



**2022 INTEGRATED REPORT
& FINANCIAL STATEMENTS**



NOTICE AND AGENDA OF AGM

EAST AFRICAN BREWERIES PLC

TO ALL SHAREHOLDERS

NOTICE is hereby given that the One Hundredth Annual General Meeting ('AGM') of East African Breweries PLC (the 'Company') will be held as a hybrid meeting (partly physical and partly virtual using electronic means) at Safari Park Hotel, along Thika Road, Exit 7 Nairobi on Thursday, 15th September, 2022, 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 30th June 2022 together with the Directors Report and Auditors' Reports thereon.
- 2) Dividend
 - a) To confirm the Interim Dividend in respect of the Financial Year ended 30th June 2022, of Kshs 3.75 per ordinary share, which was paid subject to withholding tax, on or about 27th April, 2022, to shareholders registered at the close of business on 28th February, 2022.
 - b) To approve a final dividend of Kshs 7.25 per ordinary share for the Financial Year ended 30th June, 2022, payable net of withholding tax as recommended by the Directors. The dividend will be payable on or about 30th October, 2022, to Shareholders on the Register of Members as at the close of business on 15th September, 2022.
- 3) Election of Directors:
 - a) Ms. Carol Musyoka 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.
 - b) Mr. Jimmy Mugerwa retires by rotation in accordance with the provisions of Articles 117 of the Company's Articles of Association, and, being eligible, offers himself for re-election.
 - c) 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.
- 4) In accordance with the provisions of Section 769 of the Companies Act 2015, the following Directors being members of the Board Audit & Risk Management Committee, be elected to continue serving as members of the said Committee:

a) Mr. John Ulanga	d) Mr. Leo Breen
b) Mr. Japheth Katto	e) Ms. Ory Okolloh
c) Mr. Jimmy Mugerwa	
- 5) To receive, consider and if thought fit approve the Directors' Remuneration Report and the remuneration paid to the Directors for the year ended 30th June, 2022.
- 6) To re-appoint Messrs. PricewaterhouseCoopers (PwC) LLP as auditor of the Company in accordance with the provisions of Section 721(2) of the Companies Act, 2015, and to authorize the Board to fix their remuneration for the ensuing financial year.
- 7) To consider any other business of which due notice has been given.

BY ORDER OF THE BOARD

Mrs. KATHRYNE MAUNDU
GROUP COMPANY SECRETARY

Date: 22nd August, 2022

NOTES ON THE ANNUAL GENERAL MEETING ('AGM')

- 1) East African Breweries PLC (the 'Company') has convened and is conducting this AGM as a hybrid meeting, in line with the provisions of the Company's Articles of Association.

Shareholders should **register** to attend the AGM either physically or electronically by 13th September, 2022, 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*809# for all Kenyan telephone networks, *284*34# for Ugandan telephone networks, or *149*46*17# for Tanzania networks, *801*40# for Rwanda networks and *120*6210*10# for South Africa networks and following the various registration 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.

Shareholders are requested to indicate at the point of registration, if they will attend the meeting physically, at Safari Park Hotel.

Kindly note that registration for the AGM will only be undertaken as outlined above; shareholders will not be able to register for the AGM at the venue of the meeting on the 15th September, 2022.

- 3) Registration for the AGM opens on Tuesday, 23rd August 2022 at 11:00 am East Africa Time (GMT+3) and will close on Tuesday, 13th September, 2022, 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 30th June, 2022.

The Condensed Audited Financial Statements for the year ended 30th June, 2022, have been published with this Notice.

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; or
 - c) Visiting www.eabl.com and accessing the 2022 AGM page where you can log a question directly on the webpage; and
 - d) In the event that the above is not possible, written questions should be physically delivered with a return physical address or email address to the registered office of the Company at EABL Bustani Office, 5th Floor, Garden City Business Park, Block A, Garden City Road, off Exit 7 Thika Superhighway, Ruaraka, 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, 13th September, 2022, at 11:00 am. Limited questions may be responded to from the floor of the meeting 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. A full list of all questions received, and the answers thereto will be published on the Company's website not later than 12 hours before the start of the AGM.

- 6) In accordance with Section 298(1) of the Companies Act, 2015 shareholders entitled to attend and vote at the AGM are entitled to appoint a proxy to vote on their behalf.

