

**NOTICE OF THE ANNUAL GENERAL MEETING - CYTONN INVESTMENTS MANAGEMENT PLC**

(Incorporated in Kenya under the Companies Act, No. 17 of 2015, Laws of Kenya)  
(Registration Number CPU/2017/220478)

To the Shareholders of Cytonn Investments Management Plc

**NOTICE** is hereby given that the Annual General Meeting of Cytonn Investments Management Plc, hereinafter 'the Company', shall be held on **Friday, 18th May, 2018, at 7.30 A.M. at Radisson Blu Hotel - Upperhill**, to conduct the following Business:

**AGENDA**

1. **Constitution of the Meeting:** To read the Notice convening the Meeting, table the proxies and record the presence of a quorum.

**ORDINARY BUSINESS**

2. To ratify the appointment of Prof. Olive Mugenda to the Board of Directors of Cytonn Investments Management Plc.
3. To ratify the remuneration of the Directors for the year ended 31st December 2017.
4. To receive, consider and if approved, adopt the audited financial statements for the year ended 31st December 2017, together with the Chairman's, Directors' and Auditors' reports thereon.
5. To note that the Auditors, Grant Thornton Kenya, being eligible and having expressed their willingness, will continue in office and to authorize the Directors to fix their remuneration.

**SPECIAL RESOLUTIONS**

6. To consider, and if thought fit, to pass the following resolutions as Special Resolutions:
  - i. **THAT** the proposed listing by introduction of the Company's shares on the Growth Enterprise Market Segment of the Nairobi Securities Exchange (hereinafter "the Listing"), subject to all regulatory approvals, including approval from the Nairobi Securities Exchange, be and is hereby approved;
  - ii. **THAT** the Board of Directors and all officers of the Company, be and are hereby authorized to take or cause to be taken all actions necessary or advisable to effect the Listing including the preparation, execution and filing of all necessary applications, documents, forms and agreements with the Nairobi Securities Exchange, seeking any and all regulatory approvals and the payment of filing, listing or application fees;
  - iii. **THAT** conditional to receipt of all necessary approvals from the Nairobi Securities Exchange, the Memorandum and Articles are proposed to be amended, and new Articles as shared on [www.cytonn.com/investor-relations/shareholders-updates](http://www.cytonn.com/investor-relations/shareholders-updates) shall be adopted post Listing.
7. To consider any other business for which due notice has been given:
  - Presentation to Shareholders

By Order of the Board  
Patricia Njeri Wanjama  
Company Secretary  
P.O. Box 20695 – 00200 NAIROBI  
Friday, 27th April 2018

**NOTE:**

1. A member entitled to attend and vote at the meeting and who is unable to attend is entitled to appoint a proxy to attend and vote on his or her behalf. A proxy need not be a member of the Company. A Proxy Form may be obtained from the Company Secretary and by writing an email to [legal@cytonn.com](mailto:legal@cytonn.com) or by visiting the registered office of the Company, 3rd Floor, Liaison House, State House Avenue, P.O. Box 20695–00200, Nairobi. To be valid, a form of Proxy must be duly completed by the member and lodged with the Company Secretary at the registered office of the Company, 3rd Floor, Liaison House, State House Avenue, P.O. Box 20695–00200, Nairobi, but not later than Wednesday 16th May 2018 at 5.00 P.M, failing which it will be invalid. Alternatively, duly signed proxies can be scanned and emailed to [legal@cytonn.com](mailto:legal@cytonn.com). In the case of a corporate body, the proxy must be under its common seal.

**NOTICE OF THE ANNUAL GENERAL MEETING - CYTONN CASH MANAGEMENT SOLUTIONS LLP**

(Incorporated in Kenya under The Limited Liability Partnerships Act, No. 42 of 2011, Laws of Kenya)  
(Registration Number LLP/2014/106)

To the Partners of Cytonn Cash Management Solutions LLP

**NOTICE** is hereby given that the Annual General Meeting of Cytonn Cash Management Solutions LLP, hereinafter 'the Cytonn CMS', shall be held on **Friday, 18th May 2018, at 7.30 A.M at Radisson Blu Hotel - Upperhill**, to conduct the following Business:

**AGENDA**

1. **Constitution of the Meeting:** To read the Notice convening the Meeting, table the proxies and record the presence of a quorum.

**ORDINARY BUSINESS**

2. To receive, consider and if approved, adopt the audited financial statements for the year ended 31st December 2017, together with the Advisory Board's, Custodian's, Legal Advisor's, Principal Partner's and the Auditors' reports thereon:
  - **Custodian:** Standard Chartered Securities Services Kenya
  - **Legal Advisor:** Oraro & Company Advocates
  - **Principal Partner:** Cytonn Investments Management Plc
  - **Auditors:** Grant Thornton Kenya
3. To note that the auditors, Grant Thornton Kenya, being eligible and having expressed their willingness, will continue in office and to authorize the Principal Partner to fix their remuneration.
4. To consider any other business for which due notice has been given:
  - Presentation to Investment Partners

By Order of the Principal Partner  
Doreen N. Onwong'a  
Manager  
P.O. Box 20695 – 00200 NAIROBI  
Friday, 27th April 2018

**NOTE:**

1. A Partner entitled to attend and vote at the meeting and who is unable to attend is entitled to appoint a proxy to attend and vote on his or her behalf. A proxy need not be a Partner to the Partnership. A Proxy Form may be obtained from the Manager and by writing an email to [operations@cytonn.com](mailto:operations@cytonn.com) or by visiting the registered office of the Partnership, 3rd Floor Liaison House, State House Avenue, P.O. Box 20695–00200, Nairobi. To be valid, a form of Proxy must be duly completed by the Partner and lodged with the Manager at the registered office of the Partnership, 3rd Floor Liaison House, State House Avenue, P.O. Box 20695–00200, Nairobi, but not later than Wednesday 16th May 2018 at 5.00 P.M, failing which it will be invalid. Alternatively, duly signed proxies can be scanned and emailed to [operations@cytonn.com](mailto:operations@cytonn.com). In the case of a corporate body, the proxy must be under its common seal.
2. A copy of the Meeting Report & Audited Accounts shall be sent to your email address or alternatively, a printed copy may be obtained from the registered office of the Partnership, at 3rd Floor Liaison House, State House Avenue, P.O. Box 20695–00200, Nairobi, P.O. Box 20695 – 00200, Nairobi.