weighted average method and expenditure incurred in acquiring the inventories and bringing them to their existing location and condition. The cost of finished goods and work in progress comprises an appropriate share of production overheads based on normal operating capacity. Net realisable value is the estimate of the selling price in the ordinary course of business, less the costs of completion and selling expenses.

(M) TREASURY SHARES

Treasury shares are shares in East African Breweries Plc that are held by the East African Breweries Plc Employee Share Ownership Plan for the purpose of issuing shares under the Group's share ownership scheme. Treasury shares are recognised at cost where cost is determined to be the purchase price of the shares in an open market (Nairobi Securities Exchange) and are deducted from contributed equity. Shares issued to employees are recognised on a first-in-first-out basis.

(N) SHARE-BASED PAYMENT ARRANGEMENTS

The Group operates equity-settled share-based compensation plans for its employees and executives.

Equity-settled share-based payments to employees are measured at the fair value of the equity instruments at the grant date. The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Group's estimate of equity instruments that will eventually vest, with a corresponding increase in equity. At the end of each reporting period, the Group revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in the profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to share based payment reserve in equity.

(O) EMPLOYEE BENEFITS

(I) RETIREMENT BENEFITS OBLIGATIONS

The Group operates defined contribution retirement benefit schemes for some of its employees. The assets of all schemes are held in separate trustee administered funds, which are funded by contributions from both the Group and employees. The Group and all its employees also contribute to the National Social Security Funds, which are defined contribution schemes.

The Group's contributions to the defined contribution schemes are recognised in the profit or loss in the year to which they relate. The Group has no further obligation once the contributions have been paid.

(II) TERMINATION BENEFITS

Termination benefits are recognised as an expense when the Group is demonstrably committed, without realistic possibility of withdrawal, to a formal detailed plan to terminate employment before the normal retirement date.

(III) SHORT-TERM EMPLOYEE BENEFITS

Short-term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

(P) INCOME TAX EXPENSE

The tax expense for the year comprises current and deferred income tax. Tax is recognised in the profit or loss except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Current tax is the amount of tax payable on the taxable profit for the year determined in accordance with the relevant tax legislation and any adjustment to tax payable or receivable in respect of previous years. The current tax charge is calculated on the basis of the tax rates enacted or substantively enacted at the reporting date.

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred income tax is not recognised for taxable temporary differences arising on the initial recognition of goodwill. Deferred tax is measured using tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

A deferred income tax asset is recognised to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised. A tax rate reconciliation that reconciles the notional taxation charge as calculated at the Kenya tax rate, to the actual total tax charge is prepared on a materiality basis. As a Group operating in multiple countries, the actual tax rates applicable to profits in some of countries are different from the Kenya tax rate.

Additional income taxes that arise from the distribution of dividends are recognised at the same time as the liability to pay the related dividend.

(Q) DIVIDENDS

Dividends payable on ordinary shares are charged to retained earnings in the period in which they are declared. Proposed dividends are not accrued for until ratified in an Annual General Meeting.

(R) SEGMENTAL REPORTING

Segment information is presented in respect of the Group's geographical segments, which is the primary format and is based on the countries in which the Group operates. The Group has no other distinguishable significant business segments.

Segment results, assets and liabilities include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Inter-segment pricing is determined on an arm's length basis.

(S) IMPAIRMENT

IMPAIRMENT OF FINANCIAL ASSETS

The Group recognises a loss allowance for expected credit losses on financial instruments that are measured at amortised cost or at fair value through other comprehensive income. The loss allowance is measured at an amount equal to the lifetime expected credit losses for trade receivables and for financial instruments for which: (a) the credit risk has increased significantly since initial recognition; or (b) there is observable evidence of impairment (a credit-impaired financial asset). If, at the reporting date, the credit risk on a financial asset other than a trade receivable has not increased significantly since initial recognition, the loss allowance is measured for that financial instrument at an amount equal to 12-month expected credit losses. All changes in the loss allowance are recognised in profit or loss as impairment gains or losses.

Lifetime expected credit losses represent the expected credit losses that result from all possible default events over the expected life of a financial instrument. 12-month expected credit losses represent the portion of lifetime expected credit losses that result from default events on a financial asset that are possible within 12 months after the reporting date.

Expected credit losses are measured in a way that reflects an unbiased and probability-weighted amount determined by evaluating a range of possible outcomes, the time value of money, and reasonable and supportable information that is available without undue cost or effort at the reporting date about past events, current conditions and forecasts of future economic conditions.

IMPAIRMENT OF NON-FINANCIAL ASSETS

The carrying amounts of the Group's non-financial assets, other than deferred tax assets and inventories, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. An impairment loss is recognised if the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. A cash-generating unit is the smallest identifiable asset Group that generates cash flows that largely are independent from other assets and groups. Impairment losses are recognised in profit or loss.

Impairment losses recognised in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to the units and then to reduce the carrying amount of the other assets in the unit on a pro-rata basis.

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

An impairment loss in respect of goodwill is not reversed. For other assets, an impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation and amortisation, if no impairment loss had been recognised.

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

NOTES (continued)

2. MATERIAL ACCOUNTING POLICIES (continued)

(T) EARNINGS PER SHARE

The Group presents basic and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the year. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding for the effects of any dilutive potential ordinary shares.

(U) BORROWING COSTS

Borrowing costs consist of interest and other costs that the Group incurs in connection with the borrowing of funds. Borrowing costs that are directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are capitalised as part of the cost of those assets, until such a time as the assets are substantially ready for their intended use or sale. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

(V) SHARE CAPITAL

Ordinary shares are classified as 'share capital' in equity. Any premium received over and above the par value of the shares is classified as 'share premium' in equity. An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a Group entity are recognised at the proceeds received, net of direct issue costs.

(W) CASH AND CASH EQUIVALENTS

For the purposes of the statement of cash flows, cash and cash equivalents comprise cash in hand, bank balances and deposits held at call with the banks net of bank overdrafts.

(X) COMPARATIVES

Where necessary, comparative figures have been adjusted to confirm with changes in presentation in the current year.

(Y) RETURNABLE PACKAGING

Returnable packaging materials are fixed assets of the Group. It is expected that customers will return them and are therefore not due for payment.

The asset values are maintained accurately through the normal depreciation process – where Gross Book Value (GBV) of a Returnable Packaging asset is constantly and actively reduced throughout the period of useful life in a linear way (normal depreciation).

Depreciation of returnable packaging:

Bottles	Crates	Kegs
5 years	10 years	10 years

The asset quantities must be accurate to ensure that the reported quantity of returnable packaging in Fixed Asset Register is reliable and represents the total population of bottles/kegs/crates available for the business therefore can serve as a basis for commercial planning, production planning and enable the right business decisions. The Group conducts a verification exercise to determine the quantity of returnable populations in its Fixed Asset Register.

(Z) COST OF SALES

Costs of sales include costs directly associated with generating revenues. They include direct material and labour costs but also indirect costs that can be directly attributed to generating revenue, e.g. depreciation of assets used in the production.

(AA) TRADE AND OTHER RECEIVABLES

Trade receivables are amounts due from customers for merchandise sold or services performed in the ordinary course of business. If collection is expected in one year or less (or in the normal operating cycle of the business if longer), they are a classified as current assets. If not, they are presented as non-current assets.

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method less provision for impairment. A provision for impairment of receivables is established when there is objective evidence that the Group will not be able to collect all the amounts due according to the original terms of receivables.

The Group applies the simplified approach permitted by IFRS 9, for assessment on trade receivables, which requires expected lifetime losses to be recognised from initial recognition of the receivables. The carrying amount of the asset is reduced and the amount of the loss is recognised in profit or loss. If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised (such as an improvement in the debtor's credit rating), the reversal of the previously recognised impairment loss is recognised in profit or loss.

The Group gives volume-based rebates to selected distributors. Under the terms of the supply agreements, the amounts payable by the company are offset against receivables from the distributors and only the net amounts are settled. The relevant amounts have therefore been presented net in the statement of financial position.

In order to manage liquidity and optimise cash flows, the Group participates in a cashpool arrangement. The cashpool balance is presented under trade receivables and is initially recognised at fair value and subsequently measured at amortised cost using the effective interest method.

(BB) SUPPLIER FINANCE AGREEMENTS

Supplier finance arrangements are characterised by one or more finance providers offering to pay amounts that an entity owes its suppliers and the entity agreeing to pay according to the terms and conditions of the arrangements at the same date as, or a date later than, when suppliers are paid. These arrangements provide the entity with extended payment terms, or the entity's suppliers with early payment terms, compared to the related invoice payment due date.

The group has entered into supplier financing arrangements with some of its suppliers under which the suppliers discount selected invoices with banks for settlement before due dates. The group subsequently settles the factored invoices by direct payment to banks when the invoices are due under the supplier terms of trade. The arrangement does not change the group's terms of trade with the suppliers and therefore the balances are classified within trade and other payables in the balance sheet. For the purpose of cash flow statement, management considers that the bank settles the invoices as a payment agent on behalf of the group.

3. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expected future events that are believed to be reasonable under the circumstances.

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below:

(I) IMPAIRMENT OF GOODWILL AND OTHER INDEFINITE LIVED INTANGIBLE ASSETS (BRAND)

Assessment of the recoverable value of an intangible asset, the useful economic life of an asset, or that an asset has an indefinite life, requires management judgement. The Group annually tests whether goodwill and brands have suffered any impairment, in accordance with the accounting policy stated in Note 2(s). Critical estimates are made by the Directors in determining the recoverable amounts of cash-generating units based on value-in-use calculations as stated in Note 23.

(II) CALCULATION OF LOSS ALLOWANCE ON FINANCIAL ASSETS

When measuring expected credit loss on financial assets, the Group uses reasonable and supportable forward-looking information, which is based on assumptions for the future movement of different economic drivers and how these drivers will affect each other.

Loss given default is an estimate of the loss arising on default. It is based on the difference between the contractual cash flows due and those that the lender would expect to receive, taking into account cash flows from collateral and integral credit enhancements. Allowance losses are calculated by reviewing lifetime expected credit losses using historic and forward-looking data on credit risk. Details are set out in Note 27.

(III) TAX PROVISIONS

The Group is subject to income taxes in various jurisdictions. Significant judgment is required in determining the Group's provision for taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Group recognises liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the tax provisions in the period in which such determination is made. Disclosures on contingent liabilities with respect to tax are included in Note 31.

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

NOTES (continued)

3. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS (continued)

(IV) PROPERTY, PLANT AND EQUIPMENT

Critical estimates are made by the Directors in determining useful lives for property, plant and equipment. The depreciation rates used are set out in Note 2(g). Directors also apply estimates in determining the existence of returnable packaging materials.

(V) LEASE LIABILITIES

In order to make a judgement to determine the term of the lease and the corresponding lease liability, the Directors consider any options regarding extension or termination of the lease contract which may be available and whether it is probable that such options will be exercised.

Unless there is an implicit interest rate contained in the lease contract, the discount rate used to calculate the net present value of the lease liability is the Group's incremental borrowing rate. This rate is estimated by the Directors to be the rate which would be paid by the Group to purchase a similar asset.

(VI) PROVISIONS AND CONTINGENT LIABILITIES

PROVISIONS

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost.

A provision for restructuring is recognised when the Company has approved a detailed and formal restructuring plan, and the restructuring either has commenced or has been announced publicly. Future operating losses are not provided for.

CONTINGENT LIABILITIES

A contingent liability is a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company, or a present obligation that arises from past events but is not recognised because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or the amount of the obligation cannot be measured with sufficient reliability (Note 31).

4. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's activities expose it to a variety of financial risks including credit risk, liquidity risk and market risks which mainly comprise effects of changes in debt and equity market prices, foreign currency exchange rates and interest rates. The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on its financial performance. This note presents information about the Group's exposure to financial risks, the Group's objectives, policies and processes for measuring and managing the financial risks. Further quantitative disclosures are included throughout these financial statements.

The Group has established a risk management committee made up of senior management which is responsible for developing and monitoring the Group's risk management policies. These policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. These risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities. The Group has also established a controls and compliance function, which carries out regular and adhoc reviews of risk management controls and procedures. The results are reported to senior management.

MARKET RISK

FOREIGN CURRENCY RISK

Foreign currency risk arises on sales, purchases, borrowings and other monetary balances denominated in currencies other than Kenya Shillings. Management's policy to manage foreign exchange risk is to actively manage the foreign currency denominated procurement contracts. The Group also enters into short term cash flow hedge contracts using available cash balance.

The exposure to foreign currency risk at the end of reporting period was as follows:

Group 30 June 2025	GBP Kshs'000	EUR Kshs'000	USD Kshs'000	RWF Kshs'000	UGX Kshs'000	ZAR Kshs'000	TZS Kshs'000	Total Kshs'000
Financial assets								
Cash and cash equivalents	296,283	572,325	827,644	159,883	2,263,167	—	1,556,364	5,675,666
Trade and other receivables	1,388	—	185,796	17,259	3,084,090	—	1,202,408	4,490,941
Financial liabilities								
Bank overdraft	—	—	—	—	(2,486,562)	—	—	(2,486,562)
Borrowings	—	—	—	—	(2,855,530)	—	(6,832,589)	(9,688,119)
Trade and other payables	(5,891,985)	(1,906,287)	(2,692,467)	—	(1,600,953)	(98,128)	(1,135,939)	(13,325,759)
Net exposure	(5,594,314)	(1,333,962)	(1,679,027)	177,142	(1,595,788)	(98,128)	(5,209,756)	(15,333,833)

30 June 2024	GBP Kshs'000	EUR Kshs'000	USD Kshs'000	RWF Kshs'000	UGX Kshs'000	ZAR Kshs'000	TZS Kshs'000	Total Kshs'000
Financial assets								
Cash and cash equivalents	444,786	524,248	987,373	439,440	1,539,114	—	508,430	4,443,391
Trade and other receivables	323,006			61,646	2,685,787	517	1,229,470	4,300,426
Financial liabilities								
Bank overdraft	—	—	(668,118)	—	—	—	(233,301)	(901,419)
Borrowings	—	—	—	—	(3,877,981)	—	(5,221,246)	(9,099,227)
Trade and other payables	(4,079,551)	(1,028,674)	(1,319,144)	—	(1,309,025)	(18,559)	(973,144)	(8,728,097)
Net exposure	(3,311,759)	(504,426)	(999,889)	501,086	(962,105)	(18,042)	(4,689,791)	(9,984,926)

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

NOTES (continued)

4. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

MARKET RISK (continued)

FOREIGN CURRENCY RISK (continued)

Company 30 June 2025	GBP Kshs'000	EUR Kshs'000	USD Kshs'000	ZAR Kshs'000	Total Kshs'000
Financial assets					
Cash and cash equivalents	**235,576**	**427,183**	**131,328**	**—**	**794,087**
Trade and other receivables	**24**	**—**	**9,281**	**899**	**10,204**
Financial liabilities					
Trade and other payables	**(180,792)**	**(78)**	**(8,519)**	**(2,670)**	**(192,059)**
Net exposure	**54,808**	**427,105**	**132,090**	**(1,771)**	**612,232**

30 June 2024	GBP Kshs'000	EUR Kshs'000	USD Kshs'000	ZAR Kshs'000	Total Kshs'000
Financial assets					
Cash and cash equivalents	285,806	123,872	731,902	—	1,141,580
Trade and other receivables	318,553	—	26,796	610	345,959
Financial liabilities					
Trade and other payables	(28,373)	(30)	(9,981)	—	(38,384)
Net exposure	575,986	123,842	748,717	610	1,449,155

A 5 percent strengthening of the Kenya shilling against the following currencies at 30 June 2025 would have increased/(decreased) profit for the year by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant. The analysis was performed on the same basis for 2024.

Group At 30 June		Profit or loss 2025 Kshs'000	Profit or loss 2024 Kshs'000
EUR	Euro	**(41,054)**	4,624
GBP	Sterling Pound	**(255,810)**	(181,879)
RWF	Rwandan Franc	**7,761**	—
TZS	Tanzania Shillings	**(1,900)**	457
UGX	Uganda Shillings	**(8,495)**	(4,899)
USD	US Dollar	**(76,418)**	2,697
ZAR	South African Rand	**(1,224)**	(116)
		(377,140)	(179,116)

Company At 30 June		Profit or loss 2025 Kshs'000	Profit or loss 2024 Kshs'000
EUR	Euro	**57,505**	3,470
GBP	Pound Sterling	**1,051**	1,143
TZS	Tanzanian Shilling	**—**	2,236
UGX	Ugandan Shilling	**6,216**	3,576
USD	US Dollar	**6,672**	75,420
		71,444	85,845

PRICE RISK

The Group does not hold any financial instruments subject to price risk.

INTEREST RATE RISK

The Group's interest-bearing financial instruments include bank loans, bank overdrafts and related party borrowings. These are at various rates, and they are therefore exposed to cash flow interest rate risk. The Group regularly monitors financing options available to ensure optimum interest rates are obtained.

As at 30 June 2025, an increase/decrease of 3 percentage point would have resulted in a decrease/increase in profit for the year of Kshs 815,084,932 (2024: Kshs 981,003,508), mainly as a result of higher/lower interest charges on variable rate borrowings. For the Company, an increase/decrease of 3 percentage point would have resulted in a decrease/increase in profit for the year of Kshs 624,750,000 (2024: Kshs 791,000,000), mainly as a result of higher/lower interest charges on variable rate borrowings.

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

NOTES (continued)

4. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

CREDIT RISK

Credit risk is the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. Credit risk arises from bank balances (including deposits with banks and financial institutions), derivative financial instruments, as well as credit exposures to customers, including outstanding trade and other receivables, financial guarantees and committed transactions.

MAXIMUM EXPOSURE TO CREDIT RISK

The table below represents the Group's maximum exposure to credit risk at the end of the reporting period excluding the impact of any collateral held or other credit enhancements:

	2025 Kshs 000	2024 Kshs 000
(a) Group		
Trade receivables (Note 27)	**12,357,624**	9,649,828
Other receivables (Note 27)	**3,840,124**	2,732,432
Receivables from related companies (Note 27)	**974,609**	1,539,894
Bank balances (Note 34)	**12,745,359**	11,716,429
	29,917,716	25,638,583
(b) Company		
Trade receivables (Note 27)	**73,268**	6,589
Long-term receivables from subsidiaries (Note 35)	**27,990,884**	32,706,070
Other receivables (Note 27)	**570,185**	195,896
Receivables from related companies (Note 27)	**2,365,900**	3,367,024
Bank balances (Note 34)	**5,855,399**	6,645,537
	36,855,636	42,921,116

CREDIT RISK MANAGEMENT POLICY

The Group has adopted a policy of only dealing with creditworthy counterparties as a means of mitigating the risk of financial loss from defaults. The Group's exposure and the credit rating of its counterparties are continuously monitored, and the aggregate value of transactions concluded is spread amongst approved counterparties.

Credit risk on deposits with banking institutions is managed by dealing with institutions with good credit ratings.

