

SAFARICOM PLC

RESOLUTIONS PASSED AT THE ANNUAL GENERAL MEETING FOR THE YEAR 2021 HELD ELECTRONICALLY ON FRIDAY, 30 JULY 2021 AT 11:00 A.M.

ORDINARY BUSINESS

1. Audited Financial Statements for the year ended 31 March 2021

It was proposed by Magdalene Akinyi Obonyo, seconded by Susan Wangui Gachau and **resolved by majority vote**, that the Consolidated Financial Statements and Statement of Financial Position for the financial year ended 31 March 2021, together with the Chairman's Statement, the Directors' and Auditors' Reports thereon be and are hereby adopted.

2. Dividend

It was proposed by Wilson Waihenya Muriuki, seconded by Joel Otiango representing Kilimambogo Housing Developers and **resolved by majority vote**, to note the payment of an interim dividend of Kshs 0.45 per share which was paid to shareholders on or about 31 March 2021 and to approve a final dividend of Kshs 0.92 per share for the financial year ended 31 March 2021 payable on or before 31 August 2021 to the Shareholders on the Register of Members as at the close of business on 30 July 2021 as recommended by the Directors.

3. Directors

- a) It was proposed by Norman Mbachu Mwangi, seconded by Andrew Kibagendi and **resolved by majority vote**, that Dr Bitange Ndemo be and is hereby re-elected as a Director of the Company.
- b) It was proposed by Patrick Nthiwa Kitungu, seconded by Erick Kiprono Ryan and **resolved by majority vote**, that Ms Winnie Ouko be and is hereby re-elected as a Director of the Company.

4. Appointment of the members of the Board Audit, Risk and Compliance Committee

It was proposed by Charles Kamau Wakahiu, seconded by Henry Ambaka Vusala and **resolved by majority vote**, that the following Directors, being members of the Board Audit, Risk and Compliance Committee be and are hereby appointed to continue to serve as members of the Committee: Ms Rose Ogega; Dr Bitange Ndemo; Mr Sitholizwe Mdlalose; Mr Christopher Kirigua; Ms Raisibe Morathi and Ms Winnie Ouko.

5. Directors' Remuneration and the remuneration paid for the year ended 31 March 2021

It was proposed by Joyce Mary Ochieng, seconded by Anthony Mutuku Mulei and **resolved by a majority vote**, to approve the Directors' Remuneration Report and the remuneration paid to the Directors for the year ended 31 March 2021.

6. Auditors

It was proposed by Rebecca Wamathi Maina, seconded by John Chege Kariuki and **resolved by a majority vote** to re-appoint Messrs Ernst & Young, in office as the Company's Auditors in accordance with the provisions of Section 721 (2) of the Companies Act, 2015. **It was further resolved by a majority vote**, that the Directors be and are hereby authorised to fix the Auditors' remuneration for the ensuing financial year.



Safaricom PLC: 2021 AGM Resolutions

SPECIAL BUSINESS

7. It was proposed by Mary Wangari Wainaina, seconded by Paul Mbugua Kangethe and **resolved by a majority vote**, to pass the following resolution as an ordinary resolution, as recommended by the Directors:-

For the purposes of Paragraph G.06 of the Fifth Schedule of the Capital Markets (Securities) (Public Offers, Listing and Disclosures) Regulations 2002 to consider, and if thought fit, to pass the following resolution as an Ordinary Resolution in regard to the business of the Company and in the interests of the Company:

'THAT the subscription by Safaricom PLC for shares in Vodafamily Ethiopia Holding Company Limited (the SPV Company), resulting in the SPV Company, Global Partnership for Ethiopia B.V. incorporated in Netherlands, an operating company to be established in Ethiopia and any other company or companies as may be incorporated to deliver the operational and business requirements to fulfill the obligations under the full-service mobile telecommunications license issued by the Ethiopian Communications Authority to the consortium of investors led by Safaricom Plc becoming subsidiaries of Safaricom PLC, be ratified and approved'.

The above is a true record of the resolutions passed at the 2021 Annual General Meeting of Safaricom PLC.