A proxy need not be a member of the Company. If the Proxy appointed is not the Chairman of the AGM, the appointed proxy will need access to a mobile telephone.

A proxy form is available on the Company's website via this link: www.eabl.com. Physical copies of the proxy form are also available at the Company Office Headquarters, situated at EABL Bustani Office, 5th Floor, Garden City Business Park, Block A, Garden City Road, off Exit 7 Thika Superhighway, Ruaraka, 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 authorized in writing. If the appointor is a body corporate, the instrument appointing the proxy shall be given under its common seal or under the hand of an officer or duly authorized attorney of such body corporate.

- A completed form of proxy should be emailed to eabl.aggm@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, 13th September, 2022, 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, 13th September, 2022, at 11:00 a.m. Any proxy registration that is rejected will be communicated to the shareholder concerned no later than Tuesday, 13th September, 2022, 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) 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.aggm@eabl.com or our helpline (+254) 709 170 000 from 8:00 a.m. to 5:00 p.m. from Monday to Friday.
 - 12) 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).

ILANI NA AJENDA YA AGM

EAST AFRICAN BREWERIES PLC

KWA WENYEHISA WOTE

ILANI inatolewa hapa kwamba Mkutano Mkuu wa Kila Mwaka (AGM) wa Mia Moja wa East African Breweries PLC ('Kampuni') utafanyika kwa njia ya mchanganyiko (sehemu itahusisha wenyehisa kukongamana na nyingine ifanyike kwa njia ya mawasiliano ya kielektroniki) katika hoteli ya Safari Park, katika Barabara ya Thika, ukitokea njia ya kutokea nambari 7, Nairobi, mnamo Alhamisi 15 Septemba, 2022 saa 11:00 a.m. (tano asubuhi) (saa za Afrika Mashariki), 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 2022 pamoja na ripoti ya Wakurugenzi na Ripoti ya Mkaguzi 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 22, wa Kshs 3.75 kwa kila hisa ya kawaida, ulioliipwa baada ya kutolewa kodi ya zuio au withholding tax, mnamo au karibu na 27 Aprili 2020 kwa wenyehisa waliokuwa wamesajiliwa kufikia kufungwa kwa shughuli za kibiashara 28 Februari 2022.
 - b) Kuidhinisha mgawo wa faida wa mwisho wa Kshs 7.25 kwa kila hisa ya kawaida kwa Mwaka wa Kifedha Uliokamilika 30 Juni 2022, ambao utatozwa kodi ya zuio au withholding tax, kama ilivyopendekezwa na Wakurugenzi. Mgawo huo wa faida utalipwa mnamo au karibu na 30 Oktoba 2022, kwa Wenyehisa waliokuwa kwenye Sajili ya Wanachama kufikia kufungwa kwa shughuli za kibiashara mnamo 15 Septemba, 2022.
- 3) Kuchaguliwa kwa Wakurugenzi:
 - a) Carol Musyoka anastaafu kwa mzunguko kuambatana na Kifungu 117 cha Sheria za Kuundwa kwa Kampuni, na, kwa kuwa anahitimu, anajiwasilisha kuomba kuchaguliwa tena.
 - b) Jimmy Mugerwa anastaafu kwa mzunguko kuambatana na Kifungu 117 cha Sheria za Kuundwa kwa Kampuni, na, kwa kuwa anahitimu, anajiwasilisha kuomba kuchaguliwa tena.
 - c) Leo Breen, anastaafu kwa mzunguko kuambatana na Kifungu 117 cha Sheria za Kuundwa kwa Kampuni, na, kwa kuwa anahitimu, anajiwasilisha kuomba kuchaguliwa tena.
- 4) Kuambatana na maelezo katika Kifungu 769 cha Sheria za Kampuni za mwaka 2015, Wakurugenzi wafuatao, ambao ni wanachama wa Kamati ya Ukaguzi wa Hesabu & Usimamisi wa Hatari, wachaguliwe kuendelea kuhudumu kama wanachama wa Kamati hiyo:
 - a) John Ulanga
 - b) Japheth Katto
 - c) Jimmy Mugerwa
 - d) Leo Breen
 - e) Ory Okolloh
- 5) Kupokea, Kutathmini na iwapo itakubalika, kuidhinisha Ripoti ya Malipo ya Wakurugenzi na malipo ya Wakurugenzi kwa mwaka uliomalizika 30 Juni 2022.
- 6) Kuwateua tena PricewaterhouseCoopers (PwC) LLP kuhudumu kama Wakaguzi wa Hesabu wa Kampuni kwa mujibu wa Kifungu 721(2) cha Sheria za Kampuni, 2015 na kuwapa idhini Wakurugenzi wa Bodi kuamua malipo yao kwa mwaka wa kifedha unaofuata.
- 7) Kutekeleza shughuli nyingine yoyote ile ambayo ilani yake itakuwa imepokelewa ifaavyo.