Trade and other receivables exposures are managed locally in the operating units where they arise, and credit limits are set as deemed appropriate for the customer. The operating units analyse credit risk for each new customer before standard payment and delivery terms are offered, taking into account its financial position, past experience and other factors. Individual risk limits are set based on internal ratings. The utilisation of credit limits is monitored regularly. In addition, the Group manages credit risk by requiring the customers to provide financial guarantees.

The Group does not have any significant concentrations of credit risk with respect to trade and other receivables as the Group has a large number of customers which are geographically dispersed. The credit risk associated with receivables is minimal and the allowance expected credit losses that the Group has recognised in the financial statements is considered adequate to cover any potentially irrecoverable amounts.

SECURITY

For some trade receivables, the Group might obtain security in the form of guarantees or letters of credit which can be called on if the counterparty is in default under the terms of the agreement.

IMPAIRMENT OF FINANCIAL ASSETS

The Group always measures the loss allowance for trade receivables at an amount equal to lifetime expected credit losses. The expected credit losses on trade receivables are estimated using a provision matrix by reference to past default experience of the customer, days past due and an analysis of the customer's current financial position, adjusted for factors that are specific to the customers, general economic conditions in which the customers operate and an assessment of both the current as well as the forecast direction of conditions at the reporting date.

The table below reflects the trade and other receivables, together with the provision for expected credit losses:

	2025 Kshs'000	2024 Kshs'000
Group		
Not due	**294,381**	1,865,266
Past due but not impaired:		
– by up to 30 days	**8,708,087**	5,402,654
– by 31 to 120 days	**2,174,079**	1,231,340
– over 121 days	**1,181,077**	1,150,568
Trade receivables (Note 27)	**12,357,624**	9,649,828
Carrying amount before provision for expected credit losses	**12,357,624**	9,649,828
Provision for expected credit losses	**(884,142)**	(985,003)
Net carrying amount (Note 27)	**11,473,482**	8,664,825
Company		
Not due	**73,268**	6,589
Past due but not impaired:		
– by up to 30 days	**—**	—
– by 31 to 120 days	**—**	—
– by 121 days and above	**—**	—
Trade receivables (Note 27)	**73,268**	6,589
Carrying amount before provision for expected credit losses	**73,268**	6,589
Provision for expected credit losses	**—**	—
Net carrying amount	**73,268**	6,589

Trade receivables are written off when there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a debtor to engage in a repayment plan with the Group, and a failure to make contractual payments for a period of greater than 180 days past due. Impairment losses on trade receivables are presented as net impairment losses within operating profit. Subsequent recoveries of amounts previously written off are credited against the same line item.

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

NOTES (continued)

4. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

CREDIT RISK (continued)

Cash and bank balances were assessed for impairment using the credit ratings of the banking institutions. The identified ECL was immaterial.

Due from related parties was assessed for impairment by reference to the financial strength of the counter party. The resulted ECL was immaterial.

Other receivables were assessed for impairment based on past collection history and expectation of cash flows from the debtor. A loss rate based on past collection history adjusted for forward looking information is used to calculate ECL as set out in Note 27 of the financial statements.

LIQUIDITY RISK

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. Prudent liquidity risk management includes maintaining sufficient cash balances and ensuring the availability of funding from an adequate amount of committed credit facilities. Due to the dynamic nature of the underlying businesses, the Group maintains flexibility in funding by maintaining availability under committed credit lines.

Management performs cash flow forecasting and monitors rolling forecasts of the Group's liquidity requirements to ensure it has sufficient cash to meet its operational needs while maintaining sufficient headroom on its undrawn committed borrowing facilities at all times so that the Group does not breach borrowing limits or covenants (where applicable) on any of its borrowing facilities. The Group's approach when managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, without incurring unacceptable losses or risking damage to the Group's reputation.

The table below analyses the Group's financial liabilities into relevant maturity groupings based on the remaining period at the reporting date to the contractual maturity date. The amounts are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

At 30 June 2025:	Current Kshs'000	Less than 1 year Kshs'000	Between 1 and 2 years Kshs'000	Between 2 and 5 years Kshs'000	Over 5 years Kshs'000	Total Kshs'000
Group						
Borrowings	—	9,354,916	20,012,100	17,140,958	—	46,507,974
Lease liabilities	—	799,252	710,536	883,300	943,940	3,337,028
Trade and other payables	—	37,597,019	—	—	—	37,597,019
Bank overdraft	—	1,180	—	—	—	1,180
Dividend payable	790,522	—	—	—	—	790,522
	790,522	47,752,367	20,722,636	18,024,258	943,940	88,233,723

At 30 June 2025:	Current Kshs'000	Less than 1 year Kshs'000	Between 1 and 2 years Kshs'000	Between 2 and 5 years Kshs'000	Over 5 years Kshs'000	Total Kshs'000
Company						
Borrowings	—	6,006,792	16,564,624	11,769,196	—	34,340,612
Lease liabilities	—	2,425	—	—	—	2,425
Trade and other payables	—	25,655,051	—	—	—	25,655,051
Dividend payable	790,522	—	—	—	—	790,522
	790,522	31,664,268	16,564,624	11,769,196	—	60,788,610

At 30 June 2024:	Current Kshs'000	Less than 1 year Kshs'000	Between 1 and 2 years Kshs'000	Between 2 and 5 years Kshs'000	Over 5 years Kshs'000	Total Kshs'000
Group						
Borrowings	—	14,616,677	27,064,959	21,359,866	3,793,888	66,835,390
Lease liabilities	—	790,722	704,044	876,436	918,225	3,289,427
Trade and other payables	—	28,354,123	—	—	—	28,354,123
Bank overdraft	—	901,419	—	—	—	901,419
Dividend payable	507,063	—	—	—	—	507,063
	507,063	44,662,941	27,769,003	22,236,302	4,712,113	99,887,422

At 30 June 2024:	Current Kshs'000	Less than 1 year Kshs'000	Between 1 and 2 years Kshs'000	Between 2 and 5 years Kshs'000	Over 5 years Kshs'000	Total Kshs'000
Company						
Borrowings	—	11,542,107	23,690,862	15,722,170	3,793,888	54,749,027
Lease liabilities	—	5,369	5,658	—	—	11,027
Trade and other payables	—	23,696,858	—	—	—	23,696,858
Dividend payable	504,714	—	—	—	—	504,714
	504,714	35,244,334	23,696,520	15,722,170	3,793,888	78,961,626

CAPITAL RISK MANAGEMENT

The Group's primary focus is on enhancing shareholder value in the long term by investing in businesses and brands, aiming for continued improvement in returns. The Board's policy emphasises maintaining a robust capital base to instil confidence among investors, creditors, and the market, ensuring sustained future business development.

In managing the capital structure, the Group closely monitors two key ratios:

a) Net Debt to Equity: As of 30 June 2025, the net debt to equity ratio is x0.69, well below the maximum limit of 3x set by the Company's Articles of Association for directors' borrowing powers.

b) Net Borrowings to EBITDA Leverage: The Group targets a net borrowings to EBITDA leverage of 0.5 to 1.5 times. As of 30 June 2025, the reported ratio is x0.89, within the target and banking covenants of 3.5x.

By adhering to these principles, the Group ensures its sustainability as a going concern while maximising stakeholder returns and supporting current and future business development needs.

The Group's target gearing ratio is 75-85% which was achieved throughout the year.

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

NOTES (continued)

4. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

CAPITAL RISK MANAGEMENT (continued)

The Group reported net borrowings to EBITDA leverage reflected in the table below:

Group	2025 Kshs'000	2024 Kshs'000
Net borrowings:		
Total borrowings (Note 29)	**39,321,163**	47,062,984
Lease liabilities (Note 30)	**2,967,793**	2,603,220
Bank overdrafts (Note 29)	**1,180**	901,419
Less: cash and bank balances (Note 34)	**(12,745,359)**	(11,716,429)
Net debt	**29,544,777**	38,851,194
EBITDA		
Profit before tax	**19,311,353**	16,770,712
Adjusted for:		
Net finance costs	**5,859,424**	8,127,222
Depreciation and amortisation	**8,164,747**	8,199,820
Total EBITDA	**33,335,524**	33,097,754
Net Debt to EBITDA	**x0.89**	x1.17

Company	2025 Kshs'000	2024 Kshs'000
Net borrowings:		
Total borrowings (Note 29)	**29,750,880**	37,707,682
Lease liabilities (Note 30)	**2,354**	5,203
Less: cash and bank balances (Note 34)	**(5,855,399)**	(6,645,537)
Net debt	**23,897,835**	31,067,348
EBITDA		
Profit before tax	**6,372,589**	5,893,492
Adjusted for:		
Net finance costs	**766,019**	1,643,204
Depreciation and amortisation	**49,113**	56,870
Total EBITDA	**7,187,721**	7,593,566
Net Debt to EBITDA	**x3.32**	x4.09

FAIR VALUE MEASUREMENT

Fair value measurements of financial instruments are presented through the use of a three-level fair value hierarchy that prioritises the valuation techniques used in fair value calculations. The Group specifies a hierarchy of valuation techniques based on whether the inputs to those valuation techniques are observable or unobservable. Observable inputs reflect market data obtained from independent sources while unobservable inputs reflect the Group's market assumptions.

The different levels in the fair value hierarchy have been defined as follows:

i) Level 1 fair value measurements are derived from quoted prices (unadjusted) in active trading markets for identical assets or liabilities. This level includes listed debt and equity instruments traded mainly on the Nairobi Securities Exchange ("NSE").

ii) Level 2 fair value measurements are derived from inputs other than quoted prices that are observable for the asset or liability, either directly (i.e. as a price) or indirectly (i.e. derived from prices).

iii) Level 3 fair value measurements are derived from valuation techniques that include inputs that are not based on observable market data (unobservable inputs).

The Group maintains policies and procedures to value instruments using the most relevant data available. If multiple inputs that fall into different levels of the hierarchy are used in the valuation of an instrument, the instrument is categorised on the basis of the most subjective input.

Foreign currency forward contracts are valued using discounted cash flows technique that incorporate the prevailing market rates. Under this technique, future cash flows are estimated based on forward exchange rates (from observable forward exchange rates at the end of the reporting period), discounted at a rate that reflects the credit risk of the counterparties.

As significant inputs to the valuation are observable in active markets, these instruments are categorised as level 2 in the hierarchy. Other investments are carried at cost as there is no suitable basis for its valuation and are therefore categorised as level 3 in the hierarchy.

The following table presents the Group and Company's financial assets and liabilities that are measured at fair value at 30 June 2025.

	Level 1 Kshs'000	Level 2 Kshs'000	Level 3 Kshs'000	Total Kshs'000
Financial assets at fair value through profit or loss:				
Other financial assets	**—**	**—**	**10,000**	**10,000**
Net assets at fair value through profit or loss	**—**	**—**	**10,000**	**10,000**

The following table presents the Group and Company's financial assets and liabilities that are measured at fair value at 30 June 2024.

	Level 1 Kshs'000	Level 2 Kshs'000	Level 3 Kshs'000	Total Kshs'000
Financial assets at fair value through profit or loss:				
Other financial assets	—	—	10,000	10,000
Net assets at fair value through profit or loss	—	—	10,000	10,000

There were no transfers between levels during the years ended 30 June 2025 and 30 June 2024.

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

NOTES (continued)

5. OPERATING SEGMENTS

Directors have determined the operating segments based on the reports reviewed by the Group Executive Committee that are used to make strategic decisions. The Group Executive Committee includes the Group Managing Director and the Group Chief Financial Officer.

The Group Executive Committee considers the business from a geographical perspective. Geographically, the Group Executive Committee considers the performance of the business in Kenya, Uganda and Tanzania. Exports to South Sudan, Rwanda, Burundi and the Great Lakes Region are recognised in the country of origin.

The reportable operating segments derive their revenue primarily from brewing, marketing and selling of drinks, malt and barley. The Group Executive Committee assesses the performance of the operating segments based on a measure of net sales value.

The segmental information provided to the Group Executive Committee is as follows:

	Kenya		Uganda		Tanzania		Eliminations		Consolidated	
	June 2025 Kshs'000	June 2024 Kshs'000	**June 2025 Kshs'000**	June 2024 Kshs'000	**June 2025 Kshs'000**	June 2024 Kshs'000	**June 2025 Kshs'000**	June 2024 Kshs'000	**June 2025 Kshs'000**	June 2024 Kshs'000
External sales	**84,812,547**	80,953,126	**26,059,625**	25,841,212	**17,918,385**	17,336,322	**—**	—	**128,790,557**	124,130,660
Inter segment sales	**1,114,008**	1,487,890	**51,328**	106,340	**181,753**	25,457	**(1,347,089)**	(1,619,687)	**—**	—
Total sales	**85,926,555**	82,441,016	**26,110,953**	25,947,552	**18,100,138**	17,361,779	**(1,347,089)**	(1,619,687)	**128,790,557**	124,130,660

Reportable segments assets and liabilities are as follows:

	Kenya		Uganda		Tanzania		Eliminations		Consolidated	
	June 2025 Kshs'000	June 2024 Kshs'000	**June 2025 Kshs'000**	June 2024 Kshs'000	**June 2025 Kshs'000**	June 2024 Kshs'000	**June 2025 Kshs'000**	June 2024 Kshs'000	**June 2025 Kshs'000**	June 2024 Kshs'000
Segment non-current assets	**88,468,853**	90,893,426	**20,215,798**	20,186,766	**19,854,484**	19,019,153	**(46,102,402)**	(47,426,041	**82,436,733**	82,673,304
Total segment assets	**123,081,147**	121,490,552	**29,617,577**	27,227,988	**27,230,021**	25,037,286	**(48,839,964)**	(49,509,272)	**131,088,781**	124,246,554
Segment liabilities	**57,512,256**	60,973,997	**18,193,910**	16,923,041	**19,516,514**	15,999,834	**(6,421,109)**	(6,382,685)	**88,801,571**	87,514,187
Capital expenditure	**2,396,927**	2,297,591	**2,454,713**	3,424,401	**1,627,939**	1,537,590	**—**	—	**6,479,579**	7,259,582
Depreciation and amortisation	**3,971,807**	4,078,995	**2,386,846**	2,263,712	**1,806,094**	1,857,113	**—**	—	**8,164,747**	8,199,820

Segment capital expenditure is the total cost incurred during the year to acquire segment assets that are expected to be used for more than one year. Segment revenue is based on the geographical location of both customers and assets. The revenue from external parties reported to the Group Executive Committee is measured in a manner consistent with that in the statement of profit or loss. There is no reliance on individually significant customers by the Group. The amounts provided to the Group Executive Committee in respect to total assets and total liabilities are measured in a manner consistent with that of the statement of financial position.

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

NOTES (continued)

6. REVENUE FROM CONTRACTS WITH CUSTOMERS

(a) Group, at a point in time	2025 Kshs'000	2024 Kshs'000
Gross sales	**227,528,438**	220,977,478
Indirect taxes	**(98,737,881)**	(96,846,818)
	128,790,557	124,130,660
(b) Company, over time		
Management fees	**733,137**	656,999
Royalties	**1,493,006**	1,423,988
	2,226,143	2,080,987

7. COST OF SALES

(a) Group	2025 Kshs'000	2024 Kshs'000
Raw materials and consumables	**41,233,878**	38,162,631
Distribution and warehousing	**8,874,491**	9,404,893
Maintenance and other costs	**12,049,562**	11,097,808
Staff costs	**5,830,495**	5,143,915
Depreciation and amortisation	**6,724,642**	6,673,657
	74,713,068	70,482,904
(b) Company		
Cost of goods sold	**—**	—
Distribution and warehousing	**—**	—
Staff costs	**—**	—
	—	—

8. ADMINISTRATIVE EXPENSES

(a) Group	2025 Kshs'000	2024 Kshs'000
Staff costs	**9,167,796**	9,068,345
Office supplies and other costs	**2,192,782**	1,322,023
Depreciation and amortisation	**1,440,105**	1,526,163
Travelling and entertainment	**312,936**	287,359
	13,113,619	12,203,890
(b) Company		
Staff costs	**736,330**	1,239,729
Depreciation and amortisation	**49,113**	56,870
Travelling and entertainment	**81,520**	52,910
	866,963	1,349,509

9. OTHER INCOME/(EXPENSES)

(a) Group	2025 Kshs'000	2024 Kshs'000
Other income		
Net transactional foreign exchange gains	**312,856**	—
Sundry income	**164,549**	448,898
	477,405	448,898
Other expense		
Indirect tax expenses (**)	**3,627,592**	881,278
Net transactional foreign exchange losses	**—**	3,920,542
Write-off of property, plant and equipment	**253,476**	98,755
Sundry expenses	**680,217**	724,058
	4,561,285	5,624,633
Net other expenses	**(4,083,880)**	(5,175,735)

(**) Indirect tax expenses are expenses associated with irrecoverable VAT, irrecoverable withholding tax and other tax provisions.

(b) Net impairment (losses)/reversals on financial assets	2025 Kshs'000	2024 Kshs'000
Trade receivables (Note 27)	**(49,915)**	(53,324)
Other receivables (Note 27)	**(25,368)**	105,900
	(75,283)	52,576

(c) Company	2025 Kshs'000	2024 Kshs'000
Other income		
Net transactional foreign exchange gains	**161,315**	—
Sundry income	**67,028**	10,368
	228,343	10,368
Other expense		
Net transactional foreign exchange losses	**—**	359,927
Sundry expenses	**970,118**	211,575
	970,118	571,502
	(741,775)	(561,134)

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

NOTES (continued)

10. PROFIT BEFORE INCOME TAX

The following items have been charged in arriving at the profit before tax:

(a) Group	2025 Kshs'000	2024 Kshs'000
Inventories expensed (raw materials and consumables) (Note 7)	**41,233,878**	38,162,631
Employee benefits expense (Note 11(a))	**14,998,291**	14,212,260
Depreciation on property, plant and equipment (Note 20(a))	**7,220,321**	7,153,704
Amortisation of right-of-use assets (Note 21(a))	**801,608**	891,314
Amortisation of intangible assets – software (Note 22(a))	**142,818**	154,802
Auditor's remuneration	**40,450**	38,741
(b) Company		
Employee benefits expense (Note 11(b))	**1,410,563**	1,457,847
Depreciation of property and equipment (Note 20(b))	**45,429**	51,309
Amortisation of right-of-use assets (Note 21(b))	**2,647**	4,507
Amortisation of intangible assets – software (Note 22(b))	**1,037**	1,054
Auditor's remuneration	**8,446**	8,036

11. EMPLOYEE BENEFITS EXPENSE

The following items are included within employee benefits expense:

(a) Group	2025 Kshs'000	2024 Kshs'000
Salaries and wages	**10,643,581**	9,573,854
Defined contribution scheme	**711,549**	685,653
National Social Security Fund	**272,466**	196,563
Share based payments	**23,962**	29,700
Employee share ownership plan of the parent company(*)	**136,575**	125,222
Other staff costs	**3,210,158**	3,601,268
	14,998,291	14,212,260

The average number of employees during the year was as follows:

	2025	2024
Production	**864**	838
Sales and distribution	**464**	442
Management and administration	**212**	233
	1,540	1,513

(b) Company	2025 Kshs'000	2024 Kshs'000
The following items are included within employee benefits expense:		
Salaries and wages	**1,170,152**	1,205,432
Defined contribution scheme	**82,190**	79,696
National Social Security Fund	**3,212**	1,323
Share based payments	**23,962**	29,700
Employee share ownership plan of the parent company(*)	**91,206**	63,478
Other staff costs	**39,841**	78,218
	1,410,563	1,457,847

The average number of employees during the year was as follows:

	2025	2024
Management and administration	**17**	16
	17	16

(*) Some of the senior executives of the Group participate in the share ownership schemes linked to the share price of Diageo plc shares and administered by Diageo plc. The schemes are of various categories. The costs associated with these schemes are recharged to the Company and accounted for as part of staff costs.

