

TO ALL SHAREHOLDERS

NOTICE is hereby given that an Annual General Meeting of the Company will be held at Jacaranda Hotel, Nairobi on Tuesday, 30th June 2015 at 08.00 a.m. to conduct the following business:

ORDINARY BUSINESS

1. To read the notice convening the meeting;
2. To confirm the minutes of the previous AGM held on the 3 June 2014;
3. To receive the Chairman's Report and the CEO's Report;
4. To receive and consider and if thought fit to adopt the audited Balance Sheet and Accounts for year ended 31st December, 2014 together with the Directors' and Auditors' Reports thereon;
5. To approve the Directors' fees and remuneration for the year ended 31st December, 2014 as provided in the audited financials;
6. To note that the auditors, Deloitte will continue in office in accordance with Section 159(2) of the companies Act and to authorize the directors to set their remuneration.
7. To elect Directors;

Subject to any necessary approval of the Central Bank of Kenya, to note and consider and if thought fit, approve as required under to Section 186 (5) of the Companies' Act, that James Gacheru continue to serve as director of the Company notwithstanding his being over the age of 70 years.

In accordance with Article 85 as read together with articles 86 and 87 of the Company's Articles of Association, Lars-Olof Hellgren, Alban Mwendar, Betty Gikonyo and Samuel Mwale will retire from office by rotation, and being eligible, only Samuel Mwale will offer himself for re-election.

8. Any Other Business whose due notice has been given;

DATED AT NAIROBI THIS 4th DAY OF JUNE 2015

BY ORDER OF THE BOARD

DIRECTORS

Mr. James Gacheru-Chairman
Mr. Lars-Olof Hellgren*
Mrs. Pamela Ager
Mr. Stefan Kaiser*
Dr. Betty Gikonyo
Mr. Alban Mwendar

Mr. Cyprian Wekesa
Mr. Richard Kiplagat
Mr. Samuel Mwale
Mr. Samuel Kimani-CEO
Mr. Timothy Kabiru-CCO

*Swedish National

JamiiBora

— B A N K —

Tunaamini Ni Wakati Wako

COMPANY SECRETARIES

N.B: In accordance with Section 136(2) of the Companies Act (Cap. 486), every member entitled to attend and vote at the above meeting is entitled to appoint proxy to attend and vote on his behalf. A proxy need not be a member. A form of proxy is attached herewith and should be returned to the secretaries, Emu Registrars, P.O. Box 61120 00200 Nairobi, The Green House, 3rd floor Suite 8, Adams Arcade Ngong Road Nairobi – Kenya, Tel : + 254 (02) 3861176/79/75 to arrive not later than 48 hours before the meeting or any adjournment thereof.

Shareholders are also requested to forward their updated contact addresses to the Registrars at the addresses stated herein above.

JamiiBora

— B A N K —

Tunaamini Ni Wakati Wako

**TO: The Company Secretaries,
P.O. Box 61120 – 00200,
Nairobi.**

PROXY FORM

I/We.....of.....
.....being a member(s) of.....
.....hereby appoint.....
of.....or failing
him.....of.....
.....as my/our proxy to vote for me/us on my/our
behalf at the Annual General Meeting of the Company to be held on 30th June,
2015 and at any adjournment thereof.

Signed/Sealed thisDay of.....2015

.....

.....

NOTE:

The proxy form should be completed and returned not later than 48 hours before the meeting or any adjournment thereof. In case of a Corporation, the Proxy must be executed under the Common Seal.