KWA AGIZO LA BODI

KATHRYNE MAUNDU
KATIBU WA KAMPUNI

Tarehe: 22 Agosti 2022

NOTES ON THE ANNUAL GENERAL MEETING ('AGM')

- 1) East African Breweries PLC ('Kampuni') imeitisha na itaandaa mkutano wake mkuu wa kila mwaka (AGM), kwa njia ya mchanganyiko (kukongamana na njia ya kielektroniki), kuambatana na Sheria za Kuundwa kwa Kampuni.
- 2) Wenye-hisa wanafaa **kujiandikisha** kuhudhuria mkutano huu wa AGM kwa kufika wenyewe mkutanoni au kwa njia ya kielektroniki kufikia 13 Septemba 2022 saa tano asubuhi (11:00 a.m.) saa za Afrika Mashariki (EAT), GMT+3) kama ilivyoelezwa hapa chini.
- 3) Wenye-hisa ambao wangependa kushiriki katika mkutano huu wa AGM wanafaa kujisajili kwa kufanya yafuatayo:-
 - a) Kupiga simu *483*809# kwa mitandao yote ya simu Kenya, *284*34# kwa mitandao ya simu ya Uganda, au *149*46*17# kwa mitandao ya Tanzania, *801*40# kwa mitandao ya Rwanda na *120*6210*10# kwa mitandao ya Afrika Kusini na kufuata maelezo mbalimbali ya usajili yatakayotolewa; au
 - b) Kutuma ombi la kusajiliwa kwa njia ya barua pepe kwa eabl.agm@eabl.com; au
 - c) Wenye-hisa waliowasilisha anwani za barua pepe watapokea kiunganisho au link cha kujisajili kupitia barua pepe ambacho wanaweza kukitumia kujisajili.

Ili kukamilisha shughuli hiyo ya kujisajili, wenye-hisa watahitajika kuwa na nambari ya kitambulisho/pasipoti waliyoyitumia kununua hisa zao na/au nambari ya akaunti ya CDSC.

Kwa usaidizi, wenye-hisa 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.

Wenye-hisa wanaombwa kueleza, wakati wa kujiandikisha, iwapo watafika kuhudhuria mkutano wenyewe katika hoteli ya Safari Park.

Tafadhali, fahamu kwamba shughuli ya kujiandikisha kuhudhuria AGM itafanyika tu kama ilivyoelezwa hapa juu; wenye-hisa hawataweza kujiandikisha kuhudhuria AGM pahala pa mkutano wenyewe wakati wa mkutano 15 Septemba 2022.

- 4) Shughuli ya kujisajili kwa ajili ya AGM itanza mnamo Jumanne, 23 Agosti 2022 saa tano asubuhi (11:00 a.m.) saa za Afrika Mashariki (GMT+3) na kufungwa Jumanne tarehe 13 Septemba, 2022 saa tano asubuhi (11:00 a.m.) saa za Afrika Mashariki (GMT+3).
- 5) 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 2022.

Nakala ya ufupisho wa Taarifa za Kifedha za mwaka uliomalizika 30 Juni 2022 imechapishwa pamoja na Ilani hii.

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 kiunganisho cha kupeperusha mkutano moja kwa moja.

- 6) Wenye-hisa 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) Wenye-hisa ambao watakuwa wamejiandikisha kuhudhuria mkutano huu wataweza kuuliza maswali kupitia SMS kwa kupiga nambari ya ujumbe (USSD) iliyoorodheshwa hapa juu na kuchagua sehemu ya (uliza Swali) kwenye yale yatakayojitokeza; au
 - c) Kutembelea www.eabl.com na kufika kwenye ukurasa wa 2022 AGM ambapo unaweza kutuma swali moja kwa moja kupitia ukurasa huo wa mtandao; na
 - d) Iwapo hayo hayatawezekana, maswali hayo yakiwa kwa njia ya maandishi na yakiwa na anwani au barua pepe ya kupokelewa majibu yanaweza kufikishwa kwa afisi zilizosajiliwa za Kampuni katika EABL Bustani Office, Ghorofa ya 5, Garden City Business Park, Jumba A, Barabara ya Garden City, ukitumia Exit 7 katika Barabara Kuu ya Thika, Ruaraka, 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.