12. FINANCE INCOME/(EXPENSES)

(a) Group	2025 Kshs'000	2024 Kshs'000
Finance income		
Interest income	**142,545**	68,499
	142,545	68,499
Finance cost		
Interest expense on borrowings	**(5,738,681)**	(7,755,793)
Interest expense on lease liabilities	**(216,123)**	(207,140)
Other finance costs	**(47,165)**	(232,788)
	(6,001,969)	(8,195,721)
(b) Company		
Finance income		
Interest income	**4,372,187**	4,701,689
	4,372,187	4,701,689
Finance cost		
Interest expense on borrowings	**(5,137,822)**	(6,269,515)
Interest expense on lease liabilities	**(384)**	(768)
Other finance costs	**—**	(74,610)
	(5,138,206)	(6,344,893)

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

NOTES (continued)

13. INCOME TAX EXPENSE

The income tax expense has been calculated using applicable tax rates based on respective income tax laws.

(a) Group	2025 Kshs'000	2024 Kshs'000
Current income tax		
Current year charge	**6,919,696**	5,233,702
Under provision of tax in prior years	**143,485**	2,979
Current income tax charge	**7,063,181**	5,236,681
Deferred income tax		
Current year charge (Note 19(a))	**23,621**	630,503
(Over)/under provision of tax in prior years (Note 19(a))	**26,782**	33,316
Deferred income tax charge	**50,403**	663,819
Total income tax expense	**7,113,584**	5,900,500

The tax on the Group's profit before income tax differs from the theoretical amount that would arise using the statutory income tax rate as follows:

(a) Group	2025 Kshs'000	2024 Kshs'000
Profit before income tax	**19,311,353**	16,770,712
Tax calculated at the statutory income tax rate of 30% (30 June 2024 – 30%)	**5,793,406**	5,030,512
Tax effects of:		
– Expenses not deductible for tax purposes	**1,149,911**	833,693
Under provision of current tax in prior years	**143,485**	2,979
(Over)/under provision of deferred tax in prior years	**26,782**	33,316
Income tax expense	**7,113,584**	5,900,500

(b) Company	2025 Kshs'000	2024 Kshs'000
Income tax expense		
Current income tax:		
Current year charge	**292,075**	81,871
Over provision of tax in prior years	**—**	(1)
Current income tax charge	**292,075**	81,870
Deferred income tax		
Current year (credit)/charge (Note 19(b))	**110,373**	46,117
Over provision of deferred income tax in prior years (Note 19(b))	**(1)**	—
Deferred income tax charge	**110,372**	46,117
Total tax expense	**402,447**	127,987

The tax on the Company's profit before income tax differs from the theoretical amount that would arise using the statutory income tax rate as follows:

	2025 Kshs'000	2024 Kshs'000
Profit before income tax	**6,372,589**	5,893,492
Tax calculated at the statutory income tax rate of 30% (30 June 2024 – 30%)	**1,911,777**	1,768,048
Tax effects of:		
– Income not subject to tax	**(1,956,361)**	(2,209,906)
– Expenses not deductible for tax purposes	**447,032**	569,846
Over provision of deferred tax in prior years	**(1)**	—
Over provision of current tax in prior years	**—**	(1)
Income tax expense	**402,447**	127,987

(c) Current tax assets of the Group	2025 Kshs'000	2024 Kshs'000
Opening balance	**(4,576,662)**	(5,327,280)
Instalment tax paid in the year	**(6,025,059)**	(4,486,063)
Current year tax charge (Note 13(a))	**6,919,696**	5,233,702
Prior year under provision	**143,485**	2,979
Current income tax assets	**(3,538,540)**	(4,576,662)

(d) Current tax assets of the Company	2025 Kshs'000	2024 Kshs'000
Opening balance	**(3,558,709)**	(2,868,816)
Instalment tax paid in the year	**(51,996)**	(771,763)
Current year tax charge (Note 13(a))	**292,075**	81,871
Prior year over provision	**—**	(1)
Current income tax assets	**(3,318,630)**	(3,558,709)

14. DIVIDENDS

Directors recommend that the Board approves the proposal to declare final dividend of Kshs 5.5 per share (2024: Kshs 6.0 per share) amounting to Kshs 4.35 billion (2024: Kshs 4.74 billion). An interim dividend of Kshs 2.50 per share for 2025 (2024: Kshs 1 per share) was paid in April 2025. The total dividend pay-out for the year will therefore be Kshs 8.0 per share (2024: Kshs 7.0 per share) amounting to Kshs 6.33 billion (2024: Kshs 5.54 billion).

Payment of dividends is subject to withholding tax at a rate of 0%, 5%, 10% and 15% depending on the residence and the percentage shareholding of the respective shareholders.

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

NOTES (continued)

15. EARNINGS PER SHARE

BASIC AND DILUTED EARNINGS PER SHARE

The calculation of basic earnings per share at 30 June 2025 was based on profit attributable to ordinary shareholders of Kshs 9,465,826,000 (2024: Kshs 8,145,642,000) and a weighted average number of ordinary shares outstanding during the year ended 30 June 2024 of 790,774,356 (2024: 790,774,356). The basic and diluted earnings per share are the same as there is no dilutive effect.

	2025 Kshs'000	2024 Kshs'000
Profit attributable to ordinary shareholders	**9,465,826**	8,145,642
Weighted average number of ordinary shares		
Issued and paid shares (Note 16)	**790,774,356**	790,774,356
Basic and diluted earnings per share (Kshs per share)	**11.97**	10.30

16. SHARE CAPITAL

	Number of shares	Ordinary shares Kshs'000	Share premium Kshs'000
Issued and fully paid			
Balance as at 1 July 2024, 30 June 2024 and 30 June 2025	790,774,356	1,581,547	1,691,151

The total authorised number of ordinary shares is 1,000,000,000 with a par value of Kshs 2.00 per share.

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company. All shares rank equally with regard to the Company's residual assets.

17. OTHER RESERVES

(A) EMPLOYEE SHARE BASED PAYMENT RESERVES

The Company operates three equity settled employee share ownership plans (ESOPs) as follows:

a) **Executive Share Option Plan (ESOP)** – Under the plan, an employee is given an option to buy units at a future date but at a fixed price, which is set at the time when the option is granted. The vesting period for the shares is three years after which an employee can exercise the option within seven years. There are no performance conditions attached to this share plan.

b) **Restricted Share Units (RSU)** – Effective financial year 2020, the Group introduced RSU. RSU are shares offered for free i.e. at no subscription price as at grant date. The vesting period for the shares is three years after which an employee can exercise the option within seven years. There are no performance conditions attached to this share plan.

c) **Employees Share Save Scheme (ESSS)** – This plan enables the eligible employee to save a fixed amount of money over a three-year period. If an employee joins the plan, he or she is given an option to buy units at a future date at a fixed price set at the grant date. The grant price is fixed at 80% of the market price at grant date. The vesting period for the shares is three years after which an employee can exercise the option within seven years. There are no performance conditions attached to this share plan.

d) **Long Service Award** – This is a plan where employees are awarded shares in the group in recognition of their loyalty to EABL group companies. The award is given to employees who have been with the group at specific milestones. The award is given at zero cost with no vesting period.

The reserves that arise from employee share based payments are as follows:

(B) TREASURY SHARES RESERVE

Treasury shares reserve represent the cost of the shares held by the Company's Employee Share Ownership Plan at the end of year. The movement in the treasury shares reserve in the year is as follows:

	30 June 2025		30 June 2024	
	Number of shares	**Ksh'000**	Number of shares	Ksh'000
At start of year	4,181,536	613,641	3,817,189	836,797
Movement in the year:				
Purchase of shares	49,800	8,619	195,500	28,690
Share transfer to the Trust	(277,511)	(48,030)	168,847	24,778
Revaluation	—	—	—	(276,624)
Total movement in the year	(227,711)	(39,411)	364,347	(223,156)
At end of year	**3,953,825**	**574,230**	4,181,536	613,641

Weighted average share price for the year is Kshs 180.

(C) SHARE BASED PAYMENT RESERVE

The share based payment reserve represents the charge to the profit or loss account in respect of share options granted to employees. The allocated shares for the employee share based payments are held by the East African Breweries Employee Share Ownership Plan.

	2025 Kshs'000	2024 Kshs'000
At start of year	**161,618**	131,918
Charge to profit or loss	**23,962**	29,700
At end of year	**185,580**	161,618

Share based payments are measured at fair value at the grant date, which is expensed over the period of vesting. The fair value of each option granted is estimated at the date of grant using Black Scholes option pricing model. The assumptions supporting inputs into the model for options granted during the period are as follows:

	2025 series	2024 series	2023 series	2022 series
Grant date share price	190	129	129	134
Exercise price				
-ESOP	190	129	129	n/a
-ESSS	n/a	n/a	n/a	158
Expected volatility	54%	54%	54%	28%
Dividend yield	4.61%	0.68%	0.68%	2.36%
Forfeiture rate	3.30%	3.30%	3.30%	3.30%
Option life	3 years	3 years	3 years	3 years

The assumptions above were determined based on the historical trends.

Share based payment reserves are not distributable.

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

NOTES (continued)

17. OTHER RESERVES (continued)

(D) TRANSLATION RESERVE

The translation reserve comprises all foreign currency differences arising from the translation of the financial statements of foreign operations. Exchange differences relating to the translation of the net assets of the Group's foreign operations from their functional currency to the Group's presentation currency (Kenya shillings) are recognised directly in other comprehensive income and accumulated in the foreign currency translation reserve. Exchange differences previously accumulated in the foreign currency translation reserve are reclassified to profit or loss on disposal or partial disposal of a foreign operation. Translation reserves are not distributable.

18. NON-CONTROLLING INTERESTS

(A) SUBSIDIARIES WITH MATERIAL NON-CONTROLLING INTERESTS

The following table summarises the information relating to the Group's subsidiaries that have material non-controlling interests.

At 30 June 2025	UDV (Kenya) Limited Kshs'000	Serengeti Breweries Limited Kshs'000	Other subsidiaries* Kshs'000	Total Kshs'000
Place of business	Kenya	Tanzania		
Non-controlling interest percentage	**53.68%**	**7.50%**	**1% – 1.7%**	
Non-current assets	**3,281,584**	**21,500,111**	**20,875,386**	
Currents assets	**31,633,751**	**6,771,508**	**9,399,715**	
Non-current liabilities	**(434,507)**	**(7,487,514)**	**(6,479,358)**	
Current liabilities	**(7,911,594)**	**(11,183,990)**	**(11,736,571)**	
Net assets	**26,569,234**	**9,600,115**	**12,059,172**	
Carrying amount of non-controlling interest	**14,262,365**	**720,009**	**209,829**	**15,192,203**
Net sales	**32,262,500**	**18,100,138**	**26,107,961**	
Profit/(loss) after tax	**5,201,480**	**(1,358,782)**	**2,396,386**	
Total comprehensive income/(loss)	**5,201,480**	**(1,358,782)**	**2,396,386**	
In respect of non-controlling interest	**2,792,154**	**(101,909)**	**41,698**	**2,731,943**
Cash generated from operating activities	**4,292,804**	**3,887,742**	**8,221,907**	
Cash used in investment activities	**(328,062)**	**(1,694,649)**	**(2,491,417)**	
Cash used in financing activities	**(2,008,626)**	**486,488**	**(2,616,672)**	
Net increase in cash and cash equivalents	**1,956,116**	**2,679,581**	**3,113,818**	

** Other subsidiaries include Uganda Breweries Limited and East African Breweries (South Sudan) Limited*

Management has concluded that the group controls UDV (Kenya) Limited, even though it holds less than half of the voting rights of this subsidiary. This is because the group is the largest shareholder with a 46.32% equity interest, while the remaining shares are held by related parties to the group. An agreement signed between the shareholders grants the Group the right to appoint, remove and set the remuneration of management responsible for directing the relevant activities.

At 30 June 2024	UDV (Kenya) Limited Kshs'000	Serengeti Breweries Limited Kshs'000	Other subsidiaries* Kshs'000	Total Kshs'000
Place of business	Kenya	Tanzania		
Non-controlling interest percentage	53.68%	7.50%	1% – 1.8%	
Non-current assets	3,214,805	20,789,692	20,123,536	
Currents assets	25,751,192	5,275,203	6,878,154	
Non-current liabilities	(1,505,458)	(6,269,839)	(7,762,911)	
Current liabilities	(5,192,784)	(8,746,238)	(9,035,789)	
Net assets	22,267,755	11,048,818	10,202,990	
Carrying amount of non-controlling interest	11,953,331	828,661	183,653	12,965,645
Net sales	30,770,516	17,366,813	25,957,906	
Profit/(loss) after tax	5,111,382	(891,730)	2,647,746	
Total comprehensive income/(loss)	5,111,382	(891,730)	2,647,746	
In respect of non-controlling interest	2,743,790	(66,880)	47,660	2,724,570
Cash generated from operating activities	1,895,549	3,886,239	7,343,415	
Cash used in investment activities	(360,429)	(1,555,933)	(3,424,400)	
Cash used in financing activities	(17,731)	(350,320)	(2,777,002)	
Net increase in cash and cash equivalents	1,517,389	1,979,986	1,142,013	

** Other subsidiaries include Uganda Breweries Limited and East African Breweries (South Sudan) Limited*

(B) TRANSACTIONS WITH NON-CONTROLLING INTERESTS

The amounts due from the non-controlling interests arising from the capital restructuring of Serengeti Breweries Limited in 2018, are classified as part of the investment in subsidiaries in the Company's statement of financial position. The balance at year end is Kshs 795,296 thousands (2024: Kshs 791,598 thousands). There are no material transactions with non-controlling interests in the period other than the increase of shareholding of UBL from 98.19% to 98.256%.

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for the year ended 30 June 2025

NOTES (continued)

19. DEFERRED INCOME TAX

Deferred income tax is calculated using the enacted domestic tax rate of 30% as at 30 June 2025 (30 June 2024 – 30%). The movement on the deferred income tax account is as follows:

(a) Group	2025 Kshs'000	2024 Kshs'000
At start of year	**7,855,585**	7,662,613
Charge/(credit) to profit or loss (Note 13(a))	**23,621**	630,503
Over provision of deferred income tax in prior year (Note 13(a))	**26,782**	33,316
Effect of change in exchange rates	**99,201**	(470,847)
Total deferred income tax movement	**149,604**	192,972
At end of year	**8,005,189**	7,855,585
Analysed as follows:		
Deferred income tax liabilities	**8,123,894**	8,085,378
Deferred income tax assets	**(118,705)**	(229,793)
At end of year	**8,005,189**	7,855,585

(b) Company	2025 Kshs'000	2024 Kshs'000
At start of year	**(220,987)**	(267,104)
Charge to profit or loss (Note 13)	**110,373**	46,117
Over provision of deferred income tax in prior year	**(1)**	—
Total deferred income tax movement	**110,372**	46,117
At end of year	**(110,615)**	(220,987)

Deferred income tax assets and liabilities and deferred income tax charge/(credit) in the profit or loss are attributable to the following items:

(a) Group Year ended 30 June 2025	At 1 July 2024 Kshs'000	Prior year (over)/under provision Kshs'000	Charged/ (credited) to profit or loss Kshs'000	Effects of exchange rate changes Kshs'000	At 30 June 2025 Kshs'000
Deferred income tax liabilities					
Property, plant and equipment	**10,311,007**	**54,772**	**496,187**	**110,672**	**10,972,638**
Right-of-use assets	**583,375**	**(16,315)**	**(91,648)**	**2,295**	**477,707**
Unrealised exchange gains	**232,337**	**40**	**97,200**	**187**	**329,764**
Deferred income tax liabilities	**11,126,719**	**38,497**	**501,739**	**113,154**	**11,780,109**
Deferred income tax assets					
Unrealised exchange gains/(losses)	**102,880**	**—**	**108,972**	**(1,966)**	**209,886**
Lease liabilities	**(623,380)**	**—**	**65,320**	**2,378**	**(555,682)**
Tax losses carried forward	**(474,628)**	**19,526**	**(246,235)**	**(5,568)**	**(706,905)**
Other deductible differences	**(2,276,006)**	**(31,241)**	**(406,175)**	**(8,797)**	**(2,722,219)**
Deferred income tax assets	**(3,271,134)**	**(11,715)**	**(478,118)**	**(13,953)**	**(3,774,920)**
Net deferred income tax	**7,855,585**	**26,782**	**23,621**	**99,201**	**8,005,189**

Year ended 30 June 2024	At 1 July 2023 Kshs'000	Prior year (over)/under provision Kshs'000	Charged/ (credited) to profit or loss Kshs'000	Effects of exchange rate changes Kshs'000	At 30 June 2024 Kshs'000
Deferred income tax liabilities					
Property, plant and equipment	10,178,878	32,739	744,378	(644,988)	10,311,007
Right-of-use assets	645,283	—	(23,580)	(38,328)	583,375
Unrealised exchange gains/(losses)	52,583	577	187,032	(7,855)	232,337
Deferred income tax liabilities	10,876,744	33,316	907,830	(691,171)	11,126,719
Deferred income tax assets					
Unrealised exchange gains/(losses)	120,580	—	(59,041)	41,341	102,880
Lease liabilities	(659,219)	—	9,263	26,576	(623,380)
Tax losses carried forward	(153,265)	—	(440,871)	119,508	(474,628)
Other deductible differences	(2,522,227)	—	213,322	32,899	(2,276,006)
Deferred income tax assets	(3,214,131)	—	(277,327)	220,324	(3,271,134)
Net deferred income tax	7,662,613	33,316	630,503	(470,847)	7,855,585

(b) Company Year ended 30 June 2025	At 1 July 2024 Kshs'000	Prior year over provision Kshs'000	Charged/ (credited) to profit or loss Kshs'000	At 30 June 2025 Kshs'000
Deferred income tax liabilities				
Property, plant and equipment	**(37,267)**	**—**	**9,505**	**(27,762)**
Right-of-use assets	**1,405**	**—**	**(794)**	**611**
Unrealised exchange gains/(losses)	**212**	**—**	**776**	**988**
Deferred income tax liabilities	**(35,650)**	**—**	**9,487**	**(26,163)**
Deferred income tax assets				
Unrealised exchange gains/(losses)	**(7,738)**	**—**	**570**	**(7,168)**
Lease liabilities	**(1,558)**	**—**	**854**	**(704)**
Tax losses carried forward	**(95,861)**	**—**	**95,861**	**—**
Other deductible differences	**(80,180)**	**(1)**	**3,601**	**(76,580)**
Deferred income tax assets	**(185,337)**	**(1)**	**100,886**	**(84,452)**
Net deferred income tax	**(220,987)**	**(1)**	**110,373**	**(110,615)**

