



AA KENYA PLC FORM OF PROXY

I/We: _____

Share A/c No: _____

Of (Address): _____

Of mobile no.: _____ email: _____

Being a member (s) of AA Kenya PLC, hereby appoint:

of mobile no. _____ email: _____

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 Tuesday, 18th August 2026 at 10:00am and at any adjournment thereof.

As witness I/We lay my/our hand (s) on this _____ day of _____ 2026

Signature:

Signature:

Please clearly mark the box below to instruct your proxy how to vote

	RESOLUTION	FOR	AGAINST	ABSTAIN
1	To receive, consider and, if thought fit, adopt the Audited Financial Statements for the year ended 31 st December 2025 together with the reports of the Directors and Auditors thereon.			
2	To approve a final dividend of Kshs. 0.06 per ordinary share of par value Kshs. 0.50 for the financial year ended 31 st December 2025, representing a 15% increase over the dividend paid in the previous financial year, payable to shareholders on the Register of Members as of 31 st July 2026.			
3	To re -elect directors: In accordance with Article 8 of the Articles of Association, and, if thought fit, approve the election of the following people 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			
4	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) Aggrey Jonathan K. Bett			
5	To elect Prof. CPA Arnety Nangila Makokha (PhD) as a director of the Company having been interviewed and recommended by the board			
6	To approve the remuneration of Directors for the financial year ended 31 st December 2025 and to authorise the board to fix the remuneration of Directors for the period ending 31 st 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 st December 2026, and THAT the Directors be and are hereby authorised to fix their remuneration.			
8	SPECIAL BUSINESS To consider and, if thought fit, to 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 thereof the words: "...shall not be less than two (2) nor more than nine (9)." THAT Article 8.1 shall thereafter 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)."			
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Notes:

1. If a member is unable to attend personally, this Proxy Form should be completed and returned to reach the offices of Image Registrars Limited located on 5th Floor, Absa Towers (formerly Barclays Plaza), Loita Street, P.O. Box 9287, GPO 00100, Nairobi, or via email to info@image.co.ke in PDF Format to arrive not later than 10.00 a.m. on 16th August 2026. 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 of that company or a duly authorized attorney of such corporate body.



ELECTRONIC COMMUNICATIONS CONSENT FORM

Please complete in BLOCK CAPITALS

Full name of Proxy(s): _____

Address: _____

Mobile Number: _____

Date: _____

Please sign in the appropriate boxes below to indicate your acceptance and consent, then return this form to Image Registrars Limited, P.O. Box 9287–00100, Nairobi, 5th Floor, Absa Towers (formerly Barclays Plaza), Loita Street, or send a signed copy by email to info@image.co.ke.

Approval of Registration	
I/We approve registration to participate in the virtual Annual General Meeting to be held on Tuesday, 18 th August 2026 at 10:00 a.m.	
Consent for use of the Mobile Number provided	
I/We would like give my/our consent for the use of the mobile number provided for purposes of voting at the AGM.	