Wenye-hisa 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 yanafaa kuifikia Kampuni mnamo au kabla ya Jumanne, 13 Septemba, 2022 saa tano asubuhi (11.00 a.m.). Baadhi ya maswali yatajibiwa wakati wa Mkutano Mkuu wa Kila Mwaka.

Baada ya kupokelewa kwa maswali yote na maombi ya ufafanuzi, wakurugenzi wa Kampuni watatoa majibu ya maswali hayo kwa njia ya maandishi na kuyatuma kwa anwani ya posta ya kupokea majibu iliyoorodheshwa au barua pepe iliyoorodheshwa na Mwenye-hisa si chini ya saa 12 kabla ya kuanza kwa AGM. Orodha kamili ya maswali yaliyopokelewa na majibu yaliyotolewa, itachapishwa katika tovuti ya Kampuni si chini ya saa 12 kabla ya AGM kuanza.

- 7) Kuambatana na Kifungu 298 (1) cha Sheria za Kampuni, wenye-hisa 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 mwanchama 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 kiunganisho hiki cha mtandaoni: www.eabl.com. Nakala za karatasi za fomu za uwakilishi pia zinapatikana katika afisi za Kampuni katika EABL Bustani Office, Ghorofa ya 5, Garden City Business Park, Jumba A, Barabara ya Garden City, ukitumia Exit 7 katika Barabara Kuu ya Thika, Ruaraka, Nairobi AU kutoka kwa afisi za Image Registrars, Ghorofa ya 5, jumba la Absa Towers (zamani ikiitwa Barclays Plaza), Loita Street.

Fomu ya uwakilishi inafaa kutiwa saina na mwenyehisa anayefanya uteuzi au wakili aliyeidhinishwa na mwenyehisa 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 si chini ya saa 48 kabla ya wakati wa kufanyika kwa mkutano, sawa na kusema si baada ya Jumanne 13 Septemba, 2022 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, 13 Septemba, 2021 saa tano asubuhi (11:00 a.m.) Mwenyehisa ambaye usajili wa mwakilishi wake utakataliwa atafahamishwa kabla ya Jumanne, 13 Septemba 2021 kumpa muda wa kushughulikia masuala yatakayoibuka.

- 8) 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 namba 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 kiunganisho cha kufuatilia matukio moja kwa moja.
- 9) Wenyehisa na wawakilishi waliosajiliwa wanaweza kufuatilia matukio ya AGM wakitumia kiunganisho cha matangazo ya moja kwa moja na wanaweza kupata pia ajenda. Wenyehisa na wawakilishi waliosajiliwa wanaweza kupiga kura (wakiombwa kufanya hivyo na Mwenyekiti) kwa kutumia huduma ya USSD.
- 10) Kura itapigwa kwa maazimio yote ambayo yameorodheshwa kwenye ilani.
- 11) Matokeo ya kura yatachapishwa katika kipindi cha saa 48 baada ya kumalizika kwa AGM, katika magazeti mawili yanayosambazwa kitaifa na katika tovuti ya Kampuni.
- 12) Wenyehisa wanahimizwa kufuatilia tovuti ya Kampuni www.eabl.com

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 (3:00 p.m.) Jumatatu hadi Ijumaa.