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

NOTES (continued)

19. DEFERRED INCOME TAX (continued)

Year ended 30 June 2024	At 1 July 2023 Kshs'000	Prior year (over)/under provision Kshs'000	Charged/ (credited) to profit orloss Kshs'000	At 30 June 2024 Kshs'000
Deferred income tax liabilities				
Property, plant and equipment	(44,367)	—	7,100	(37,267)
Right-of-use assets	2,757	—	(1,352)	1,405
Unrealised exchange gains/(losses)	—	—	212	212
Deferred income tax liabilities	(41,610)	—	5,960	(35,650)
Deferred income tax assets				
Unrealised exchange gains/(losses)	—	—	(7,738)	(7,738)
Lease liabilities	(2,941)	—	1,383	(1,558)
Tax losses previously not recognised	(153,265)	—	57,404	(95,861)
Other deductible differences	(69,288)	—	(10,892)	(80,180)
Deferred income tax assets	(225,494)	—	40,157	(185,337)
Net deferred income tax	(267,104)	—	46,117	(220,987)

20. PROPERTY, PLANT AND EQUIPMENT

(a) Group Year ended 30 June 2025	Freehold property Kshs'000	Leasehold buildings Kshs'000	Plant & equipment Kshs'000	Returnable packaging Kshs'000	Capital work in progress Kshs'000	Total Kshs'000
Cost						
At 1 July 2024	8,618,443	10,086,432	79,870,618	23,569,669	1,999,775	124,144,937
Additions	118,047	230,014	2,136,917	2,340,390	1,615,210	6,440,578
Transfers from work in progress	38,610	87,108	1,694,812	690,639	(2,511,169)	—
Transfer to intangible assets (Note 22)	—	—	—	—	(3,008)	(3,008)
Assets written off/derecognised	—	(592)	(1,191,640)	(2,267,667)	(44,603)	(3,504,502)
Effect of exchange rate changes	2,585	116,113	640,720	222,033	13,765	995,216
At 30 June 2025	8,777,685	10,519,075	83,151,427	24,555,064	1,069,970	128,073,221
Depreciation						
At 1 July 2024	2,293,906	1,764,066	33,921,855	10,230,020	—	48,209,847
Charge for the year	315,340	202,106	3,878,889	2,823,986	—	7,220,321
Assets written off/derecognised	—	(321)	(1,055,754)	(2,194,951)	—	(3,251,026)
Effect of exchange rate changes	1,758	24,391	216,787	89,516	—	332,452
At 30 June 2025	2,611,004	1,990,242	36,961,777	10,948,571	—	52,511,594
Carrying amount as at 30 June 2025	6,166,681	8,528,833	46,189,650	13,606,493	1,069,970	75,561,627

There are no assets pledged by the Group to secure liabilities other than as disclosed under Note 29.

The major additions related to returnable packaging, capacity expansion in Uganda relating to CO2 plant and Brewhouse equipment in Kenya.

(a) Group (continued) Year ended 30 June 2024	Freehold property Kshs'000	Leasehold buildings Kshs'000	Plant & equipment Kshs'000	Returnable packaging Kshs'000	Capital work in progress Kshs'000	Total Kshs'000
Cost						
1 July 2023	7,434,669	10,432,830	76,917,531	24,465,429	7,780,245	127,030,704
Additions	463,530	196,899	2,142,953	2,365,627	2,066,558	7,235,567
Transfers from capital work in progress	743,925	512,584	6,452,671	118,707	(7,827,887)	—
Transfer from/(to) intangible assets (Note 22)	—	—	3,495	—	(89,951)	(86,456)
Assets written off/derecognised	(15,234)	—	(421,963)	(1,595,871)	(1,069)	(2,034,137)
Effect of exchange rate changes	(8,447)	(1,055,881)	(5,224,069)	(1,784,223)	71,879	(8,000,741)
At 30 June 2024	8,618,443	10,086,432	79,870,618	23,569,669	1,999,775	124,144,937
Depreciation						
1 July 2023	2,022,024	1,783,999	32,196,574	9,551,287	—	45,553,884
Charge for the year	289,423	209,477	3,941,473	2,713,331	—	7,153,704
Assets written off/derecognised	(11,812)	—	(385,929)	(1,537,641)	—	(1,935,382)
Effect of exchange rate changes	(5,729)	(229,410)	(1,830,263)	(496,957)	—	(2,562,359)
At 30 June 2024	2,293,906	1,764,066	33,921,855	10,230,020	—	48,209,847
Carrying amount as at 30 June 2024	6,324,537	8,322,366	45,948,763	13,339,649	1,999,775	75,935,090

There are no assets pledged by the Group to secure liabilities other than as disclosed under Note 29.

The capital work in progress mainly relates to SBL Moshi project phase II, Kenya packaging line and Micro Brewery as well as UBL capacity expansion.

(b) Company Year ended 30 June 2025	Freehold property Kshs'000	Leasehold buildings Kshs'000	Plant & equipment Kshs'000	Capital work in progress Kshs'000	Total Kshs'000
Cost					
At 1 July 2024	361,992	14,896	211,591	2,958	591,437
Additions	—	—	—	2,318	2,318
Assets written off	—	—	(94,252)	—	(94,252)
At 30 June 2025	361,992	14,896	117,339	5,276	499,503
Depreciation					
At 1 July 2024	27,969	877	118,706	—	147,552
Charge for the year	6,450	—	38,979	—	45,429
Assets written off	—	—	(93,854)	—	(93,854)
At 30 June 2025	34,419	877	63,831	—	99,127
Carrying amount as at 30 June 2025	327,573	14,019	53,508	5,276	400,376

There are no assets pledged by the Group to secure liabilities other than as disclosed under Note 29.

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

NOTES (continued)

20. PROPERTY, PLANT AND EQUIPMENT (continued)

(b) Company (continued) Period ended 30 June 2024	Freehold property Kshs'000	Leasehold buildings Kshs'000	Plant & equipment Kshs'000	Capital work in progress Kshs'000	Total Kshs'000
Cost					
1 July 2023	361,992	14,896	204,871	2,958	584,717
Additions	—	—	35,910	—	35,910
Assets written off/derecognised	—	—	(29,190)	—	(29,190)
At 30 June 2024	361,992	14,896	211,591	2,958	591,437
Depreciation					
1 July 2023	21,519	877	102,265	—	124,661
Charge for the year	6,450	—	44,859	—	51,309
Assets written off/derecognised	—	—	(28,418)	—	(28,418)
At 30 June 2024	27,969	877	118,706	—	147,552
Carrying amount as at 30 June 2024	334,023	14,019	92,885	2,958	443,885

There are no assets pledged by the Group to secure liabilities other than as disclosed under Note 29.

21. RIGHT-OF-USE ASSETS

Movement of right-of-use assets

:(a) Group Year ended 30 June 2025	Buildings Kshs'000	Motor vehicles Kshs'000	Leasehold property Kshs'000	Total Kshs'000
Gross carrying value				
At 1 July 2024	**805,131**	**2,925,506**	**69,398**	**3,800,035**
Additions	**856,441**	**290,432**	**—**	**1,146,873**
Lease terminations	**(22,906)**	**(262,328)**	**—**	**(285,234)**
Effect of exchange rate changes	**12,858**	**28,761**	**27**	**41,646**
At 30 June 2025	**1,651,524**	**2,982,371**	**69,425**	**4,703,320**
Accumulated amortisation				
At 1 July 2024	**406,096**	**993,852**	**27,112**	**1,427,060**
Amortisation charge	**142,614**	**658,985**	**9**	**801,608**
Lease terminations	**(22,906)**	**(215,705)**	**—**	**(238,611)**
Effect of exchange rate changes	**2,154**	**12,997**	**3**	**15,154**
At 30 June 2025	**527,958**	**1,450,129**	**27,124**	**2,005,211**
Carrying amount at 30 June 2025	**1,123,566**	**1,532,242**	**42,301**	**2,698,109**

Year ended 30 June 2024	Buildings Kshs'000	Motor vehicles Kshs'000	Leasehold property Kshs'000	Total Kshs'000
Gross carrying value				
At 1 July 2023	828,356	3,467,965	69,485	4,365,806
Additions	63,166	824,192	—	887,358
Lease terminations	(51,692)	(1,127,590)	—	(1,179,282)
Effect of exchange rate changes	(34,699)	(239,061)	(87)	(273,847)
At 30 June 2024	805,131	2,925,506	69,398	3,800,035
Accumulated amortisation				
At 1 July 2023	345,658	1,406,674	27,112	1,779,444
Amortisation charge	121,882	769,422	10	891,314
Lease terminations	(51,692)	(1,107,949)	—	(1,159,641)
Effect of exchange rate changes	(9,752)	(74,295)	(10)	(84,057)
At 30 June 2024	406,096	993,852	27,112	1,427,060
Carrying amount at 30 June 2024	399,035	1,931,654	42,286	2,372,975

The Group leases space for offices, motor vehicles and office equipment. The leases of office space is for an average of 10 years with an option to renew. The Directors were not reasonably certain that the option to renew the lease would be exercised at the expiry of the lease. The option has therefore not been considered in determining the lease term. The leases of motor vehicles are on average 4 to 5 years, while the leases of office equipment are for periods of not more than 12 months.

In the year ended 30 June 2025 short term and low value leases included in operating lease expenses in respect of extended vehicle leases comprised of Kshs 0.9 billion and machinery of Kshs 61 million (2024: Kshs 1.1 billion and 33 million respectively).

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

NOTES (continued)

21. RIGHT-OF-USE ASSETS (continued)

Movement of right-of-use assets (continued) (b) Company	Motor vehicles Kshs '000
Gross carrying value	
At 1 July 2024	**10,590**
At 30 June 2025	**10,590**
Accumulated amortisation	
At 1 July 2024	**5,906**
Amortisation charge	**2,647**
At 30 June 2025	**8,553**
Carrying amount at 30 June 2025	**2,037**
Gross carrying value	
At 1 July 2023	20,686
Lease terminations	(10,096)
At 30 June 2024	10,590
Accumulated amortisation	
At 1 July 2023	11,495
Amortisation charge	4,507
Lease terminations	(10,096)
At 30 June 2024	5,906
Carrying amount at 30 June 2024	4,684

(b) Company	2025 Kshs'000	2024 Kshs'000
Cost		
At start of year	**14,320**	12,626
Additions	**2,231**	1,694
At end of year	**16,551**	14,320
Amortisation		
At start of year	**8,572**	7,518
Charge for the year	**1,037**	1,054
At end of year	**9,609**	8,572
Carrying amount	**6,942**	5,748

22. INTANGIBLE ASSETS – SOFTWARE

(a) Group	2025 Kshs'000	2024 Kshs'000
Cost		
At start of year	**1,719,046**	1,745,525
Additions	**39,001**	24,015
Disposals	**(291,328)**	(1,722)
Transfer from property plant and equipment (Note 20(a))	**3,008**	86,456
Effect of exchange rate changes	**9,805**	(135,228)
At end of year	**1,479,532**	1,719,046
Amortisation		
At start of year	**1,123,496**	1,059,750
Charge for the year	**142,818**	154,802
Disposals/write off	**(219,328)**	
Effect of exchange rate changes	**6,834**	(91,056)
At end of year	**981,820**	1,123,496
Carrying amount	**497,712**	595,550

Transfer of assets from property and equipment to intangible assets relate to costs incurred in the acquisition of software.

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

NOTES (continued)

23. INTANGIBLE ASSETS – GOODWILL AND BRAND

(A) GOODWILL

Year ended 30 June 2025	Carrying amount at start of year Kshs'000	Effect of exchange rate changes Kshs'000	Carrying value at end of year Kshs'000
Serengeti Breweries Limited (SBL)	**2,362,047**	**11,068**	**2,373,115**
UDV (Kenya) Limited (UDV)	**415,496**	**—**	**415,496**
International Distillers (Uganda) Limited (IDU)	**240,181**	**7,217**	**247,398**
Total	**3,017,724**	**18,285**	**3,036,009**

Year ended 30 June 2024	Carrying amount at start of year Kshs'000	Effect of exchange rate changes Kshs'000	Carrying value at end of year Kshs'000
Serengeti Breweries Limited (SBL)	2,826,147	(464,100)	2,362,047
UDV (Kenya) Limited (UDV)	415,496	—	415,496
International Distillers (Uganda) Limited (IDU)	263,765	(23,584)	240,181
Total	3,505,408	(487,684)	3,017,724

Goodwill represents the excess of cost of acquisitions over the fair value of identifiable assets and liabilities of the respective subsidiaries at acquisition date. For each of the subsidiaries, the goodwill was recognised due to the expected synergies arising from the business combination as at the acquisition date.

(B) BRAND

	2025 Kshs'000	2024 Kshs'000
Carrying amount at beginning of period	**512,172**	612,770
Effect of exchange rate changes	**2,399**	(100,598)
Carrying amount at end of period	**514,571**	512,172

The balance represents the purchase price allocation to the "Premium Serengeti Lager" brand at acquisition of Serengeti Breweries Limited.

(C) IMPAIRMENT TESTING FOR CASH-GENERATING UNITS CONTAINING GOODWILL AND BRAND

(I) IMPAIRMENT TESTING METHODOLOGY

For the purposes of impairment testing, goodwill is allocated to the Group's operating segments which represent the lowest level within the Group at which the goodwill is monitored for internal management purposes.

The recoverable amount of an operating segment is determined based on a detailed 5-year model that has been extrapolated in perpetuity by applying the long-term growth rate of the country. Profit has been amended with working capital and capital expenditure requirements. The net cash flows have been discounted using the country-specific weighted average cost of capital (WACC). These calculations use cash flow projections approved by management covering a 5-year period. Cash flows beyond the five-year period are extrapolated using estimated terminal growth rates.

(II) KEY ASSUMPTIONS USED FOR VALUE IN USE CALCULATIONS

	Tanzania		Kenya		Uganda	
	2025	2024	**2025**	2024	**2025**	2024
Terminal growth rate[1]	**3.10%**	4.50%	**5.49%**	5.00%	**5.28%**	5.00%
WACC rate[2]	**12.90%**	16.40%	**13.98%**	13.60%	**12.73%**	13.30%

[1] Weighted average cost of capital used to extrapolate cash flows beyond the projected period.

[2] Discount rate applied to the cash flow projections.

These assumptions have been used for the analysis of each operating segment. Management determined forecast profit margin based on past performance and its expectations for market developments. The weighted average growth rates used are consistent with the forecasts included in industry reports.

(III) RESULTS OF IMPAIRMENT TESTING ON THE CARRYING AMOUNT OF GOODWILL AND BRAND

GOODWILL

Based on the above assumptions and considering the forecast sales growth rates, operating profits and cash inflows, the recoverable value of the relevant operating segment exceeded the carrying net asset amount (including the goodwill) for SBL, UDV and IDU at 30 June 2025. As a result, the Group has not recognised an impairment charge (2024: Nil).

BRAND

Based on the above assumptions and considering the forecast sales growth rates, operating profits and cash inflows, the recoverable value of the brand exceeded the carrying value at 30 June 2025. As a result, the Group has not recognised an impairment charge (2024: Nil).

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

NOTES (continued)

23. INTANGIBLE ASSETS – GOODWILL AND BRAND (continued)

(C) IMPAIRMENT TESTING FOR CASH-GENERATING UNITS CONTAINING GOODWILL AND BRAND (continued)

(IV) SIGNIFICANT ESTIMATES: IMPACT OF POSSIBLE CHANGES IN KEY ASSUMPTIONS

There were no reasonably possible changes in any of the key assumptions that would have resulted in an impairment charge for SBL, UDV and IDU goodwill and the SBL brand.

A 1% change in the WACC/Terminal Growth Rate would increase/(decrease) the headroom by the amounts shown below. None of these changes would result in impairment.

Year ended 30 June 2025 (amounts in Kshs millions)

International Distillers (Uganda) Limited (IDU)

TGR/WACC	11.73%	12.73%	13.73%
4.28%	1,163	(3,797)	(7,703)
5.28%	6,295	—	(4,800)
6.28%	13,310	4,974	(1,119)

Serengeti Breweries Limited (SBL)

TGR/WACC	11.90%	12.90%	13.90%
2.10%	1,432	(3,591)	(7,752)
3.10%	5,979	—	(4,860)
4.10%	11,692	4,407	(1,377)

UDV (Kenya) Limited (UDV)

TGR/WACC	12.98%	13.98%	14.98%
4.49%	4,051	(11,632)	(24,312)
5.49%	19,251	—	(15,181)
6.49%	39,135	14,738	(3,899)

Year ended 30 June 2024

International Distillers (Uganda) Limited (IDU)

TGR/WACC	12.30%	13.30%	14.30%
4.00%	1,323	(3,907)	(8,115)
5.00%	6,457	—	(5,061)
6.00%	13,222	4,978	(1,272)

Serengeti Breweries Limited (SBL)

TGR/WACC	15.40%	16.40%	17.40%
3.50%	689	(1,472)	(3,315)
4.50%	2,484	—	(2,092)
5.50%	4,642	1,742	(664)

UDV (Kenya) Limited (UDV)

TGR/WACC	12.60%	13.60%	14.60%
4.00%	4,025	(11,397)	(23,894)
5.00%	18,874	—	(14,926)
6.00%	38,223	14,397	(3,873)

24. INVESTMENTS IN SUBSIDIARIES

	Principal place of business	Effective ownership interest	Book value at 30 June 2025 Kshs'000	Book value at 30 June 2024 Kshs'000
Kenya Breweries Limited	Kenya	100%	**22,377,809**	22,377,809
Serengeti Breweries Limited	Tanzania	92.5%	**22,242,202**	22,242,202
East African Maltings (Kenya) Limited	Kenya	100%	**687,662**	687,662
Uganda Breweries Limited	Uganda	98%	**698,487**	687,648
UDV (Kenya) Limited	Kenya	46%	**589,410**	589,410
International Distillers Uganda Limited	Uganda	100%	**300,000**	300,000
EABL Tanzania Limited	Tanzania	100%	**5,610**	5,610
East African Breweries (Rwanda) Limited	Rwanda	100%	**1,337**	1,337
East African Beverages (South Sudan) Limited	South Sudan	99%	**299**	299
Allsopps (EA) Sales Limited	Kenya	100%	**3**	3
EABL International Limited	Kenya	100%	**2**	2
East African Maltings (Uganda) Limited	Uganda	100%	**—**	—
Net book amount			**46,902,821**	46,891,982

MOVEMENT IN INVESTMENT IN SUBSIDIARIES

The movement in the carrying amount of the total investment in subsidiaries figure is as reflected below:

Year ended 30 June 2025	Kshs'000
At 1 July 2024	**46,891,982**
Uganda Breweries Limited	
Share purchase (Note 18(b))	**10,839**
Serengeti Breweries Limited	
Settlement of amounts due from non-controlling interests	**—**
At 30 June 2025	**46,902,821**

Year ended 30 June 2024	Kshs'000
At 1 July 2023	46,891,982
Serengeti Breweries Limited	
Settlement of amounts due from non-controlling interests	—
At 30 June 2024	46,891,982

As explained in Note 18, the carrying amount of investment in subsidiaries includes loans due from the non-controling shareholders in Serengeti Breweries Limited of Kshs 795,296,000 (2024: Kshs 791,598,000) arising from the capital restructuring of the subsidiary in 2018.