BY ORDER OF THE BOARD



Ms Kathryn Maundu
Company Secretary

30 July 2021

SAFARICOM PLC POLLING RESULTS

The results of the voting on the resolutions that were put forward for determination by shareholders at the 2021 Annual General Meeting (AGM) held on Friday, 30th July 2021 at 11:00 a.m. were announced at the AGM and are summarized below.

The Poll was conducted by Image Registrars and scrutineered by PricewaterhouseCoopers (PwC).

RESOLUTION	VOTES FOR	% FOR	VOTES AGAINST	% AGAINST	VOTES WITHHELD	VERDICT
ORDINARY BUSINESS						
To receive, consider and adopt the audited Financial Statements for the year ended 31 st March 2021 together with the Chairman's, Directors' and Auditors' reports thereon.	33,308,081,640	99.999%	220,000	0.000%	1,378,000	PASSED
To note the payment of an interim dividend of Kshs 0.45 per share which was paid to shareholders on or about 31 st March 2021 and to approve a final dividend of Kshs 0.92 per share for the Financial Year ended 31 st March 2021 as recommended by the Directors. The dividend will be payable on or before 31 st August 2021 to the Shareholders on the Register of Members as at the close of business on 30 th July 2021.	33,308,375,552	99.998%	637,838	0.001%	666,250	PASSED
To re-elect Dr Bitange Ndemo who retires at this meeting in accordance with the provisions of Articles 90 and 91 of the Company's Articles of Association, and, being eligible, offers himself for re-election.	33,168,727,024	99.762%	79,002,016	0.237%	61,950,600	PASSED
To re-elect Ms Winnie Ouko who retires at this meeting having been appointed in the course of the financial year, and, being eligible, offers herself for re-election.	33,268,852,539	99.880%	39,766,371	0.119%	1,060,730	PASSED
To elect the following Directors, being members of the Board Audit, Risk and Compliance Committee to continue to serve as members of the said Committee:-	31,872,944,723	95.696%	1,433,271,295	4.303%	3,463,622	PASSED

RESOLUTION	VOTES FOR	% FOR	VOTES AGAINST	% AGAINST	VOTES WITHHELD	VERDICT
Ms Rose Ogega; Dr Bitange Ndemo; Mr Sitholizwe Mdlalose; Mr Christopher Kirigua; Ms Raisibe Morathi and Ms Winnie Ouko.						
To approve the Directors' Remuneration Report and the remuneration paid to the Directors for the year ended 31 st March 2021.	32,940,975,693	99.986%	4,303,138	0.013%	364,400,809	PASSED
To re-appoint Messrs Ernst & Young as Auditors of the Company in accordance with the provisions of Section 721 (2) of the Companies Act, 2015 and to authorize the Directors to fix their remuneration for the ensuing financial year in accordance with the provisions of Section 724 (1) of the Companies Act, 2015.	32,151,827,851	97.833%	712,128,886	2.166%	445,722,903	PASSED
<p>Special Business</p> <p>To consider and if thought fit to pass the following resolution as an ordinary resolution, as recommended by the Directors:-</p> <p>'THAT the subscription by Safaricom PLC for shares in Vodafamily Ethiopia Holding Company Limited (the SPV Company), resulting in the SPV Company, Global Partnership for Ethiopia B.V. incorporated in Netherlands, an operating company to be established in Ethiopia and any other company or companies as may be incorporated to deliver the operational and business requirements to fulfill the obligations under the full-service mobile telecommunications license issued by the Ethiopian Communications Authority to the consortium of investors led by Safaricom Plc becoming subsidiaries if Safaricom PLC, be ratified and approved.'</p>	32,914,346,289	99.671%	108,630,408	0.328%	286,702,943	PASSED

Appreciation

Safaricom PLC takes this opportunity to thank all the 114,279 shareholders who registered and participated in the electronic Annual General Meeting of the Company.

Decision

All the resolutions as presented to the shareholders were approved having garnered a majority of the votes cast.

BY ORDER OF THE BOARD



Kathryne Maundu (Ms.)
Company Secretary