

# LIMURU TEA PLC.

P.O. BOX 20-20200, Kericho, Kenya

Telephone: 0722307394/5

## NOTICE OF ANNUAL GENERAL MEETING FOR THE YEAR ENDED 31 DECEMBER 2020

NOTICE IS HEREBY GIVEN that the 96<sup>th</sup> ANNUAL GENERAL MEETING of the Shareholders of LIMURU TEA PLC ("the Company") will be held via electronic communication on **28 May 2021 at 11:00am** for the following purposes:

### ORDINARY BUSINESS

- To read the Notice convening the Meeting.
- To receive, consider and adopt the Company's audited financial statements for the year ended 31 December 2020 together with the Directors' and Auditors' reports thereon.
- To note that the Directors do not recommend payment of dividend to shareholders for the year ended 31 December 2020.
- To elect Directors:
  - In accordance with Article 100 of the Company's Articles of Association Felgona Omollo retires by rotation as a Director and being eligible offers herself for re-election.
  - In accordance with Article 100 of the Company's Articles of Association Samson Korir retires by rotation as a Director and being eligible offers himself for re-election.
  - In accordance with the provisions of Code of Corporate Governance Dr. Richard C. Korir having attained the age of 70 years retires as a Director and being eligible offers himself for re-election.
- To appoint the following Directors as members of the Board Audit Committee pursuant to the provisions of Section 769 of the Companies Act 2015:
  - Dorcas Muli
  - Felgona Omollo
  - Samson Korir
  - Felix Mutai
- To approve the Directors' remuneration report for the year ended 31 December 2020, as provided in the Directors Remuneration Report.
- To reappoint KPMG Kenya as the Company's auditor in accordance with the provisions of Section 721 (2) of the Companies Act, 2015 to hold office from the conclusion of the meeting until the conclusion of the next Annual General Meeting and to authorise the Directors to determine the remuneration of the auditors.
- To transact any other business of the Annual General Meeting in respect of which notice has been given.

### BY ORDER OF THE BOARD

Alison I.N. Kariuki, LLB, M.A (Staffs) CPS (K)  
Company Secretary

Date: 26 March 2021.

### Notes

- Limuru Tea Plc. has convened and is conducting this virtual Annual General Meeting following the amendment of the Articles of Association
- Shareholders wishing to participate in the meeting should register for the AGM by dialling \*384\*041# or via <https://digital.candrgroup.co.ke> and following the various prompts regarding the registration process. 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 (whether in Kenya or outside) should dial the following helpline number: (+254 20 7608216) from 8:00 a.m. to 4:00 p.m. from Monday to Friday.
- Registration for the AGM opens on the 17<sup>th</sup> day of May 2021 at 9:00 am and will close on 27<sup>th</sup> day of May 2021 at 12.00 Noon. Shareholders will not be able to register after 27<sup>th</sup> May 2021 at 12.00 Noon
- In accordance with Section 283 (2) (c) of the Companies Act, the following documents may be viewed on the Company's website (i) a copy of this Notice and the proxy form and (ii) the Company's audited financial statements for the year ended 31<sup>st</sup> December 2020.
- Shareholders wishing to raise any questions or clarifications regarding the AGM may do so by:
  - sending their written questions by email to [digital@candrgroup.co.ke](mailto:digital@candrgroup.co.ke) shareholders who will have registered to participate in the meeting shall be able to ask questions via sms by dialing the USSD code above and selecting the option (ask Question) on the prompts or visiting <https://digital.candrgroup.co.ke> platform; Select Attend Event; Select "Limuru Tea Plc AGM"; Select "Q&A" option tab and submit questions in text box provided;
  - to the extent possible, physically delivering their written questions with a return physical address or email address to Custody & Registrars Services Limited, 1<sup>st</sup> Floor, Tower B, IKM Place, 5<sup>th</sup> Ngong Avenue, or
  - sending their written questions with a return physical address or email address by registered post to the Company's address at P. O. Box 8484-00100 Nairobi.  
Shareholders must provide their full details (full names, ID/Passport Number/CDSC Account Number) when submitting their questions and clarifications.

All questions and clarification must reach the Company on or before the 26<sup>th</sup> day of May 2021 at 11:00 am.

Shareholders wishing to vote may do so by:

- Accessing Virtual AGM via <https://digital.candrgroup.co.ke> platform; Select Attend Event; Select "Limuru Tea Plc AGM"; Select "Voting" option tab and vote; or
  - Accessing Virtual AGM via USSD platform \*384\*041#; Use the menu prompts to Select the menu option for "Voting" and follow the various prompts regarding the voting process
- In accordance with Section 298(1) of the Companies Act, 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 but if not the Chairman of the AGM, the appointed proxy will need access to a mobile telephone.

A proxy form is attached to this Notice and is available on the Company's website via this link: <https://www.unilever-ewa.com/investor-relations/limuru-tea-financial-reports-and-accounts/agg/>

Physical copies of the proxy form are also available at the following address: Custody & Registrars Services Limited, 1<sup>st</sup> Floor, Tower B, IKM Place, 5<sup>th</sup> Ngong Avenue, Nairobi, Kenya.

A proxy must be signed by the appointer or his attorney duly authorized in writing. If the appointer is a body corporate, the instrument appointing the proxy shall under the hand of an officer or duly authorized attorney of such body corporate.

A completed form of proxy should be emailed to [proxy@candrgroup.co.ke](mailto:proxy@candrgroup.co.ke) or delivered to Custody & Registrars Services Limited, 1<sup>st</sup> Floor, Tower B, IKM Place, 5<sup>th</sup> Ngong Avenue, P.O. Box 8484-00100 Nairobi, Kenya, Nairobi, so as to be received not later than the 26<sup>th</sup> day of May 2021 at 10:00 a.m.

Any person appointed as a proxy should submit his/her mobile telephone number to the Company no later than the 26<sup>th</sup> day of May 2021 at 11.00 am. Any proxy registration that is rejected will be communicated to the shareholder concerned no later than the 27<sup>th</sup> day of May 2021 to allow time to address any issues.

- 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) 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 hours' time and providing a link to the live stream.
- 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) via the USSD prompts.
- A poll shall be conducted for all the resolutions put forward in the notice.
- Results of the AGM shall be published on the Company's website within 24 hours following conclusion of the Annual General Meetings.