

BAMBURI CEMENT PUBLIC LIMITED COMPANY

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (EGM) of the Shareholders of Bamburi Cement Plc (the 'Company') will be held virtually/electronically via mobile and web application (the 'Virtual EGM System') on **Tuesday, 17th September 2024 at 2.30p.m.** for the following purpose:

Special Business

1. To approve a Special dividend of Kshs **18.25** per ordinary share totaling **Kshs 6,623 Million** payable on **27th September 2024** to shareholders on the register of members as at close of business on **20th September 2024**:

By order of the Board

Joyce Munene
Company Secretary

29th August 2024

Notes:

1. Bamburi Cement PLC has convened and will conduct the EGM virtual/electronic means in line with the Companies Act, 2015.
2. Shareholders wishing to participate in the meeting should register for the EGM online at <https://digital.candr.africa> or by dialing USSD short code number ***384*040#** or via a link to the EGM Platform that will be sent to them via SMS and/or email and following the various registration prompts. To complete the registration process, shareholders will need to have their National ID/Passport Numbers which were used to purchase their shares and their shares account number or CDSC Account Number at hand. For assistance shareholders should dial the following **helpline number +254 20 8690360** from 8:00a.m. to 4:00p.m. from Monday to Friday. Any shareholder outside Kenya should dial the helpline number to be assisted to register or send an email to digital@candrgroup.co.ke.
3. Confirmation of attendance for the EGM opens on **10th September 2024 at 08:00a.m.** and will close on **16th September 2024 at 12.00 noon.**
4. Shareholders wishing to raise any questions or clarifications regarding the EGM may do so by:
 - a) Sending their written questions by email to digital@candrgroup.co.ke; or
 - b) Shareholders who will have registered to participate in the meeting shall be able to ask questions via SMS by dialing the USSD code ***384*040#** and selecting the option (Ask Question) on the prompts; or
 - c) Shareholders who will have registered to participate in the meeting shall be able to ask questions online at <https://digital.candr.africa> or via a link to the EGM platform; Select Attend Event; Select "Bamburi PLC EGM"; Select "Q&A" option tab and submit questions in text box provided; or
 - d) To the extent possible, physically delivering their written questions by **16th September 2024 at 12:00 noon** with a return physical address or email address to the Company Registrars address: Custody & Registrars Services Limited, at IKM Place, Tower B, 1st Floor, 5th Ngong Avenue, Nairobi, Kenya.
5. Shareholders wishing to vote may do so by:
 - a) Accessing Virtual EGM via online at <https://digital.candr.africa> or via a link to the EGM platform; Select Attend Event; Select "Bamburi PLC EGM"; Select "Voting" option tab and vote; or
 - b) Accessing Virtual EGM via USSD platform ***384*040#**; Use the menu option for "Voting" and follow the various prompts regarding the voting process.
6. In accordance with Section 298(1) of the Companies Act, 2015 Shareholders entitled to attend and vote at the EGM are entitled to appoint a proxy to vote on their behalf.
 - a) A proxy need not be a member of the Company. If the Proxy appointed is not the Chairman of the EGM, the appointed proxy will need access to a mobile telephone or an internet enabled device.
 - b) A proxy form is available on the Company's website via this link: www.lafarge.co.ke. Physical copies of the proxy form are also available at the Company Registrars address: Custody & Registrars, at IKM Place, Tower B, 1st Floor, 5th Ngong Avenue, Nairobi, Kenya.
 - c) A proxy form 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 given under its common seal or under the hand of an officer or duly authorized attorney of such body corporate.
 - d) A completed form of proxy should be emailed to proxy@candrgroup.co.ke or delivered to Custody & Registrars so as to be received not later than **15th September 2024 at 3:00p.m.** Any person appointed as a proxy should submit his/her mobile telephone number to the Company no later than **16th September 2024 at 12:00 noon.**
 - e) Any proxy registration that is rejected will be communicated to the Shareholder concerned no later than **Monday, 16th September 2024** to allow time to address any issues.
7. The EGM 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 a short message service SMS/ and/or an email prompt on their registered mobile numbers, 24 hours prior to the EGM acting as a reminder of the meeting. A second SMS and/or an email prompt shall be sent one hour ahead of the EGM, reminding duly registered shareholders and proxies that the EGM will begin in an hours' time and providing a link to the live stream.
8. Duly registered shareholders and proxies may follow the proceedings of the EGM using the live stream platform and may access the agenda. Duly registered shareholders and proxies may vote (when prompted by the Chairman) via the USSD ***384*040#** or *Voting Matters* tab on the live stream display screen. A poll shall be conducted for the resolution put forward in this notice.
9. Results of the EGM shall be published within 24 hours following conclusion of the meeting.
10. The preferred method of paying dividends which are below KES 140,000.00 is through M-PESA. Shareholders who wish to receive their dividend through M-PESA and who have not registered for this mode of payment can opt to receive future dividends by dialing ***384*040#** or contacting the Share Registrar, Custody & Registrars Services Limited.
11. All present and former shareholders of the Company are hereby notified that pursuant to the provisions of the Unclaimed Financial Assets Act 2011, Parts II and III, dividends and shares which have not been claimed for a period of three (3) years or more will require to be delivered to the Unclaimed Financial Assets Authority ('the Authority') as abandoned assets on the appointed date.

Therefore, all present and former shareholders with unpaid dividends are requested to urgently contact Custody & Registrars Services Limited at IKM Place, Tower B, 1st Floor 5th Ngong Avenue, Nairobi call telephone number +254 20 7608216 to claim any unpaid dividends to avert the risk of the dividends being forwarded to the Authority.



Part of you. From the start