The details of the movement in investment in subsidiaries is as disclosed below:

(A) SERENGETI BREWERIES LIMITED (SBL)

The investment in SBL did not decrease in the year ended 30 June 2025.

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

NOTES (continued)

24. INVESTMENTS IN SUBSIDIARIES (continued)

MOVEMENT IN INVESTMENT IN SUBSIDIARIES (continued)

IMPAIRMENT ASSESSMENT

An impairment assessment of the carrying amount of the investment in SBL at Company level was performed at the end of the year using the value-in-use model. The key assumptions used in the value-in-use model are shown in Note 23. Based on the assumptions, the carrying amount of the investment was lower than the recoverable amount.

SIGNIFICANT ESTIMATE: IMPACT OF POSSIBLE CHANGES IN KEY ASSUMPTIONS

If the budgeted cash flows used in the value-in-use calculation for SBL had been 10% lower than management's estimates at 30 June 2025, the Company would not have recognised any impairment against the carrying amount of the investment in subsidiary (2024: Nil).

If the discount rate applied to the cash flow projections for SBL had been 1% higher than management's estimates (13.90% instead of 12.90%), the Company would not have to recognise an impairment against the carrying value of the investment in subsidiary (2024: Nil).

If the terminal growth rate applied to the cash flow projections for SBL had been 1% lower than management's estimates (2.10% instead of 3.10%), the Company would not have had to recognise any impairment against the carrying value of the investment in subsidiary (2024: Nil).

25. OTHER FINANCIAL ASSETS (GROUP AND COMPANY)

	2025 Kshs'000	2024 Kshs'000
20% investment in Challenge Fund Limited who in turn have subscribed to 50% in Central Depository and Settlement Corporation Limited	**10,000**	10,000
At end of year	**10,000**	10,000

During the year, the investment in Challenge Fund Limited did not change. The carrying amount of the investment estimates its fair value.

26. INVENTORIES

(a) Group	2025 Kshs'000	2024 Kshs'000
Raw materials and consumables	**7,634,868**	7,591,766
Work in progress	**1,079,738**	930,711
Finished goods	**6,279,782**	3,739,825
Goods in transit	**876,579**	367,565
	15,870,967	12,629,867

The cost of inventories recognised as an expense and included in'cost of sales' amounted to Kshs 41,233,878,000 (2024: Kshs 38,162,631,000). Provisions of inventories amounted to Kshs 661,896,000 (2024: 507,621,000 Kshs) were recognised as an expense and included in the statement of profit or loss.

27. TRADE AND OTHER RECEIVABLES

(a) Group	2025 Kshs'000	2024 Kshs'000
Trade receivables	**12,357,624**	9,649,828
Less: provision for expected credit losses	**(884,142)**	(985,003)
	11,473,482	8,664,825
Other receivables	**3,840,124**	2,732,432
Less: provision for expected credit losses	**(1,032,978)**	(1,204,439)
Prepayments	**1,241,945**	917,580
Receivables from related parties (Note 35(a) (iii))	**974,609**	1,539,894
	16,497,182	12,650,292

The aged analysis of trade receivables, net of expected credit loss allowance, is as follows:

	2025 Kshs'000	2024 Kshs'000
Trade debtors not overdue	**10,908,124**	8,510,673
Between 1-30 days	**491,506**	131,383
Between 31-60 days	**30,637**	22,769
Between 61-90 days	**13,630**	–
Between 91-180 days	**29,585**	–
Over 180 days	**–**	–
	11,473,482	8,664,825
Overdue debt	**565,358**	154,152

MOVEMENT IN EXPECTED CREDIT LOSSES ALLOWANCE

The following table shows the movement in lifetime expected credit losses that has been recognised for trade and other receivables in accordance with the simplified approach set out in IFRS 9. Allowance losses are calculated by reviewing lifetime expected credit losses using historic and forward-looking data on credit risk.

Trade receivables	2025 Kshs'000	2024 Kshs'000
At start of year	**985,003**	1,205,361
Charge to profit or loss (Note 9(b))	**49,915**	53,324
Write-offs	**(150,776)**	(273,682)
At end of year	**884,142**	985,003
Other receivables		
At start of year	**1,204,439**	1,312,994
Charge/(release) to profit or loss (Note 9(b))	**25,368**	(105,900)
Write-offs	**(196,829)**	(2,655)
At end of year	**1,032,978**	1,204,439

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

NOTES (continued)

27. TRADE AND OTHER RECEIVABLES (continued)

(b) Company	2025 Kshs'000	2024 Kshs'000
Trade receivables	**73,268**	6,589
Receivables from related companies (Note 35(b) (iii))	**2,365,900**	3,367,024
Other receivables	**570,185**	195,896
Prepayments	**14,319**	7,393
	3,023,672	3,576,902

28. TRADE AND OTHER PAYABLES

(a) Group	2025 Kshs'000	2024 Kshs'000
Trade payables	**13,033,048**	12,269,598
Other payables	**11,501,672**	7,565,881
Accruals	**5,366,123**	2,872,576
Payables to related parties (Note 35(a)(iii))	**7,696,176**	5,646,068
	37,597,019	28,354,123

(b) Company	2025 Kshs'000	2024 Kshs'000
Trade payables	**173,878**	133,708
Payables to related parties (Note 35(b)(iii))	**245,656**	79,184
Other payables and accrued expenses	**585,157**	489,459
Cashpool balances (Note 35(b)(iv))	**24,650,360**	22,994,507
	25,655,051	23,696,858

(c) Supplier finance agreements – Group and Company

The Group and the Company participates in a supply chain financing arrangement (SCF). Under the arrangement, a bank agrees to pay amounts to a participating supplier in respect of invoices owed by the Group and the Company and receives settlement from the Group and the Company at a later date. The principal purpose of this arrangement is to facilitate efficient payment processing and enable the willing suppliers to receive payments from the bank before the invoice due date.

(i) Group	2025 Kshs'000
Carrying amount of liabilities that are part of supplier financing arrangements	
Presented within trade and other payables	**1,993,493**
– of which suppliers have received payment	**1,318,033**
Range of payment due dates	
Liabilities that are part of the arrangement	**0-150 days after the invoice date**
Liabilities that are not part of an arrangement	**0-120 days after the invoice date**

28. TRADE AND OTHER PAYABLES (continued)

(ii) Company	2025 Kshs'000
Carrying amount of liabilities that are part of supplier financing arrangements	
Presented within trade and other payables	**18,360**
– of which suppliers have received payment	**13,423**
Range of payment due dates	
Liabilities that are part of the arrangement	**0-60 days after invoice date**
Liabilities that are not part of an arrangement	**0-90 days after invoice date**

29. BORROWINGS

(a) Group	2025 Kshs'000	2024 Kshs'000
The borrowings are made up as follows:		
Non-current		
Bank loans	**23,823,136**	30,426,867
Medium term note	**11,000,000**	11,000,000
	34,823,136	41,426,867
Current		
Bank loans	**4,498,027**	5,636,117
Bank overdraft	**1,180**	901,419
	39,322,343	47,964,403

The carrying amounts of current borrowings approximate their fair value, as the impact of discounting is not material.

	2025 Kshs'000	2024 Kshs'000
The movement in borrowings is as follows:		
At start of year	**47,628,550**	58,576,180
Advanced in the year	**4,697,240**	1,740,618
Repayments in the year	**(12,737,908)**	(10,609,492)
Movement in bank overdrafts	**(900,239)**	(308,276)
Effect of exchange rate changes	**126,958**	(1,770,480)
At end of year	**38,814,601**	47,628,550
Accrued interest	**507,742**	335,853
	39,322,343	47,964,403

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

NOTES (continued)

29. BORROWINGS (continued)

Group (continued)

Bank loans comprise:

Country	Nature	Currency	Amount'000		Interest			Maturity
			2025	2024	Base	**2025**	2024	
Kenya	Long Term Borrowing	Kshs	**—**	1,266,667	Fixed Rate	**9.00%**	9.00%	**Dec-24**
Kenya	Long Term Borrowing	Kshs	**1,125,000**	1,500,000	182 Day Tbill +1.5%	**9.96%**	18.26%	**Jun-28**
Kenya	Long Term Borrowing	Kshs	**2,000,000**	2,000,000	182 Day Tbill +1.8%	**10.26%**	18.56%	**Jun-30**
Kenya	Long Term Borrowing	Kshs	**5,718,750**	6,500,000	182 Day Tbill +1.8%	**10.26%**	18.56%	**Jun-30**
Kenya	Long Term Borrowing	Kshs	**80,357**	1,500,000	182 Day Tbill +1.5%	**9.96%**	18.26%	**Jun-28**
Kenya	Long Term Borrowing	Kshs	**1,500,000**	2,000,000	182 Day Tbill +1.5%	**9.96%**	18.26%	**Jun-28**
Kenya	Long Term Borrowing	Kshs	**1,500,000**	1,500,000	182 Day Tbill +1.8%	**10.26%**	18.56%	**Jun-30**
Kenya	Long Term Borrowing	Kshs	**5,000,000**	5,000,000	182 Day Tbill +1.8%	**10.26%**	18.56%	**Jun-30**
Kenya	Long Term Borrowing	Kshs	**781,250**	—	182 Day Tbill +1.8%	**10.26%**	0.00%	**Jun-30**
Kenya	Long Term Borrowing	Kshs	**1,044,643**	—	182 Day Tbill +1.5%	**9.96%**	0.00%	**Jun-28**
Kenya	Revolving Credit Facility	Kshs	**—**	3,000,000	182 Day Tbill +1.7%	**10.16%**	18.34%	**Dec-26**
Kenya	Medium term note	Kshs	**11,000,000**	11,000,000	Fixed Rate	**12.25%**	12.25%	**Oct-26**
Kenya	Revolving Credit Facility	Kshs	**—**	2,400,000	182 Day Tbill +2.45%	**10.91%**	19.21%	**Jun-26**
Uganda	Medium Term Borrowing	Ushs	**9,500,000**	22,166,667	182 Day Tbill +1.85%	**14.85%**	14.85%	**Mar-26**
Uganda	Medium Term Borrowing	Ushs	**12,666,667**	25,333,333	182 Day Tbill +1.9%	**14.90%**	14.90%	**Jun-26**
Uganda	Medium Term Borrowing	Ushs	**19,250,000**	30,250,000	182 Day Tbill +1.75%	**14.75%**	14.75%	**Mar-27**
Uganda	Medium Term Borrowing	Ushs	**27,500,000**	33,000,000	182 Day Tbill +1.8%	**14.80%**	14.90%	**Dec-27**
Tanzania	Medium Term Borrowing	Tshs	**10,400,000**	10,400,000	182 Day Tbill +4.95% (Floor rate-13.5%)	**13.50%**	13.50%	**Jun-29**
Tanzania	Medium Term Borrowing	Tshs	**10,000,000**	10,000,000	183 Day Tbill +4.95% (Floor rate-13.5%)	**13.50%**	13.50%	**Jun-29**
Tanzania	Medium Term Borrowing	Tshs	**5,000,000**	10,000,000	184 Day Tbill +4.95% (Floor rate-13.5%)	**13.50%**	13.50%	**Jun-29**
Tanzania	Medium Term Borrowing	Tshs	**49,600,000**	—	184 Day Tbill +4.95% (Floor rate-13.5%)	**13.50%**	13.50%	**Dec-29**
Tanzania	Short Term Borrowing	Tshs	**—**	15,000,000	All in Rate	**12.00%**	12.00%	**Dec-24**
Tanzania	Medium Term Borrowing	Tshs	**58,333,333**	70,000,000	182 Day Tbill +5.4%	**13.87%**	13.39%	**Dec-27**
Tanzania	Overdrafts	Tshs	**—**	901,485	182 Day Tbill +3%		9.57%	
Tanzania	Overdrafts	Tshs	**1,180**	—				

The Group had available undrawn facilities of Kshs 19.47 billion as at 30 June 2025 (2024: Kshs 16.6 billion).

The weighted average interest rate for the year was 13.68% (2024: 15.67%).

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

NOTES (continued)

29. BORROWINGS (continued)

Company

	2025 Kshs'000	2024 Kshs'000
The borrowings are made up as follows:		
Non-current		
Bank loans	**17,500,000**	24,150,000
Medium term note	**11,000,000**	11,000,000
	28,500,000	35,150,000
Current		
Bank loans	**1,250,880**	2,557,682
	1,250,880	2,557,682
Total borrowings	**29,750,880**	37,707,682

The carrying amounts of current borrowings approximate their fair value, as the impact of discounting is not material.
The movement in borrowings is as follows:

	2025 Kshs'000	2024 Kshs'000
The movement in borrowings is as follows:		
At start of year	**37,666,666**	44,104,008
Advanced in the year	**2,000,000**	—
Repayments	**(9,916,666)**	(6,433,334)
Movement in bank overdrafts	**—**	(4,008)
At end of year	**29,750,000**	37,666,666
Accrued interest	**880**	41,016
	29,750,880	37,707,682

Bank loans comprise:

Country	Nature	Currency	Amount'000		Interest			Maturity
			2025	2024	Base	2025	2024	
Kenya	Long Term Borrowing	Kshs	**—**	1,266,667	Fixed Rate	**9.00%**	9.00%	Dec-24
Kenya	Long Term Borrowing	Kshs	**1,125,000**	1,500,000	182 Day Tbill +1.5%	**9.96%**	18.26%	Jun-28
Kenya	Long Term Borrowing	Kshs	**2,000,000**	2,000,000	182 Day Tbill +1.8%	**10.26%**	18.56%	Jun-30
Kenya	Long Term Borrowing	Kshs	**5,718,750**	6,500,000	182 Day Tbill +1.8%	**10.26%**	18.56%	Jun-30
Kenya	Long Term Borrowing	Kshs	**80,357**	1,500,000	182 Day Tbill +1.5%	**9.96%**	18.26%	Jun-28
Kenya	Long Term Borrowing	Kshs	**1,500,000**	2,000,000	182 Day Tbill +1.5%	**9.96%**	18.26%	Jun-28
Kenya	Long Term Borrowing	Kshs	**1,500,000**	1,500,000	182 Day Tbill +1.8%	**10.26%**	18.56%	Jun-30
Kenya	Long Term Borrowing	Kshs	**5,000,000**	5,000,000	182 Day Tbill +1.8%	**10.26%**	18.56%	Jun-30
Kenya	Long Term Borrowing	Kshs	**781,250**	—	182 Day Tbill +1.8%	**10.26%**	0.00%	Jun-30
Kenya	Long Term Borrowing	Kshs	**1,044,643**	—	182 Day Tbill +1.5%	**9.96%**	0.00%	Jun-28
Kenya	Revolving Credit Facility	Kshs	**—**	3,000,000	182 Day Tbill +1.7%	**10.16%**	18.34%	Dec-26
Kenya	Medium term note	Kshs	**11,000,000**	11,000,000	Fixed Rate	**12.25%**	12.25%	Oct-26
Kenya	Revolving Credit Facility	Kshs	**—**	2,400,000	182 Day Tbill +2.45%	**10.91%**	19.21%	Jun-26

The Company has unutilised bank overdraft facilities of Kshs 15.77 billion.

The weighted average interest rate for the year was 11.33% (2024: 16.38%).

The Group and its subsidiaries have complied with the terms of financial covenants on borrowings which typically comprise of measures such as net debt to EBITDA ratio

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

NOTES (continued)

30. LEASE LIABILITIES

(a) Group	2025 Kshs'000	2024 Kshs'000
Movement of lease liabilities:		
At 1 July	**2,603,220**	2,827,748
Additions	**1,146,873**	887,358
Interest expense on leases	**216,123**	207,140
Repayment of lease liabilities		
– Payment of the principal portion of the lease liability	**(776,599)**	(840,934)
– Interest paid on lease liabilities	**(216,123)**	(207,140)
Effect of change in exchange rates	**(5,701)**	(270,952)
At the end of the year	**2,967,793**	2,603,220
Presented as:		
Current lease liabilities	**905,607**	740,298
Non-current lease liabilities	**2,062,186**	1,862,922
	2,967,793	2,603,220

(b) Company	2025 Kshs'000	2024 Kshs'000
Movement of lease liabilities:		
At 1 July	**5,203**	9,804
Interest expense on leases	**384**	768
Repayment of lease liabilities		
– Payment of the principal portion of the lease liability	**(2,849)**	(4,601)
– Interest paid on lease liabilities	**(384)**	(768)
At the end of the year	**2,354**	5,203
Presented as:		
Current lease liabilities	**2,354**	2,849
Non-current lease liabilities	**—**	2,354
	2,354	5,203

31. CONTINGENT LIABILITIES

The Group has operations in East African countries and is subject to a number of legal and tax claims incidental to these operations, the outcome of which cannot at present be foreseen and the possible loss or range of loss of which cannot at present be meaningfully quantified.

Based on their own judgement and professional advice received from legal, tax and other advisors, the Directors believe that the provision made for all these claims sufficiently covers the expected losses arising from them. For most of these cases, the likelihood that the Group will suffer significant charges or payments is remote; however, in a few cases the Directors consider it possible but not probable that such charges will be incurred.

The Group continues to vigorously defend its position. The Directors continue to monitor the development of these matters and to the extent those developments may have a major impact on its financial position or may significantly affect its ability to meet its commitments, the Group shall disclose those developments in line with its listing obligations as required by relevant regulations.

The international tax environment has seen increased scrutiny and rapid change over recent years bringing with it greater uncertainty for multinationals. Against this backdrop, EABL has been monitoring developments and continues to engage transparently with the tax authorities in the countries where EABL operates to ensure that the Group manages its arrangements on a sustainable basis.

Kenya Breweries Limited (KBL), a subsidiary of EABL, was involved in a number of protracted excise duty disputes with the Kenya Revenue Authority (KRA) over locally produced keg beer. In January 2021, the Cabinet Secretary of Treasury (CS) approved the abandonment of some taxes demanded by KRA under the disputes, as per the provisions of section 37 of the Tax Procedures Act, and consequently, KBL paid the agreed final settlement of Kshs 3.5Bn, and the KRA closed all the matters related to the disputes. However, in April 2023, the Cabinet Secretary issued a letter revoking the abandonment, citing advice from the KRA and lack of justification for the abandonment. Shortly thereafter, KBL received a demand letter from the KRA for immediate payment of Kshs 8.2Bn. KBL sought legal advice and has extensive documentation showing the involvement and approval of both the Cabinet Secretary and KRA in the abandonment process. Based on independent legal advice, the directors believe that the company lawfully obtained the abandonment of assessed tax in 2021 and its petition at the High Court has strong grounds to succeed.

32. CAPITAL COMMITMENTS – GROUP

Capital expenditure contracted for at the reporting date but not recognised in the financial statements is as follows:

	2025 Kshs'000	2024 Kshs'000
Contracted but not provided for	**3,284,724**	2,610,161
	3,284,724	2,610,161

The amount relates to capital commitments for property and equipment.

