

OUR REF:TC/GCEO//026/8/19

August 28, 2019

Geoffrey Odundo
Chief Executive Officer
Nairobi Securities Exchange
55 Westlands Road
NAIROBI

Dear Mr. Odundo,

**RE: RESOLUTIONS PASSED AT TRANS-CENTURY PLC 21ST ANNUAL
GENERAL MEETING HELD ON 27TH AUGUST 2019 AT KENYATTA
INTERNATIONAL CONFERENCE CENTRE, NAIROBI**

A. ORDINARY BUSINESS

1. Group's audited financial statements

It was **unanimously resolved** that the Group's audited financial statements for the year ended 31 December 2018 together with the Chairman's Statement, Report of the Directors, and Auditors' Report thereon be adopted.

2. Directors' remuneration

It was **unanimously resolved** that the Directors' remuneration as indicated in the Group's audited financial statements for the year ended 31 December 2018 be approved.

3. Dividend

It was **unanimously resolved** that no dividend will be paid for the year ended 31 December 2018.

4. Election of Directors

The shareholders resolved to elect the following directors:-

- i. It was **unanimously resolved** that Mr. Wale Adeosun, who retired at this meeting in accordance with the Company's Articles of Association, be and is hereby re-elected a Director of the company.

- ii. It was **unanimously resolved** that Mr. Kamal Pallan, who retired at this meeting in accordance with the Company's Articles of Association, be and is hereby re-elected a Director of the company.

5. Election of Members of the Audit Committee

It was **unanimously resolved** that in accordance with the provisions of S. 769 of the Companies Act 2015, Mr. Ephrahim Kariithi Njogu and Mr. Kamal Pallan being members of the Board Audit Committee, be and are hereby elected to continue to serve as members of the Committee.

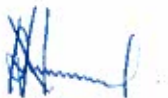
6. Appointment of Auditors

It was **unanimously resolved** that Messrs KPMG Kenya, be re-appointed in office as auditors for the ensuing year and the Directors be authorized to fix their remuneration.

B. SPECIAL BUSINESS

It was **unanimously resolved** that the amendments to the Articles of Association of the Company be adopted.

Yours sincerely
Trans-Century Plc



Virginia Ndunge
COMPANY SECRETARY