NOTICE OF THE 2ND ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Second Annual General Meeting ("AGM") of AA Kenya PLC will be held **virtually** on **Tuesday, 18 August 2026** at **10.00 a.m**. to transact the following business:

ORDINARY BUSINESS

1. To read the notice convening the meeting, table the proxies received, and confirm the presence of a quorum.
2. To receive the Chairman's Statement and the Chief Executive Officer's Report.
3. To receive, consider and, if thought fit, adopt the Audited Financial Statements for the year ended 31 December 2025, together with the reports of the Directors and Auditors thereon.
4. To approve a final dividend of Kshs. 0.06 per ordinary share of par value Kshs. 0.50 for the financial year ended 31 December 2025. This represents a 15% increase over the dividend paid in the previous financial year and will be payable to shareholders on the Register of Members as of 31 July 2026.

5. **Retirement and Election of Directors**

   a) The following Directors retire by rotation in accordance with Article 8.18 of the Articles of Association and, being eligible, offer themselves for re-election as Directors of the Company:

   I. **Ms. Beatrice Atieno Rariewa**
   II. **Mr. Samuel Gachoka**
   III. **Mr. Samuel Waweru**
   IV. **Dr. Manoj Shah**
   V. **Mr. Charles Waithima**

   b) Pursuant to guideline 2.5 of the Code of Corporate Governance Practices for Issuers of Securities to the Public 2015, the following Directors have attained the age of seventy (70) years and, being eligible, offer themselves for re-election as Directors of the Company:

   I. **Eng. Erastus Mwongera**
   II. **Mr. Aggrey Jonathan K. Bett**

   c) To elect **Prof. CPA Arnety Nangila Makokha (PhD)** as a Director of the Company, following her interview and recommendation by the Board.
6. To approve the remuneration of Directors for the financial year ended 31 December 2025 and to authorise the Board to fix the remuneration of Directors for the financial year ending 31 December 2026.
7. To re-appoint Messrs PKF Kenya LLP, being eligible and having expressed their willingness to continue in office, as the Company's Auditors for the financial year ending 31 December 2026, and to authorise the Directors to fix their remuneration.

SPECIAL BUSINESS

8. To consider and, if thought fit, pass the following resolution as a Special Resolution:
   THAT pursuant to the provisions of the Companies Act, 2015 and Article 7.2.5 of the Articles of Association of the Company, the Members hereby approve the amendment of Article 8.1 of the Articles of Association by deleting the words:

"...shall not be less than two (2) nor more than fourteen (14)."

and substituting therefor the words:

"...shall not be less than two (2) nor more than nine (9)."

THAT Article 8.1 shall accordingly read as follows:

"Unless and until otherwise determined by the Company in General Meeting, the number of the Directors (excluding Alternate Directors) shall not be less than two (2) nor more than nine (9)."

ANY OTHER BUSINESS

9. To consider any other business of which due notice has been received.

BY ORDER OF THE BOARD
Jacqueline Rotich

COMPANY SECRETARY **DATE: 23RD JULY 2026**

Shareholders are advised that further information regarding participation in the AGM will be communicated by the Company's Registrars, Image Registrars Limited, and made available at www.aakenya.co.ke. This Notice supersedes the version previously issued.