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

NOTES (continued)

33. FINANCIAL INSTRUMENTS – FAIR VALUES

(a) Group

At 30 June 2025	At amortised cost Kshs'000	Level 2 Kshs'000
Financial liabilities		
Borrowings	**34,823,136**	**34,823,136**
	34,823,136	**34,823,136**

At 30 June 2024	At amortised cost Kshs'000	Level 2 Kshs'000
Financial liabilities		
Borrowings	41,426,867	41,426,867
	41,426,867	41,426,867

Amortised cost approximates to the fair value for all financial instruments.

(b) Company

At 30 June 2025	At amortised cost Kshs'000	Level 2 Kshs'000
Financial liabilities		
Borrowings	**28,500,000**	**28,500,000**
Financial assets		
Receivables from related parties	**27,990,884**	**27,990,884**

At 30 June 2024	At amortised cost Kshs'000	Level 2 Kshs'000
Financial liabilities		
Borrowings	35,150,000	35,150,000
Financial assets		
Receivables from related parties	32,706,070	32,706,070

Amortised cost approximates to the fair value for all financial instruments.

The financial instruments above are measured at level 2 because the key inputs used in the valuation are interest rates that are observable from the market. The estimated fair value is based on discounted cashflows using prevailing market rates.

34. CASH GENERATED FROM OPERATIONS

(A) CASH AND CASH EQUIVALENTS

Group	30 June 2025 Kshs'000	30 June 2024 Kshs'000
Cash and bank balances	**12,745,359**	11,716,429
Bank overdraft (Note 29(a))	**(1,180)**	(901,419)
	12,744,179	10,815,010
Company		
Cash and bank balances	**5,855,399**	6,645,537
	5,855,399	6,645,537

(B) MOVEMENT IN WORKING CAPITAL

Group	30 June 2025 Kshs'000	30 June 2024 Kshs'000
Movement in trade and other receivables		
Movement per statement of financial position	**(3,846,890)**	(400,787)
Foreign currency translation differences	**102,517**	(656,628)
Net movement in receivables as per cash flow	**(3,744,373)**	(1,057,415)
Movement in inventory		
Movement per statement of financial position	**(3,241,100)**	2,978,517
Foreign currency translation differences	**92,791**	(656,776)
Net movement in inventory as per cash flow	**(3,148,309)**	2,321,741
Movement in trade and other payables		
Movement per statement of financial position	**9,526,355**	(1,693,995)
External interest payable	**(171,889)**	143,537
Foreign currency translation differences	**(423,598)**	1,907,488
Net movement in payables as per cash flow	**8,930,868**	357,030

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

NOTES (continued)

35. RELATED PARTY TRANSACTIONS

The ultimate parent of the Group is Diageo Plc, incorporated in the United Kingdom. The Company is controlled by Diageo Kenya Limited incorporated in Kenya and other subsidiaries of Diageo Plc. There are other Companies that are related to East African Breweries Plc through common shareholdings.

The following are transactions and balances with related parties:

(A) GROUP

(I) SALES OF GOODS AND SERVICES

	2025 Kshs'000	2024 Kshs'000
Diageo Ireland	**700,543**	635,651
Diageo Great Britain Limited	**402,949**	122,954
Diageo Mexico Comercializadora	**275,583**	—
Diageo Scotland Limited	**47,106**	317
Diageo North America, Inc	**37,622**	308,457
Seychelles Breweries Ltd	**32,874**	13,768
Guinness Ghana Breweries	**28,073**	14,966
Diageo South Africa (Pty) Ltd	**4,741**	319
Guinness Nigeria Plc*	**2,707**	114,771
Diageo Panama S.A.	**1,079**	6,360
Diageo Moet Hennessy (TH)	**1,005**	512
Diageo Lebanon SAL	**221**	—
Diageo Üzletviteli Szolgáltatások Zrt.	**218**	532
Diageo España S.A.	**205**	—
Diageo Brazil Ltda	**128**	—
DIAGEO JAPAN K. K.	**99**	1,849
Diageo plc	**54**	4,158
Diageo Americas Supply	**39**	85
United Spirits Limited	**1,544**	1,281
Diageo Brands B.V.	**—**	179,122
Diageo Liquor(Dali)co.Ltd	**—**	47
Diageo Canada	**—**	25
Diageo Singapore Pte Ltd	**158**	—
	1,536,948	1,405,174

** Guinness Nigeria Plc was part of Diageo group until 30 September 2024.*

(II) PURCHASE OF GOODS AND SERVICES

	2025 Kshs'000	2024 Kshs'000
Diageo Brands B.V.	**4,531,724**	2,804,753
Diageo Great Britain Limited	**2,321,075**	1,181,461
Diageo Ireland	**1,624,045**	1,349,661
Guinness Ghana Breweries	**794**	—
Guinness Nigeria Plc*	**670**	—
Diageo Panama S.A.	**512**	—
Diageo Moet Hennessy (TH)	**266**	—
PT Langgeng Kreasi Jayapr	**232**	—
Diageo Üzletviteli Szolgáltatások Zrt.	**196**	290
KetelOne WorldWide BV	**154**	184,307
Rum Creation&Products Inc	**50**	—
United Spirits Limited	**—**	10,652
Diageo Scotland Limited	**—**	78
Diageo South Africa (Pty) Ltd	**—**	34
Diageo Mexico SA de CV	**—**	12
	8,479,718	5,531,248

** Guinness Nigeria Plc was part of Diageo group until 30 September 2024.*

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

NOTES (continued)

35. RELATED PARTY TRANSACTIONS (continued)

(A) GROUP (continued)

(III) OUTSTANDING BALANCES ARISING FROM SALE AND PURCHASE OF GOODS/SERVICES

	2025 Kshs'000	2024 Kshs'000
Receivables from related parties		
Diageo Brands B.V. 1440	**393,835**	1,289
Diageo Mexico Comercializadora	**260,806**	–
Seychelles Breweries Ltd	**103,238**	5,257
R&A Bailey & Co	**56,123**	–
Diageo Scotland Limited	**47,633**	65,846
Diageo North America, Inc	**38,548**	276,577
Diageo South Africa (Pty) Ltd	**27,350**	4,414
Diageo Business Services India (DBSCI)	**10,680**	–
Guinness Ghana Breweries	**9,596**	205,908
Diageo España S.A.	**6,853**	–
Diageo Nigeria Limited	**5,900**	–
Ketel One Worldwide B.V.	**3,973**	–
Diageo Singapore Pte Limited	**3,318**	–
Diageo Ireland	**3,003**	277
Diageo Uzeltiveti Szolgaltatasok Zrt	**1,226**	–
Diageo plc	**940**	8,178
Diageo RTD Hong Kong Limited	**626**	–
Diageo Lebanon SAL	**495**	–
Diageo Brazil Ltda	**351**	–
Diageo Moet Hennessy (Thailand) Limited	**83**	50
Diageo España	**32**	131
Guinness Nigeria Plc	**–**	676,870
Diageo Great Britain Ltd	**–**	277,200
Diageo Panama S.A.	**–**	7,910
Diageo Japan K. K.	**–**	6,000
Diageo Angola Limitada	**–**	2,313
Diageo Americas Supply	**–**	1,674
	974,609	1,539,894

	2025 Kshs'000	2024 Kshs'000
Payables to related parties		
Diageo Brands B.V. 1400	**3,113,271**	2,181,297
Diageo Great Britain Ltd	**2,745,185**	1,880,814
Diageo Ireland	**1,591,513**	1,167,879
Diageo North America, Inc	**201,741**	283,183
Diageo South Africa (Pty) Ltd	**19,198**	14,808
Guinness Ghana Breweries	**11,101**	–
Diageo Panama S.A.	**5,387**	–
Diageo Scotland Limited	**4,109**	10,510
United Spirits Limited	**2,825**	1,281
Diageo Australia Limited	**658**	–
Diageo Uzletviteli Szolgaltatasok Zrt	**629**	10,489
PT LANGGENG KREASI JAYAPRIMA	**233**	–
Diageo Moet Hennessy (Thailand) Limited	**201**	–
KetelOne WorldWide BV	**63**	–
Diageo Venezuela C.A	**49**	–
Diageo Americas	**13**	–
Diageo Brands B.V. 1440	**–**	62,278
Seychelles Breweries Ltd	**–**	22,636
Guinness Nigeria Plc	**–**	10,655
Diageo Kenya Limited	**–**	238
	7,696,176	5,646,068

(B) COMPANY

(I) SALE OF GOODS AND SERVICES

	2025 Kshs'000	2024 Kshs'000
Transactions with subsidiaries		
Kenya Breweries Limited	**1,650,349**	1,569,054
Uganda Breweries Limited	**168,204**	1,008,871
Serengeti Breweries Ltd	**134,031**	98,839
UDV (Kenya) Limited	**195,351**	120,354
East African Maltings Limited	**4,291**	1,065
	2,152,226	2,798,183

	Kshs'000	Kshs'000
Transactions with related parties		
Diageo Great Britain Limited	**402,949**	122,954
Other related parties	**32,769**	15,018
	435,718	137,972

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NOTES (continued)

35. RELATED PARTY TRANSACTIONS (continued)

(B) COMPANY (continued)

(II) PURCHASE OF GOODS AND SERVICES

	2025 Kshs'000	2024 Kshs'000
Transactions with subsidiaries		
Uganda Breweries Limited	**629,743**	—
	629,743	—

	Kshs'000	Kshs'000
Transactions with related parties		
Guinness Nigeria Plc*	**670**	125
Diageo Panama S.A.	**512**	—
Diageo Ireland	**111**	—
	1,293	125

** Guinness Nigeria Plc was part of Diageo group until 30 September 2024.*

(III) LONG-TERM RECEIVABLES FROM SUBSIDIARIES

	2025 Kshs 000	2024 Kshs 000
Kenya Breweries Limited	**23,800,000**	26,800,000
Uganda Breweries Limited	**2,903,884**	2,819,070
East African Maltings Limited	**687,000**	687,000
Serengeti Breweries Limited	**600,000**	1,300,000
UDV (Kenya) Limited	**—**	1,100,000
	27,990,884	32,706,070

The Company has advanced loans to the subsidiaries to finance their capital expenditure and working capital requirements as part of the Group's centralised treasury management process. Long-term receivables from Kenya Breweries Limited of Kshs 15 billion, and Kshs 8.8 billion are repayable on 30 April 2028 and 30 June 2029 respectively and interest is received at an effective interest rate of 11.74% (EABL's external cost of borrowing plus 0.35% margin). The long-term receivable from Uganda Breweries Limited of Kshs 2.9 billion is repayable on 30th October 2029 and interest is received at an effective interest rate of 18.65% (Uganda 364-day T-Bill plus 3%). The long-term receivable from East African Maltings Limited of Kshs 0.7 billion is repayable on demand and interest is received at an effective interest rate of 11.74% (EABL's external cost of borrowing plus 0.35% margin). The long-term receivable from Serengeti Breweries Limited of Kshs 600 million is repayable on 4 November 2028 and interest is received at an effective interest rate of 11.46%.(Kenya 182-day T-Bill plus 3%).

(IV) OUTSTANDING BALANCES ARISING FROM SALE AND PURCHASES OF GOODS AND SERVICES

RECEIVABLES FROM RELATED COMPANIES

	2025 Kshs'000	2024 Kshs'000
Receivables from subsidiaries		
Kenya Breweries Limited	**934,220**	1,496,023
Uganda Breweries Limited	**441,452**	269,082
Serengeti Breweries Limited	**567,965**	532,514
UDV (Kenya) Limited	**354,775**	702,244
East African Maltings Limited	**15,175**	529
	2,313,587	3,000,392
Receivables from other related parties		
Other related parties	**48,919**	3,397
Guinness Ghana Breweries	**3,394**	18,271
Diageo Great Britain Ltd	**—**	277,200
Guinness Nigeria Plc	**—**	65,451
Diageo Angola Limited	**—**	2,313
	52,313	366,632
	2,365,900	3,367,024

PAYABLES TO RELATED COMPANIES

	2025 Kshs'000	2024 Kshs'000
Payables to subsidiaries		
East African Breweries Tanzania Limited	**5,610**	5,610
EABL International Limited	**—**	35,485
	5,610	41,095
Payables to related parties		
Diageo Great Britain Ltd	**232,562**	—
Diageo Panama	**5,387**	—
Diageo Scotland	**1,439**	10,514
Diageo Australia Limited	**658**	—
Seychelles Breweries Ltd	**—**	22,636
Diageo Business Services India	**—**	4,928
Vietnam Spirit and Wine	**—**	11
	240,046	38,089
	245,656	79,184

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

35. RELATED PARTY TRANSACTIONS (continued)

(B) COMPANY (continued)

(V) CASHPOOL PAYABLES

	2025 Kshs'000	2024 Kshs'000
UDV (Kenya) Limited	**(19,917,594)**	(18,973,511)
Kenya Breweries Limited	**(4,789,790)**	(4,623,268)
East African Maltings Limited	**57,024**	579,741
EABL International Limited	**—**	22,531
	(24,650,360)	(22,994,507)

The Group operates a cash pooling arrangement whereby surplus cash balances from subsidiaries are periodically swept into a central account held by the Company.

(C) OTHER RELATED PARTY DISCLOSURES

(I) DIRECTORS' REMUNERATION

	2025 Kshs'000	2024 Kshs'000
(a) Group		
Fees for services as a Director	**40,869**	43,456
Share based payments	**30,044**	23,827
Other emoluments (included in key management compensation in (ii) below)	**135,573**	125,870
	206,486	193,153

Directors' remuneration include fees in relation to non-executive Directors and compensation to executive Directors in the Company and its subsidiaries.

	2025 Kshs'000	2024 Kshs'000
(b) Company		
Fees for services as a Director	**40,869**	43,456
Share based payments	**30,044**	23,827
Other emoluments (included in key management compensation in (ii) below)	**135,573**	125,870
	206,486	193,153

(II) KEY MANAGEMENT COMPENSATION

Key management includes executive Directors and members of senior management. The compensation paid or payable to key management for employee services is shown below:

	2025 Kshs'000	2024 Kshs'000
(a) Group		
Salaries and other shorter term employment benefits	**1,413,823**	1,813,760
Share based payments	**106,640**	89,563
Post-employment benefits	**126,037**	141,651
	1,646,500	2,044,974

	2025 Kshs'000	2024 Kshs'000
(b) Company		
Salaries and other shorter term employment benefits	**349,334**	383,675
Share based payments	**60,602**	32,034
Post-employment benefits	**31,078**	30,054
	441,014	445,763

36. EVENTS AFTER THE REPORTING PERIOD

As at the date of approval of the financial statements for issue, the Directors were not aware of any matter or circumstances arising since the end of the financial year, not otherwise dealt with in the financial statements, which would significantly affect the financial position of the Group and results of its operation as laid out in these financial statements.

ANNUAL REPORT AND FINANCIAL STATEMENTS (continued)

for the year ended 30 June 2025

APPENDIX

PRINCIPAL SHAREHOLDERS AND SHARE DISTRIBUTION

The ten largest shareholdings in the Company and the respective number of shares held at 30 June 2025 are as follows:

Name(s) and Address	Number of shares	%
Diageo Kenya Limited	**514,003,331**	**65.00%**
Standard Chartered Kenya Nominees A/C KE004667	**22,935,194**	**2.90%**
Standard Chartered Kenya Non-Resd. A/C KE10085	**20,840,500**	**2.64%**
Kenya Commercial Bank Nominees Ltd. A/C 915BB	**9,757,254**	**1.23%**
Stanbic Nominees Limited R6631578	**7,995,122**	**1.01%**
Stanbic Nominees Ltd A/C NR1031436	**7,941,502**	**1.00%**
Standard Chartered Kenya Nominees A/C KE22446	**7,758,455**	**0.98%**
Standard Chartered Kenya Nominees Non-Resd A/C9866	**5,981,912**	**0.76%**
Stanbic Nominees Ltd A/C NR3530153	**5,886,950**	**0.74%**
Secretary To The Treasury –"PF" Account The Permanent	**4,829,436**	**0.61%**
Other records	**182,844,700**	**23.12%**
Total number of shares	**790,774,356**	**99.99%**

	Number of shares	Number of shareholders	%
Distribution of shareholders			
1 – 500 shares	**2,558,356**	**14,045**	**0.32%**
501 – 5,000 shares	**15,165,045**	**9,586**	**1.92%**
5,001 – 10,000 shares	**6,404,546**	**901**	**0.81%**
10,001 – 100,000 shares	**34,311,722**	**1,177**	**4.34%**
100,001 – 1,000,000 shares	**60,595,830**	**215**	**7.66%**
Over 1,000,000 shares	**671,738,857**	**43**	**84.95%**
Total	**790,774,356**	**25,967**	**100%**

EABL Directors' shareholding as at 30 June 2025:

Director's names	Number of shares
Jane Karuku	**1,296**
Ory Okolloh	**1,220**
Risper Ohaga	**700**



NOTICE OF ANNUAL GENERAL MEETING



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EVERY **STEP,** EVERY **DROP,** CRAFTED FOR **TOMORROW**



East African Breweries PLC

Notice and Agenda of the Virtual Annual General Meeting scheduled for 11 September 2025 from 11am

TO ALL SHAREHOLDERS

NOTICE is hereby given that the 103rd Annual General Meeting ('AGM') of East African Breweries PLC (the 'Company') will be held as a virtual meeting (using electronic means) on Thursday, 11th September 2025 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 June 2025 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 June 2025, of Kshs 2.50 per ordinary share, which was paid subject to withholding tax, on or about 28 April 2025 to shareholders registered at the close of business on 16 February 2025.
   b) To approve a final dividend of Kshs 5.50 per ordinary share for the financial year ended 30 June 2025, payable net of withholding tax as recommended by the Directors. The dividend will be payable on or 28 October 2025, to Shareholders on the Register of Members as at the close of business on 16 September 2025.
3) Election of Directors:
   a) Mr. Leo Breen 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) Ms. Ory Okolloh retires by rotation in accordance with the provisions of Articles 117 of the Company's Articles of Association, and being eligible, offers herself for re-election.
   c) Ms. Lorna Benton was appointed during the year to fill a casual vacancy on the Board. She retires in accordance with the provisions of Article 116 of the Company's Articles of Association, and being eligible, offers herself for re-election.
   d) Ms. Hina Nagarajan was appointed during the year to fill a casual vacancy on the Board. She retires in accordance with the provisions of Article 116 of the Company's Articles of Association, and being eligible, offers herself for re-election.
   e) Mr. Andrew Ross 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, Chapter 486 of the Laws of Kenya, 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; and Ory Okolloh.

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 June 2025.

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, Chapter 486 of the Laws of Kenya and to authorise the Board to fix their remuneration for the ensuing financial year.

SPECIAL BUSINESS

7) To consider and if thought fit pass the following ordinary resolution as recommended by the Directors: "That pursuant to the provisions of clause 8.21 of the Thirteenth Schedule of the Capital Markets (Public Offers, Listings and Disclosures) Regulations, 2023, the following policies be and are hereby approved.
   a) EABL Communication Policy;
   b) EABL Corporate Disclosure Policy;
   c) EABL Conflict and Dispute Resolution Policy; and
   d) EABL Policy on Board Remuneration and for the Attraction and Retention of Board Members.
8) To consider any other business of which due notice has been given.