- 13) Afisi za Kampuni huwa zimefunguliwa wakati wa saa za kawaida za kuendesha shughuli 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)

PRINCIPAL SHAREHOLDERS AND SHARE DISTRIBUTION

The ten largest shareholdings in the Company and the respective number of shares held at 30th June, 2022, are as follows:

Name(s) and Address	Number of shares	%
Stanbic Nominees LTD A/C NR3530153-1	395,608,434.00	50.03
Standard Chartered Nominees Non-Resd. A/C KE004667	22,935,194.00	2.90
Standard Chartered Nominees Non-Resd. A/C KE10085	20,804,500.00	2.63
Kenya Commercial Bank Nominees LTD A/C 915B	11,016,844.00	1.39
Standard Chartered Nominees RESD A/C KE11401	8,255,169.00	1.04
Stanbic Nominees LTD R6631578	7,947,017.00	1.00
Stanbic Nominees LTD A/C NR1031461	6,518,264.00	0.82
Standard Chartered KENYA Nominees LTD A/C KE003534	7,447,011.00	0.94
Stanbic Nominees LTD A/C NR3530153-1	5,564,400.00	0.70
Stanbic Nominees LTD NR7522171	5,447,622.00	0.69
Total number of shares	491,544,455.00	62.16

Distribution of shareholders	Number of shares	Number of shareholders	%
1-500 shares	2,601,638	13,890	0.33
501-5,000 shares	16,218,014	10,143	2.05
5,001- 10,000 shares	6,920,993	964	0.88
10,001- 100,000 shares	39,480,220	1,322	4.99
100,001 – 1,000,000 shares	109,158,405	338	13.80
Over 1,000,000 shares	616,395,086	76	77.95
Total	790,774,356	26,733	100.00

EABL Directors' shareholding as at 30th June, 2022

Directors' names	Number of shares
Ms. Jane Karuku	1,296
Ms. Ory Okolloh	820
Ms. Risper Ohaga	700
Ms. Carol Musyoka	5,782

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 on Thursday, 15th September 2022 and at any adjournment thereof.

As witness I/We lay my/our hand (s) this _____ day of _____ 2022.

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 th June 2022 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 th June 2022, of Kshs 3.75 per ordinary share, which was paid subject to withholding tax, on or about 27 th April 2022 to shareholders registered at the close of business on 28 th February 2022. b) To approve a final dividend of Kshs 7.25 per ordinary share for the Financial Year ended 30 th June 2022, payable net of withholding tax as recommended by the Directors. The dividend will be payable on or about 30 th October 2022, to Shareholders on the Register of Members as at the close of business on 15 th September 2022.			
3) Election of Directors: a) Carol Musyoka, who 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.			
b) Jimmy Mugerwa, who retires by rotation in accordance with the provisions of Articles 117 of the Company's Articles of Association, and, being eligible, offers himself for re-election.			
c) Leo Breen, who 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.			
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: - John Ulanga; Japheth Katto; 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 th June 2022.			
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 2015 and to authorize the Board of Directors to fix their remuneration for the ensuing financial year.			

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 kuwa mwakilishi wangu/wetu na kupiga kura kwa niaba yangu/ yetu katika Mkutano Mkuu wa Kila Mwaka wa Kampuni utakaoandaliwa Alhamisi, 15 Septemba 2022 na tarehe nyingine yoyote iwapo utaahirishwa.

Kama shahidi/mashahidi Naweka saina /Tunaweka saina tarehe _____ ya mwezi wa _____ 2022.

Saina _____ Saina _____

Tafadhali weka alama vyema kwenye kijisanduku hapa chini kumuelekeza mwakilishi wako/wenu jinsi ya kupiga kura

