

**KINGDOM BANK LIMITED**  
**Company Registration No. C.5/2001**  
**("the Company")**

**NOTICE IS HEREBY GIVEN** that the Annual General Meeting of **KINGDOM BANK LIMITED** will be held via electronic means on **Tuesday, 12<sup>th</sup> May 2026 at 11.00 a.m.** for the transaction of the following business:

**ORDINARY BUSINESS:**

- To read the notice convening the meeting and determine if a quorum is present.
- To receive and consider, and, if approved, adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> December 2025 together with the Directors' and Auditors' report thereon.
- Election of Director
  - Mr. Charles Kamari, being a Director appointed under Article 26.1 (a) of the Company's Articles of Association, is retiring by rotation pursuant to Article 27.2 of the Articles of Association and being eligible offers himself for re-election in accordance with Article 28 of the Company's Articles of Association.
- To approve the remuneration of the Directors for the year ending 31<sup>st</sup> December 2025 and to authorize the Board to fix the remuneration of Directors.
- To re-appoint Deloitte as the Company's External Auditor, having expressed their willingness to continue in office and to authorize the directors to fix their remuneration.
- Transact any other business, which may be properly transacted at an Annual General Meeting.

**Dated at Nairobi this 21<sup>st</sup> day of April 2026.**

**By order of the Board**

**CATHERINE KAWIRA**  
**COMPANY SECRETARY**

**NOTES:**

- Kingdom Bank Limited has convened and will conduct its Annual General Meeting via virtual/electronic means in line with The Companies Act, 2015.
- Shareholders wishing to participate in the meeting should register for the AGM by doing the following:
  - Dialing \*483\*803# for all networks and follow the various prompts regarding the registration process; or
  - Sending an email request to be registered to [kingdombankagm@image.co.ke](mailto:kingdombankagm@image.co.ke); or
  - Shareholders with email addresses will receive a registration link via email through 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 at hand.

For assistance shareholders (whether in Kenya or outside) should dial the following helpline number: **(+254) 709 170 041** from **8:00 a.m. to 5:00 p.m.** from **Monday to Friday**. A Shareholder domiciled outside of Kenya can send an email to Image Registrars via [kingdombankagm@image.co.ke](mailto:kingdombankagm@image.co.ke).

- Registration for the AGM opens on the **22<sup>nd</sup> day of April 2026 at 8:00 am** and will close on **10<sup>th</sup> May 2026 at 5.00 p.m.**

- In accordance with Section 283 (2) (c) of the Companies Act, the following documents may be viewed on the Company's website [www.kingdombankltd.co.ke](http://www.kingdombankltd.co.ke) (i) a copy of this Notice and the proxy form; (ii) the Company's audited financial statements for the year ended 31<sup>st</sup> December, 2025.

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.

- Shareholders wishing to raise any questions or clarifications regarding the AGM may do so by:
  - Sending their written questions by email to [agm2026questions@kingdombankltd.co.ke](mailto:agm2026questions@kingdombankltd.co.ke)
  - Lodging the portal available on the Bank's website [www.kingdombankltd.co.ke](http://www.kingdombankltd.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;
  - To the extent possible, physically delivering their written questions with a return physical address or email address to Image Registrars Limited, 5<sup>th</sup> Floor Absa Towers (formerly Barclays Plaza), Loita Street, Nairobi, 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 22741- 00400 Nairobi. Shareholders must provide their full details (full names, ID/Passport Number/CPR Number) when submitting their questions and clarifications.
- 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 not later than 12 hours before the start of the general meeting.
- 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 general meeting.
- 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, the appointed proxy will need access to a mobile telephone. A proxy form is available on the Company's website [www.kingdombankltd.co.ke](http://www.kingdombankltd.co.ke) Physical copies of the proxy form are also available at the following address: Image Registrars Limited, 5<sup>th</sup> Floor Absa Towers (formerly Barclays Plaza), Loita Street and at all the branches of the Company. 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 be under the hand of an officer or duly authorized attorney of such body corporate. A completed form of proxy should be emailed to [kingdombankagm@image.co.ke](mailto:kingdombankagm@image.co.ke) or delivered to Image Registrars Limited, 5<sup>th</sup> Floor Absa Towers (formerly Barclays Plaza), Loita Street, P.O. Box 9287 – 00100 GPO, Nairobi, to be received not later than 8<sup>th</sup> May 2026 at 11.00 a.m. Any person appointed as a proxy should submit his/her mobile telephone number to the Company no later than 8<sup>th</sup> May 2026 at 11.00 a.m. Any proxy registration that is rejected will be communicated to the shareholder concerned no later than 9<sup>th</sup> May 2026 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 an email and/or 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 email and/or 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 propose and second resolutions as well as vote (when prompted) via USSD or the livestream link.
- 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 Meeting. Shareholders are encouraged to continuously monitor the Company's website, [www.kingdombankltd.co.ke](http://www.kingdombankltd.co.ke) for updates relating to the AGM.