BY ORDER OF THE BOARD

ANGELA NAMWAKIRA
COMPANY SECRETARY
Date: 20 August 2025

NOTES ON THE ANNUAL GENERAL MEETING ('AGM')

1) East African Breweries PLC (the 'Company') has convened and is conducting this AGM as a virtual meeting, in line with the provisions of the Company's Articles of Association.
   Shareholders should register to attend the AGM virtually by Tuesday, 9 September 2025 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**; 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) 709 170 041 from 8:00 a.m. to 5:00 p.m. from Monday to Friday.
   Kindly note that registration for the AGM will only be undertaken as outlined above.
3) Registration for the AGM opens on Thursday, 21 August 2025 at 11:00 am East Africa Time (GMT+3) and will close on Tuesday, 9 September 2025 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**:
   (i) a copy of this Notice and the Proxy form;
   (ii) the Company's Audited Financial Statements for the year ended 30 June 2025.
   (iii) The following Policies to be approved by the Members at the Annual General Meeting:
      a) The EABL Communication Policy;
      b) EABL Corporate Disclosure Policy;
      c) EABL Conflict and Dispute Resolution Policy; and
      d) EABL Policy on Board Remuneration and for the Attraction and Retention of Board Members.

   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**; 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; and
   c) 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 Garden City Business Park, Block A, 5th Floor, Peponi Road, Off Ngumba Road, Exit 7, Off Thika Superhighway, P.O. Box 30161-00100 Nairobi OR delivered to Image Registrars Limited, 5th 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.
   Any questions and clarifications must reach the Company on or before Tuesday, 9 September 2025 at 11:00 am. Limited questions may be responded to during the AGM.
   Following receipt of the questions and clarifications, the Directors of the Company shall provide written responses to the questions received to the return physical address or email address provided by the Shareholder no later than 12 hours before the start of the AGM. 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, Cap 486, Laws of Kenya, 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**. Physical copies of the proxy form are also available at the Company Office Headquarters, situated at Garden City Business Park, Block A, 5th Floor, Peponi Road, Off Ngumba Road, Exit 7, Off Thika Superhighway, P.O. Box 30161-00100 Nairobi OR from Image Registrars Limited offices, 5th Floor Absa Towers (formerly Barclays Plaza), Loita Street.
   A proxy must be signed by the appointor or his attorney duly authorised 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 authorised attorney of such body corporate.
   A completed form of proxy should be emailed to **eabl.agm@eabl.com** 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 48 hours before the time of holding the meeting i.e. by Tuesday, 9 September 2025 at 11:00 a.m. Any person appointed as a proxy should submit his/her mobile telephone number to the Company no later than Tuesday, 9 September 2025 at 11:00 a.m. Any proxy registration that is rejected will be communicated to the Shareholder concerned no later than Wednesday, 10 September 2025, 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 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;
   c) Opt-In via USSD by dialing ***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, 5th Floor Absa Towers (formerly Barclays Plaza), Loita street, Nairobi via Email address **eabl@image.co.ke** or Telephone no. 0709 170000.
12) Shareholders are encouraged to continuously monitor the Company's website **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** 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.

www.eabl.com

East African Breweries PLC

Ilani na Ajenda ya Mkutano Mkuu wa Kila Mwaka wa njia ya mtandao utakaofanyika 11 Septemba 2025 kuanzia saa tano asubuhi (11 am)

KWA WENYEHISA WOTE

ILANI inatolewa hapa kwamba Mkutano Mkuu wa Kila Mwaka ('AGM') wa 103 wa East African Breweries PLC ('Kampuni') utafanyika kwa njia ya mtandao (kwa kutumia mawasiliano ya kielektroniki) mnamo Alhamisi, 11 Septemba, 2025 saa 11:00 a.m. (tano asubuhi), (saa za Afrika Mashariki (EAT), GMT+3), kutekeleza shughuli zifuatazo: -

SHUGHULI ZA KAWAIDA:

1) Kupokea, kutathmini na iwapo itakubalika, kuidhinisha Ripoti ya Kila Mwaka na Taarifa za Kifedha Zilizokaguliwa za mwaka uliokamilika 30 Juni 2025 pamoja na ripoti ya Wakurugenzi na Ripoti za Wakaguzi wa hesabu zilizomo kwenye ripoti hiyo.
2) Mgawo wa Faida
   a) Kuthibitisha Mgawo wa faida wa Muda kwa ajili ya Mwaka wa Kifedha uliokamilika 30 Juni 2025, wa Kshs 2.50 kwa kila hisa ya kawaida, uliolipwa baada ya kutolewa kwa kodi ya zuio au withholding tax, mnamo au karibu na 28 Aprili 2025 kwa wenyehisa waliokuwa wamesajiliwa kufikia kufungwa kwa shughuli za kibiashara mnamo 16 Februari 2025.
   b) Kuidhinisha mgawo wa faida wa mwisho wa Kshs 5.50 kwa kila hisa ya kawaida kwa mwaka wa kifedha uliokamilika 30 Juni 2025, ambao utatozwa kodi ya zuio au withholding tax, kama ilivyopendekezwa na Wakurugenzi. Mgawo huo wa faida utalipwa mnamo au karibu na 28 Oktoba 2025, kwa Wenyehisa watakaokuwa kwenye Sajili ya Wanachama kufikia kufungwa kwa shughuli za kibiashara mnamo 16 Septemba, 2025.
3) Kuchaguliwa kwa Wakurugenzi:
   a) Bw. Leo Breen anastaafu kwa mzunguko kuambatana na Kifungu 117 cha Sheria za Kuundwa kwa Kampuni, na, kwa kuwa anahitimu, anajiwasilisha kuomba kuchaguliwa tena.
   b) Bi. Ory Okolloh anastaafu kwa mzunguko kuambatana na Kifungu 117 cha Sheria za Kuundwa kwa Kampuni, na, kwa kuwa anahitimu, anajiwasilisha kuomba kuchaguliwa tena.
   c) Bi. Lorna Benton aliteuliwa katika mwaka huo kujaza pengo la muda katika Bodi. Anastaafu kuambatana na Kifungu 116 cha Sheria za Kuundwa kwa Kampuni, na, kwa kuwa anahitimu, anajiwasilisha kuomba kuchaguliwa tena.
   d) Bi. Hina Nagarajan aliteuliwa katika mwaka huo kujaza pengo la muda katika Bodi. Anastaafu kuambatana na Kifungu 116 cha Sheria za Kuundwa kwa Kampuni, na, kwa kuwa anahitimu, anajiwasilisha kuomba kuchaguliwa tena.
   e) Bw. Andrew Ross aliteuliwa katika mwaka huo kujaza pengo la muda katika Bodi. Anastaafu kuambatana na Kifungu 116 cha Sheria za Kuundwa kwa Kampuni, na, kwa kuwa anahitimu, anajiwasilisha kuomba kuchaguliwa tena.

4.) Kuambatana na maelezo katika Kifungu 769 cha Sheria ya Kampuni ya mwaka 2015, Sura ya 486 ya Sheria za Kenya, Wakurugenzi wafuatao, ambao ni wanachama wa Kamati ya Bodi ya Ukaguzi wa Hesabu & Usimamizi wa Hatari, wachaguliwe kuendelea kuhudumu kama wanachama wa Kamati hiyo, kwa kutegemea kuchaguliwa tena kwa Wakurugenzi waliotajwa katika Ajenda nambari 3 hapa juu: Felix Okoboi; Jimmy Mugerwa; Leo Breen; na Ory Okolloh.

5) Kupokea, Kutathmini na iwapo itakubalika, kuidhinisha Ripoti ya Malipo ya Wakurugenzi na malipo yaliyofanywa kwa Wakurugenzi kwa mwaka uliomalizika 30 Juni 2025.
6) Kuwateua tena PricewaterhouseCoopers (PwC) LLP kuhudumu kama Wakaguzi wa Hesabu wa Kampuni kwa mujibu wa Kifungu 721(2) cha Sheria ya Kampuni, 2015, Sura ya 486 ya Sheria za Kenya, na kuipa idhini Bodi kuamua malipo yao kwa mwaka wa kifedha unaofuata.

SHUGHULI MAALUM

7) Kutathmini na iwapo itakubalika, kuidhinisha azimio la kawaida lifuatalo kama lilivyopendekezwa na Wakurugenzi: "Kwamba kuambatana na maelezo katika kifungu 8.21 cha Kiambatisho cha Kumi na Tatu cha Kanuni za Masoko ya Mtaji (Kuuzwa kwa Hisa kwa Umma, Kuorodheshwa kwa Hisa Sokoni na Uwekaji bayana wa Taarifa) za Mwaka 2023, sera zifuatazo ziwe, na hapa zinaidhinishwa.
   a) Sera ya Mawasiliano ya EABL;
   b) Sera ya Uwekaji bayana wa Taarifa ya Shirika ya EABL;
   c) Sera ya Utatuzi wa Mizozo na Migogoro ya EABL; na
   d) Sera ya EABL kuhusu Malipo ya Bodi kwa nia ya Kuwavutia na Kuwahifadhi Wanachama wa Bodi.
8) Kutekeleza shughuli nyingine yoyote ile ambayo ilani yake itakuwa imepokelewa ifaavyo.

KWA AGIZO LA BODI

ANGELA NAMWAKIRA
KATIBU WA KAMPUNI

Tarehe: 20 Agosti 2025

MAELEZO KUHUSU MKUTANO MKUU WA KILA MWAKA (,AGM')

1) East African Breweries PLC ('Kampuni') imeitisha na itaandaa mkutano wake mkuu wa kila mwaka (AGM) mtandaoni kwa njia ya kielektroniki, kuambatana na Sheria za Kuundwa kwa Kampuni.
   Wenyehisa wanafaa kujiandikisha, kwa ajili ya kuhudhuria mkutano huu wa AGM wa mtandaoni, kufikia Jumanne, 9 Septemba 2025 saa tano asubuhi (11:00 a.m.) (saa za Afrika Mashariki (EAT), GMT+3) kama ilivyoelezwa hapa chini.
2) Wenyehisa ambao wangependa kushiriki katika mkutano huu wa AGM wanafaa kujisajili kwa kufanya yafuatayo: -
   a) Kupiga simu na ***483*810#** kutoka kwa mtandao wowote wa simu na kufuata maelezo yatakayotolewa; au
   b) Kutuma ombi la kusajiliwa kwa njia ya barua pepe kwa **eabl.agm@eabl.com**; au
   c) Wenyehisa waliowasilisha anwani za barua pepe watapokea kiunganisho au link cha kujisajili kupitia barua pepe ambacho wanaweza kukitumia kujisajili.

   Ili kukamilisha shughuli hiyo ya kujisajili, wenyehisa watahitajika kuwa na nambari ya kitambulisho/pasipoti waliyoitumia kununua hisa zao na/au nambari ya akaunti ya CDSC.
   Kwa usaidizi, wenyehisa wanafaa kupiga nambari hii ya simu ya msaada: (+254) 709 170 041 kati ya saa mbili asubuhi (8:00 a.m.) na saa kumi na moja jioni (5:00 p.m.) kuanzia Jumatatu hadi Ijumaa.
   Tafadhali, fahamu kwamba shughuli ya kujiandikisha kuhudhuria AGM itafanyika tu kama ilivyoelezwa hapa juu.
3) Shughuli ya kujisajili kwa ajili ya AGM itaanza mnamo Alhamisi, 21 Agosti 2025 saa tano asubuhi (11:00 a.m.) saa za Afrika Mashariki (GMT+3) na kufungwa Jumanne tarehe 9 Septemba, 2025 saa tano asubuhi (11:00 a.m.) saa za Afrika Mashariki (GMT+3).
4) Kuambatana na Kifungu 180 cha Sheria za Kuundwa kwa Kampuni, stakabadhi zifuatazo zinaweza kutazamwa kwenye tovuti ya Kampuni katika **www.eabl.com**:
   (i) nakala ya Ilani hii na Fomu ya uwakilishi;
   (ii) taarifa za kifedha za Kampuni zilizokaguliwa za mwaka uliokamilika 30 Juni 2025.
   (iii) Sera zifuatazo ambazo zitaidhinishwa na Wanachama katika Mkutano Mkuu wa Kila Mwaka:
      a) Sera ya Mawasiliano ya EABL;
      b) Sera ya Uwekaji bayana wa Taarifa ya Shirika ya EABL;
      c) Sera ya Utatuzi wa Mizozo na Migogoro ya EABL; na
      d) Sera ya EABL kuhusu Malipo ya Bodi kwa nia ya Kuwavutia na Kuwahifadhi Wanachama wa Bodi.

   Ripoti hizi zinaweza pia kupatikana kwa kupiga simu nambari ya USSD iliyotolewa hapa juu na kuchagua kiungo cha Ripoti. Ripoti na ajenda zinaweza pia kupatikana kwenye link au kiunganisho cha kupeperusha mkutano moja kwa moja.
5) Wenyehisa wenye nia ya kuuliza maswali au ufafanuzi kuhusu AGM hii wanaweza kufanya hivyo kwa:
   a) Kutuma maswali yao kwa maandishi kama barua pepe kwa **eabl.agm@eabl.com**; au
   b) Wenyehisa ambao watakuwa wamejiandikisha kuhudhuria mkutano huu wataweza kuuliza maswali kupitia SMS kwa kupiga simu kwa nambari ya ujumbe (USSD) iliyoorodheshwa hapa juu na kuchagua sehemu ya (uliza Swali) kwenye yale yatakayojitokeza; na
   c) Iwapo hayo hayatawezekana, maswali hayo yakiwa kwa njia ya maandishi na yakiwa na anwani ya barua au anwani ya barua pepe ya kupokelewa majibu yanaweza kufikishwa kwa afisi zilizosajiliwa za Kampuni katika Garden City Business Park, Jumba A, Ghorofa ya 5, Barabara ya Peponi, Ukitokea Barabara ya Ngumba, ukitumia Exit 7 katika Barabara Kuu ya Thika, S.L.P. 30161-00100, Nairobi AU yawasilishwe kwa Image Registrars Limited, Ghorofa ya 5, jumba la Absa Towers (zamani ikiitwa Barclays Plaza), Loita Street, S.L.P. 9287-00100 GPO, Nairobi.

   Wenyehisa ni sharti waandike maelezo kamili kuwahusu (majina kamili, Nambari ya Kitambulisho/Nambari ya Pasipoti/ Nambari ya Akaunti ya CDSC) wanapowasilisha maswali yao au maombi ya ufafanuzi.
   Maswali yote na maombi ya ufafanuzi ni sharti yaifikie Kampuni mnamo au kabla ya Jumanne, 9 Septemba 2025 saa tano asubuhi (11:00 am). Baadhi ya maswali yatajibiwa wakati wa AGM.
   Baada ya kupokelewa kwa maswali yote na maombi ya ufafanuzi, Wakurugenzi wa Kampuni watatoa majibu kwa njia ya maandishi kwa maswali hayo yaliyopokelewa, ambayo yatatumwa kwa anwani ya barua au anwani ya barua pepe ya kupokelewa majibu, angalau saa 12 kabla ya kuanza kwa AGM.
   Maswali yote yaliyopokelewa yatajibiwa kupitia njia iliyotumiwa na mwenyehisa. Hii ina maana ya SMS (kwa watakaotumia USSD), Barua pepe, Barua, au Simu. Maswali yatajibiwa pia wakati wa mkutano wenyewe.
   Orodha kamili ya maswali yaliyopokelewa, yakiwa yamepangwa kwa kufuata mada husika, pamoja na majibu yaliyotolewa, itachapishwa katika tovuti ya Kampuni ndani ya saa 24 baada ya mkutano kumalizika.
6) Kuambatana na Kifungu 298 (1) cha Sheria za Kampuni za 2015, Sura 486 ya Sheria za Kenya, wenyehisa walio na haki ya kuhudhuria na kupiga kura katika AGM wana haki ya kuteua wawakilishi wa kupiga kura kwa niaba yao.
   Mwakilishi huyo si lazima awe mwanachama wa Kampuni. Iwapo Mwakilishi aliyeteuliwa si Mwenyekiti wa AGM, mwakilishi aliyeteuliwa atahitaji kuwa na simu ya mkononi.
   Fomu ya uwakilishi inapatikana katika tovuti ya Kampuni kwa kufuata link au kiunganisho hiki cha mtandaoni: **www.eabl.com**. Nakala za karatasi za fomu za uwakilishi zinapatikana pia katika Afisi Kuu za Kampuni zinazopatikana Garden City Business Park, Jumba A, Ghorofa ya 5, Barabara ya Peponi, ukitokea Barabara ya Ngumba, ukitumia Exit 7 katika Barabara Kuu ya Thika, S.L.P. 30161-00100, Nairobi AU kutoka kwa Image Registrars Limited, Ghorofa ya 5, jumba la Absa Towers (zamani ikiitwa Barclays Plaza), Loita Street.
   Fomu ya uwakilishi inafaa kutiwa saini na mwenyehisa aliyemteua mwakilishi au wakili aliyeidhinishwa na mwenyehisa anayewakilishwa kwa njia ya maandishi. Iwapo anayeteua mwakilishi ni kampuni au shirika, fomu ya uteuzi inafaa kupigwa mhuri rasmi wa kampuni au kuidhinishwa na afisa au wakili aliyeidhinishwa kuiwakilisha kampuni au shirika hilo.
   Fomu ya uwakilishi iliyojazwa inafaa kutumwa kwa njia ya barua pepe kwa **eabl.agm@eabl.com** au ifikishwe kwa Image Registrars, Ghorofa ya 5, jumba la Absa Towers (zamani ikiitwa Barclays Plaza), Loita Street, S.L.P. 9287-00100 GPO, na ifike zaidi ya saa 48 kabla ya wakati wa kufanyika kwa mkutano, sawa na kusema kabla ya Jumanne 9 Septemba, 2025 saa tano asubuhi (11:00 a.m.). Mtu yeyote aliyeteuliwa kuwa mwakilishi anafaa kutuma nambari yake ya simu ya mkononi kwa Kampuni kabla ya Jumanne, 9 Septemba, 2025 saa tano asubuhi (11:00 a.m.) Mwenyehisa ambaye usajili wa mwakilishi wake utakataliwa atafahamishwa kabla ya Jumatano 10 Septemba 2025 kumpa muda wa kushughulikia masuala yatakayoibuka.
7) Matukio ya AGM yatapeperushwa moja kwa moja kupitia kiunganisho (link) ambacho kitatumwa kwa wenyehisa wote watakaokuwa wamejiandikisha kushiriki katika AGM. Wenyehisa na wawakilishi waliojiandikisha watapokea ujumbe mfupi (SMS/USSD) kwenye nambari zao za simu zilizosajiliwa, saa 24 kabla ya AGM kufanyika kuwakumbusha kuhusu AGM. SMS/USSD ya pili itatumwa saa moja kabla ya AGM kufanyika, kuwakumbusha wenyehisa waliojisajili na wawakilishi kwamba AGM itaanza katika muda wa saa moja na ujumbe huo pia utakuwa na link au kiunganisho cha kufuatilia matukio moja kwa moja.
8) Wenyehisa na wawakilishi waliosajiliwa wanaweza kufuatilia matukio ya AGM wakitumia link au kiunganisho cha matangazo ya moja kwa moja na wanaweza pia kupata ajenda za mkutano. Wenyehisa na wawakilishi waliosajiliwa wanaweza kupiga kura wakiombwa kufanya hivyo na Mwenyekiti.
9) Kura itapigwa kwa maazimio yote ambayo yameorodheshwa kwenye ilani.
10) Matokeo ya kura yatachapishwa katika kipindi cha saa 48 baada ya kumalizika kwa AGM, katika magazeti mawili yanayosambazwa kitaifa na katika tovuti ya Kampuni.
11) Ili kuhakikisha wanapokea malipo ya mgawo wa faida ya siku zijazo kwa wakati, Wenyehisa wanaombwa kuwasilisha maelezo yao ya benki na pia kuhakikisha wanabadilisha chaguo lao la malipo kuwa kwa njia ya kielektroniki au kwa njia ya simu. Ili kufanya hivyo, wenyehisa wanaombwa kuweka sawa maelezo yao ya kupokea malipo ya mgawo wa faida kupitia moja ya njia zifuatazo.
    a) Kujaza fomu ya kujumuishwa kwenye njia ya malipo kupitia **https://eabl.azurewebsites.net/**;
    b) Kutuma barua pepe kwa Image Registrars Limited kupitia eabl@image.co.ke;
    c) Kujiunga kupitia USSD kwa kupiga simu nambari ***483*810#** unapojiandikisha kushiriki Mkutano Mkuu wa Kila Mwaka (AGM).
    d) Wenyehisa ambao wana akaunti za CDS wanaombwa pia kutoa arifa kuhusu mabadiliko ya anwani zao au kuomba malipo yao ya mgawo wa faida kutolewa kupitia akaunti za benki /MPESA kupitia madalali wao wa hisa au benki ya uwekezaji.
    e) Wenyehisa wenye vyeti wanaombwa kuwasiliana na afisi za Image Registrars Limited, Ghorofa ya 5, jumba la Absa Towers (zamani ikiitwa Barclays Plaza), Loita Street, Nairobi kupitia barua pepe **eabl@image.co.ke** au nambari ya simu 0709 170000.
12) Wenyehisa wanahimizwa kufuatilia tovuti ya Kampuni www.eabl.com mara kwa mara kwa taarifa na maelezo kuhusiana na AGM. Tafadhali tujulishe kuhusu matatizo au changamoto zozote unazoweza kukumbana nazo kwa utatuzi wa haraka kwa kutumia barua pepe **eabl.agm@eabl.com** au kwa kutumia nambari yetu ya simu ya msaada ambayo ni (+254) 709 170 000 kati ya saa mbili asubuhi (8:00 a.m.) na kumi na moja jioni (5:00 p.m.) Jumatatu hadi Ijumaa.
13) Afisi za Kampuni huwa zimefunguliwa wakati wa saa za kawaida za kuendesha shughuli za kikazi kila siku ya wiki (isipokuwa Jumamosi, Jumapili na siku za mapumziko Kenya) isipokuwa tu ziwe zimefungwa kwa sababu nyingine za kisheria au halali. Isipokuwa kama imeelezwa vinginevyo, saa zote zilizorejelewa kwenye ilani hii ni za Afrika Mashariki (GMT+3).
14) Tunatambua na kukushukuru sana kwa kutupatia maelezo na taarifa zako binafsi. Kama sehemu ya ahadi yetu kuhusu uwazi, tunaahidi kukusanya, kushughulikia na kulinda maelezo na taarifa binafsi kuambatana na Sheria ya Ulinzi wa Taarifa Binafsi ya Kenya na Sera ya Kulinda Taarifa Binafsi ya Kampuni.