AZIMIO	KUUNGA	KUPINGA	KUSUSIA
1) Kupokea, kutathmini na kuidhinisha Taarifa za Kifedha Zilizokaguliwa za mwaka uliokamilika mnamo 30 Juni 2022 pamoja na ripoti za Mwenyekiti, Mkurugenzi na Mkaguzi wa hesabu zilizomo.			
2) Mgawo wa faida a) Kuthibitisha mgawo wa faida wa muda kwa ajili ya Mwaka wa Kifedha uliokamilika 30 Juni 22, wa Kshs 3.75 kwa kila hisa ya kawaida, uliolipwa baada ya kutozwa kodi ya zuio au withholding tax, mnamo au karibu na 27 Aprili 2020 kwa wenyehisa waliokuwa wamesajiliwa kufikia kufungwa kwa shughuli za kibiashara 28 Februari 2022. b) Kuidhinisha mgawo wa faida wa mwisho wa Kshs 7.25 kwa kila hisa ya kawaida kwa Mwaka wa Kifedha Uliokamilika 30 Juni 2022, ambao utatuzwa kodi ya zuio au withholding tax, kama ilivyopendekezwa na Wakurugenzi. Mgawo huo wa faida utalipwa mnamo au karibu na 30 Oktoba 2022, kwa Wenyehisa waliokuwa kwenye Sajili ya Wanachama kufikia kufungwa kwa shughuli za kibiashara mnamo 15 Septemba, 2022.			
3) Kuchaguliwa kwa wakurugenzi: a) Carol Musyoka, anayestaafu kwa mzunguko kuambatana na Kifungu 117 cha Sheria za Kuundwa kwa Kampuni, na, kwa kuwa anahitimu, anajiwasilisha kuomba kuchaguliwa tena. b) Jimmy Mugerwa, anayestaafu kwa mzunguko kuambatana na Kifungu 117 cha Sheria za Kuundwa kwa Kampuni, na, kwa kuwa anahitimu, anajiwasilisha kuomba kuchaguliwa tena.			
c) Leo Breen, anayestaafu kwa mzunguko kuambatana na Kifungu 117 cha Sheria za Kuundwa kwa Kampuni, na, kwa kuwa anahitimu, anajiwasilisha kuomba kuchaguliwa tena.			
4) Kuwachagua Wakurugenzi wafuatao, ambao ni wanachama wa Kamati ya Ukaguzi wa Hesabu & Usimamisi wa Hatari, wachaguliwe kuendelea kuhudumu kama wanachama wa Kamati hiyo: - John Ulanga; Japheth Katto; Jimmy Mugerwa; Leo Breen na Ory Okolloh.			
5) Kupokea, Kutathmini na iwapo itakubalika, kuidhinisha Ripoti ya Malipo ya Wakurugenzi na malipo ya Wakurugenzi kwa mwaka uliomalizika 30 Juni 2022.			
6) Kuwateua tena PricewaterhouseCoopers (PwC) kuendelea kuhudumu kama Wakaguzi wa Hesabu wa Kampuni kwa mujibu wa Kifungu 721(2) cha Sheria za Kampuni, 2015 na kuwapa idhini Wakurugenzi wa Bodi kuamua malipo yao kwa mwaka wa kifedha unaofuata.			

ELECTRONIC COMMUNICATIONS CONSENT FORM

Please complete in BLOCK CAPITALS

Full name of Proxy(s): _____

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 15th September 2022.

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 notarized 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, 13th September 2022 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 authorized 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.

FOMU YA IDHINI YA MAWASILIANO YA KIELEKTRONIKI

Tafadhali jaza kwa HERUFI KUBWA

Jina kamili la mwakilishi (wawakilishi): _____

Anwani: _____

Nambari ya Simu

Tarehe: _____

Saini: _____

Tafadhali weka alama katika **MOJA** kati ya visanduku vilivyo hapa chini na kuirejesha fomu hii kwa Image Registrars S.L.P. 9287- 00100 Nairobi, Ghorofa ya 5, jumba la Absa Towers (zamani ikitwa Barclays Plaza), Loita Street:

Idhini ya kusajili

MIMI/SISI ninatoa/tunatoa idhini ya kusajiliwa kushiriki katika Mkutano Mkuu wa Kila Mwaka utakaofanyika kwa njia ya kielektroniki mnamo 15 Septemba, 2022.

Idhini ya kutumiwa kwa nambari ya simu iliyotolewa

NINGEPENGA/TUNGEPENDA kutoa idhini yangu/yetu ya kutumiwa kwa nambari ya simu niliyotoa/tuliyotoa kwa ajili ya kupiga kura katika AGM.

Maelezo:

1. Iwapo mwanachama atashindwa kuhudhuria yeye binafsi, Fomu hii ya Uwakilishi inafaa kujazwa na kutumwa kwa barua pepe kwa [eabl.agm@eabl.com](mailto:agm@eabl.com) au iwasilishwe (pamoja na barua ya idhini ya wakili au mamlaka nyingine(iwapo itakuwepo) ambaye imetiwa saini chini yake au nakala ya cheti cha kutoa idhini au mamlaka iliyotiwa muhuri) kwa Image Registrars Limited, Ghorofa ya 5, jumba la Absa Towers (zamani ikitwa Barclays Plaza), Loita Street, S.L.P. 9287-00100 GPO Nairobi ili ipokelewe si baada ya Jumanne 13 Septemba, 2022 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 kwa kura ambayo itapigwa 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 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 au' 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 hakutakuziua 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.