

**TOTALENERGIES MARKETING KENYA PLC**

**SEVENTIETH (70<sup>TH</sup>) ANNUAL GENERAL MEETING HELD ON THURSDAY, 27<sup>TH</sup> JUNE 2024 AT 9.30 A.M. (EAT)**

**POLLING RESULTS**

The Board of Directors of **TOTALENERGIES MARKETING KENYA PLC (“the Company”)** is pleased to announce the results of voting for the resolutions that were put forward for determination by shareholders at the electronic Annual General Meeting held on Thursday, 27<sup>th</sup> June 2024.

The poll was conducted and scrutinized by Image Registrars Limited.

1) Total <b>issued Ordinary Shares</b> entitled to attend and vote at an AGM of the Company	<b>175,064,706</b>
2) Total <b>number of Shareholders</b> in the Register	<b>6,068 Members</b>
3) Total <b>number of Shareholders</b> who registered to participate at this AGM	<b>1,486 Members</b>
4) Total <b>number of Ordinary Shares</b> held by the shareholders <b>who registered to participate</b> at this AGM	<b>140,430,710 (80.22% of Total issued Ordinary Shares)</b>
5) Total <b>number of Ordinary Shares</b> held by the shareholders <b>who registered and participated</b> in the AGM	<b>139,587,221 (79.73% of Total issued Ordinary Shares)</b>
6) Total <b>number of Ordinary Shares</b> held by the shareholders <b>who participated in the voting</b>	<b>138,714,239 (79.24% of Total issued Ordinary Shares)</b>

**NOTE: Only Ordinary Shares that have a right to vote in a General Meeting of the Company.**

The poll results were as follows: -

<b>VOTES</b>								
	<b>RESOLUTION</b>	<b>IN FAVOUR</b>		<b>AGAINST</b>		<b>ABSTAIN</b>		<b>VERDICT</b>
		<b>VOTES</b>	<b>%</b>	<b>VOTES</b>	<b>%</b>	<b>VOTES</b>	<b>%</b>	
1)	That the minutes of the Sixty Ninth (69 <sup>th</sup> ) Annual General Meeting held on 15 <sup>th</sup> June 2023 be and are hereby approved.	138,714,239	100.00%	0	0.00%	0	0.00%	<b>PASSED</b>
2)	That the Audited Financial Statements of the Company for the year ended 31 December 2023 together with the reports of the Chairman, the Directors and the Independent Auditors thereon be and are hereby adopted.	138,713,239	99.9993%	0	0.00%	1,000	0.0007%	<b>PASSED</b>

	RESOLUTION	IN FAVOUR		AGAINST		ABSTAIN		VERDICT
		VOTES	%	VOTES	%	VOTES	%	
3)	That a first and final Dividend of Kshs 1.92 per share in respect of the Financial Year ended 31 <sup>st</sup> December 2023 be and is hereby approved for payment on or around 31 <sup>st</sup> July 2024 to the holders of Ordinary Shares and Redeemable Preference Shares on record at the close of business on 27 <sup>th</sup> June 2024.	138,714,139	99.9999%	100	0.0001%	0	0.00%	<b>PASSED</b>
4)	That the Directors' Remuneration Policy and Report as detailed in the Annual Report for the Financial Year ended 31 <sup>st</sup> December 2023 be and is hereby approved and the Directors were authorized to fix the remuneration of the Directors.	138,711,134	99.9978%	1,000	0.0007%	2,105	0.0015%	<b>PASSED</b>
5)	i) That Mr. Guillaume Navez, a Director who retired by rotation in accordance with Article 70 (1) of the Company's Articles of Association and, being eligible and had offered himself for re-election, be and is hereby re-elected.	138,708,734	99.9960%	100	0.0001%	5,405	0.0039%	<b>PASSED</b>
	ii) That Mr. Joseph Karago, a Director who retired by rotation in accordance with Article 70 (1) of the Company's Articles of Association and, being eligible and had offered himself for re-election, be and is hereby re-elected.	138,710,634	99.9974%	100	0.0001%	3,505	0.0025%	<b>PASSED</b>
6)	That in accordance with the provisions of Section 769 of the Companies Act, 2015, the following Directors, being members of the Board Audit Committee be and are hereby re-elected to continue serving as members of the said Committee: -  a) Mr. Joseph Karago b) Mr. Maurice Odhiambo K'Anjejo c) Ms. Catherine Musakali d) Mr. Guillaume Navez	138,712,434	99.9987%	0	0.00%	1,805	0.0013%	<b>PASSED</b>
7)	That Messrs. Ernst & Young LLP be and are hereby re-appointed as the Auditors of the Company for the Financial Year ending 31 December 2024 in accordance with the provisions of Section 721 (2) of the Companies Act, 2015 and the Directors be and	138,712,041	99.9984%	393	0.0003%	1,805	0.0013%	<b>PASSED</b>

	are hereby authorized to fix their remuneration in accordance with the provisions of Section 724 (1) of the Companies Act, 2015.							
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**DECISION**

The Resolutions as presented to the Shareholders were approved having garnered a majority of the votes cast.

**APPRECIATION**

The Board of Directors wishes to sincerely thank all our Shareholders who registered and participated in the fifth electronic Annual General Meeting held by **TOTALENERGIES MARKETING KENYA PLC.**

**BY ORDER OF THE BOARD**



**JOHN L. G. MAONGA**  
**COMPANY SECRETARY**

**DATE: 28<sup>TH</sup> JUNE 2024**