www.eabl.com



East African Breweries PLC

PROXY

I/We _____

Share A/c No _____

Of (Address) _____

Being a member (s) of East African Breweries PLC, hereby appoint:

_____

Or failing him/her, the duly appointed Chairman of the Meeting, to be my/our proxy, to vote for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held virtually on Thursday, 11th September 2025 and at any adjournment thereof.

As witness I/We lay my/our hand (s) this _____ day of _____ 2025.

Signature _____ Signature _____

Please clearly mark the box below to instruct your proxy how to vote

RESOLUTION	FOR	AGAINST	ABSTAIN
1) To receive, consider and adopt the audited Financial Statements for the year ended 30 June 2025 together with the Chairman's, Directors' and Auditors' Reports thereon.			
2) **Dividend** a) To confirm the Interim Dividend in respect of the Financial Year ended 30 June 2025, of Kshs 2.50 per ordinary share, which was paid subject to withholding tax, on or about 28 April 2025 to shareholders registered at the close of business on 16 February 2025. b) To approve a final dividend of Kshs 5.50 per ordinary share for the Financial Year ended 30 June 2025, payable net of withholding tax as recommended by the Directors. The dividend will be payable on or about 28 October 2025, to Shareholders on the Register of Members as at the close of business on 16 September 2025.			
3) Election of Directors: a) Leo Breen 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) Ory Okolloh retires by rotation in accordance with the provisions of Articles 117 of the Company's Articles of Association, and being eligible, offers herself for re-election.			
c) Lorna Benton was appointed during the year to fill a casual vacancy on the Board. She retires in accordance with the provisions of Article 116 of the Company's Articles of Association, and being eligible, offers herself for re-election.			
d) Hina Nagarajan was appointed during the year to fill a casual vacancy on the Board. She retires in accordance with the provisions of Article 116 of the Company's Articles of Association, and being eligible, offers herself for re-election.			
e) Andrew Ross 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) To elect the following Directors, being members of the Board Audit & Risk Management Committee to continue to serve 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; and Ory Okolloh.			
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 June 2025.			
6) To re-appoint the Auditors Messrs. PricewaterhouseCoopers (PwC) to continue in office as auditors by virtue of Section 721(2) of the Companies Act, Cap 486, Laws of Kenya and to authorise the Board of Directors to fix their remuneration for the ensuing financial year.			
7) To consider and if thought fit pass the following ordinary resolution as recommended by the Directors: "That pursuant to the provisions of clause 8.21 of the Thirteenth Schedule of the Capital Markets (Public Offers, Listings and Disclosures) Regulations, 2023, the following policies be and are hereby approved. a) EABL Communication Policy;			
b) EABL Corporate Disclosure Policy;			
c) EABL Conflict and Dispute Resolution Policy; and			
d) EABL Policy on Board Remuneration and for the Attraction and Retention of Board Members.			

East African Breweries PLC

ELECTRONIC COMMUNICATIONS CONSENT FORM

Please complete in BLOCK CAPITALS

Full name of Proxy(s): _____

_____

_____

Address: _____

Email Address: _____

_____

Mobile number

Date: _____

Signature: _____

Please tick **ONE** of the boxes below and return to Image Registrars at P.O. Box 9287- 00100 Nairobi, 5th Floor, Absa Towers (formerly Barclays Plaza), Loita Street:

Approval of Registration

I/WE approve to register to participate in the Virtual Annual General Meeting to be held on 11 September 2025.

Consent for use of the Mobile Number provided

I/WE would give my/our consent for the use of the mobile number provided for purposes of voting at the AGM.

Notes:

1. If a member is unable to attend personally, this Proxy Form should be completed, signed and emailed to eabl.agm@eabl.com or delivered (together with a power of attorney or other authority (if any) under which it is assigned or a notarised certified copy of such power or authority) 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 by Tuesday, 9 September 2025 at 11:00 a.m. i.e. 48 hours before the meeting or any adjournment thereof or, in the case of a poll taken subsequent to the date of the meeting, or any adjourned meeting, not less than 24 hours before the time appointed for the taking of the poll which is taken more than 48 hours after the day of the meeting or adjourned meeting.

2. In case of a member being a corporate body, the Proxy Form must be under its common seal or under the hand of an officer or duly authorised attorney of such corporate body.

3. As a shareholder you are entitled to appoint one or more proxies to exercise all or any of your shareholder rights to attend and to speak and vote on your behalf at the meeting. The appointment of the Chairman of the meeting as proxy has been included for convenience. To appoint as a proxy any other person, delete the words "the Chairman of the Meeting or" and insert the full name of your proxy in the space provided. A proxy need not to be a shareholder of the Company.

4. Completion and submission of the form of proxy will not prevent you from attending the meeting and voting at the meeting in person, in which case any votes cast by your proxy will be excluded.

5. A vote "abstain" option has been included on the form of proxy. The legal effect of choosing this option on any resolution is that you will be treated as not having voted on the relevant resolution. The number of votes in respect of which votes are withheld will, however, be counted and recorded, but disregarded in calculating the number of votes for or against each resolution.

East African Breweries PLC

FOMU YA UWAKILISHI

Mimi/Sisi _____

Akaunti ya Hisa Nambari _____

Wa (Anwani) _____

Nikiwa/tukiwa mwanachama/wanachama wa East African Breweries PLC, namteua/tunamteua:

_____

Na asipopatikana, Mwenyekiti wa Mkutano aliyeteuliwa, kuwa mwakilishi wangu/wetu na kupiga kura kwa niaba yangu/yetu katika Mkutano Mkuu wa Kila Mwaka wa Kampuni utakaoandaliwa kwa njia ya mtandao Alhamisi, 11 Septemba 2025 na tarehe nyingine yoyote iwapo utaahirishwa.

Kama shahidi/mashahidi, Naweka saini /Tunaweka saini leo tarehe _____ya mwezi wa _____ 2025.

Saini _____ Saini _____

Tafadhali weka alama vyema kwenye kijisanduku hapa chini kumuelekeza mwakilishi wako/wenu jinsi ya kupiga kura

AZIMIO	KUUNGA	KUPINGA	KUSUSIA
1) Kupokea, kutathmini na iwapo itakubalika, kuidhinisha Ripoti ya Kila Mwaka na Taarifa za Kifedha Zilizokaguliwa za mwaka uliokamilika 30 Juni 2025 pamoja na ripoti ya Wakurugenzi na Ripoti za Wakaguzi wa hesabu zilizomo kwenye ripoti hiyo.			
2) **Mgawo wa Faida** a) Kuthibitisha Mgawo wa faida wa Muda kwa ajili ya Mwaka wa Kifedha uliokamilika 30 Juni 2025, wa Kshs 2.50 kwa kila hisa ya kawaida, uliolipwa baada ya kutolewa kwa kodi ya zuio au withholding tax, mnamo au karibu na 28 Aprili 2025 kwa wenyehisa waliokuwa wamesajiliwa kufikia kufungwa kwa shughuli za kibiashara mnamo 16 Februari 2025. b) Kuidhinisha mgawo wa faida wa mwisho wa Kshs 5.50 kwa kila hisa ya kawaida kwa mwaka wa kifedha uliokamilika 30 Juni 2025, ambao utatozwa kodi ya zuio au withholding tax, kama ilivyopendekezwa na Wakurugenzi. Mgawo huo wa faida utalipwa mnamo au karibu na 28 Oktoba 2025, kwa Wenyehisa watakaokuwa kwenye Sajili ya Wanachama kufikia kufungwa kwa shughuli za kibiashara mnamo 16 Septemba, 2025.			
3) Kuchaguliwa kwa Wakurugenzi: a) Bw. Leo Breen anastaafu kwa mzunguko kuambatana na Kifungu 117 cha Sheria za Kuundwa kwa Kampuni, na, kwa kuwa anahitimu, anajiwasilisha kuomba kuchaguliwa tena.			
b) Bi. Ory Okolloh anastaafu kwa mzunguko kuambatana na Kifungu 117 cha Sheria za Kuundwa kwa Kampuni, na, kwa kuwa anahitimu, anajiwasilisha kuomba kuchaguliwa tena.			
c) Bi. Lorna Benton aliteuliwa katika mwaka huo kujaza pengo la muda katika Bodi. Anastaafu kuambatana na Kifungu 116 cha Sheria za Kuundwa kwa Kampuni, na, kwa kuwa anahitimu, anajiwasilisha kuomba kuchaguliwa tena.			
d) Bi. Hina Nagarajan aliteuliwa katika mwaka huo kujaza pengo la muda katika Bodi. Anastaafu kuambatana na Kifungu 116 cha Sheria za Kuundwa kwa Kampuni, na, kwa kuwa anahitimu, anajiwasilisha kuomba kuchaguliwa tena.			
e) Bw. Andrew Ross aliteuliwa katika mwaka huo kujaza pengo la muda katika Bodi. Anastaafu kuambatana na Kifungu 116 cha Sheria za Kuundwa kwa Kampuni, na, kwa kuwa anahitimu, anajiwasilisha kuomba kuchaguliwa tena.			
4) Kuwachagua Wakurugenzi wafuatao, ambao ni wanachama wa Kamati ya Bodi ya Ukaguzi wa Hesabu & Usimamizi wa Hatari, kuendelea kuhudumu kama wanachama wa Kamati hiyo, kwa kutegemea kuchaguliwa tena kwa Wakurugenzi waliotajwa katika Ajenda nambari 3 hapa juu: Felix Okoboi; Jimmy Mugerwa; Leo Breen; na Ory Okolloh.			
5) Kupokea, Kutathmini na iwapo itakubalika, kuidhinisha Ripoti ya Malipo ya Wakurugenzi na malipo yaliyofanywa kwa Wakurugenzi kwa mwaka uliomalizika 30 Juni 2025.			
6) Kuwateua tena PricewaterhouseCoopers (PwC) LLP kuendelea kuhudumu kama Wakaguzi wa Hesabu wa Kampuni kwa mujibu wa Kifungu 721(2) cha Sheria ya Kampuni, 2015, Sura ya 486 ya Sheria za Kenya, na kuipa idhini Bodi kuamua malipo yao kwa mwaka wa kifedha unaofuata.			
7) Kutathmini na iwapo itakubalika, kuidhinisha azimio la kawaida lifuatalo kama lilivyopendekezwa na Wakurugenzi: "Kwamba kuambatana na maelezo katika kifungu 8.21 cha Kiambatisho cha Kumi na Tatu cha Kanuni za Masoko ya Mtaji (Kuuzwa kwa Hisa kwa Umma, Kuorodheshwa kwa Hisa Sokoni na Uwekaji bayana wa Taarifa) za Mwaka 2023, sera zifuatazo ziwe, na hapa zinaidhinishwa. a) Sera ya Mawasiliano ya EABL;			
b) Sera ya Uwekaji bayana wa Taarifa ya Shirika ya EABL;			
c) Sera ya Utatuzi wa Mizozo na Migogoro ya EABL; na			
d) Sera ya EABL kuhusu Malipo ya Bodi kwa nia ya Kuwavutia na Kuwahifadhi Wanachama wa Bodi.			

East African Breweries PLC

FOMU YA IDHINI YA MAWASILIANO YA KIELEKTRONIKI

Tafadhali jaza kwa HERUFI KUBWA

Jina kamili la Mwakilishi (Wawakilishi): _____

_____

_____

Anwani: _____

Anwani ya barua pepe:_____

_____

Nambari ya Simu

Tarehe: _____

Saini: _____

Tafadhali weka alama ya kukubali (tiki) katika **MOJA** kati ya visanduku vilivyo hapa chini na kuirejesha fomu hii kwa Image Registrars katika S.L.P. 9287- 00100 Nairobi, Ghorofa ya 5, jumba la Absa Towers (zamani ikiitwa Barclays Plaza), Loita Street:

Idhini ya Kusajiliwa
MIMI/SISI ninatoa/tunatoa idhini ya kusajiliwa kushiriki katika Mkutano Mkuu wa Kila Mwaka utakaofanyika kupitia mtandao mnamo 11 Septemba, 2025.

Idhini ya kutumiwa kwa Nambari ya Simu iliyotolewa
NINGEPENDA/TUNGEPENDA kutoa idhini yangu/yetu ya kutumiwa kwa nambari ya simu niliyoitoa/tuliyoitoa kwa ajili ya kupiga kura katika AGM.

Maelezo:

1. Iwapo mwanachama atashindwa kuhudhuria yeye binafsi, Fomu hii ya Uwakilishi inafaa kujazwa, kutiwa saini na kutumwa kupitia barua pepe kwa eabl.agm@eabl.com au iwasilishwe (pamoja na barua ya idhini ya wakili au mamlaka nyingine (iwapo itakuwepo) ambayo imetiwa saini chini yake au nakala ya cheti cha kutoa idhini au mamlaka ambacho kimetiwa mhuri) kwa Image Registrars Limited, Ghorofa ya 5, jumba la Absa Towers (zamani ikiitwa Barclays Plaza), Loita Street, S.L.P. 9287-00100 GPO Nairobi ili ipokelewe kabla ya Jumanne 9 Septemba, 2025 saa tano asubuhi (11:00 a.m.), yaani si chini ya saa 48 kabla ya wakati wa kufanyika kwa mkutano, au iwapo utaahirishwa au, iwapo kura itapigwa baada ya tarehe ya kufanyika kwa mkutano, au baada ya mkutano ulioahirishwa, sio chini ya saa 24 kabla ya wakati uliowekwa wa kura kupigwa ambayo hupigwa zaidi ya saa 48 baada ya kufanyika kwa mkutano au mkutano ulioahirishwa.

2. Iwapo anayeteua mwakilishi ni kampuni au shirika, Fomu ya Uwakilishi inafaa kupigwa mhuri rasmi wa kampuni au kuidhinishwa na afisa au wakili aliyeidhinishwa kuiwakilisha kampuni au shirika hilo.

3. Kama mwenyehisa, una haki ya kumteua mwakilishi au wawakilishi wa kutekeleza haki zako zote au baadhi ya haki zako kama mwenyehisa na kuzungumza na kupiga kura kwa niaba yako katika mkutano. Uteuzi wa Mwenyekiti kama mwakilishi umetolewa kama njia moja ili kurahisisha mambo. Ili kuteua mtu mwingine kuwa mwakilishi, piga kalamu maneno “Mwenyekiti wa Mkutano aliyeteuliwa” na uandike majina kamili ya mwakilishi wako katika nafasi iliyotolewa. Mwakilishi sio lazima awe mwenyehisa wa Kampuni.

4. Kujazwa na kuwasilishwa kwa fomu ya uwakilishi hakutakuzuia wewe mwenyewe kuhudhuria na kupiga kura mkutanoni, ambapo, iwapo itafanyika, kura itakayopigwa na mwakilishi wako haitahesabiwa.

5. Chaguo la “kususia” limeorodheshwa kwenye sehemu ya kupiga kura kwenye fomu hii ya uwakilishi. Matokeo ya kisheria ya kutumia chaguo hili kwenye azimio lolote ni kwamba utahesabiwa kama mtu ambaye hakupigia kura azimio hilo. Idadi ya kura zilizosusiwa, hata hivyo, itahesabiwa na kurekodiwa, lakini hazitatumiwa katika kuhesabu idadi ya kura zilizounga mkono au kupinga kila azimio.