

ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the **12th ANNUAL GENERAL MEETING** of the Shareholders will be held at **KENYATTA INTERNATIONAL CONFERENCE CENTRE AMPHITHEATRE** on Thursday 30th May 2019 at 10:00 a.m. to transact the following business:

Ordinary Business:

1. To receive, consider and if thought fit, adopt the Integrated Report, the Audited Financial Statements for the year ended 31st December 2018, together with the Chairman's, Directors' and Auditors' reports thereon.
2. To consider and if deemed fit, approve the recommendation of the Board that there shall be no dividend paid for the year ended 31st December 2018.
3. Resignation, Rotation and Election of Directors in accordance with Article 112 of the Articles of Association:
 - 3.1 Dr. W. Kiboro retires by rotation and being eligible, offers himself for appointment in accordance with section 132 of the Companies Act.
 - 3.2 Mr. L. Tiampati retires by rotation and being eligible, offers himself for appointment in accordance with section 132 of the Companies Act.
 - 3.3 Dr. W. Kiboro, a Director and Chairperson to the Board, having attained the age of seventy years retires from office by rotation and, in terms of Clause 2.5 of the Capital Markets Code of Corporate Governance Practices for Issuers of Securities to the Public 2015, offers himself for re-election.
4. To receive, consider and if thought fit approve the Directors' remuneration for the year ending 31st December 2018.
5. To approve that the auditors PricewaterhouseCoopers (PwC), being eligible and having expressed their willingness, will continue in office in accordance with section 721 of the Companies Act, No. 17 of 2015 and to authorize the directors to fix their remuneration.

Special Business:

6. To consider and if thought fit to pass the following resolution as a special resolution, as recommended by the Directors:

"That the name of the Company be and is hereby changed from "Family Bank Limited" to "Family Bank PLC" in compliance with Section 53 of the Companies Act, 2015 and with effect from the date set out in the Certificate of Change of Name issued in that regards by the Registrar of Companies".

By order of the Board
Company Secretary
Nairobi

30th April 2019

Notes: A member entitled to attend and vote at this Meeting may appoint a proxy to attend and vote on his/her behalf and such proxy need not be a member of the Company. The proxy shall be required to be deposited at the Company Secretary office 8th Floor at Family Bank Towers Muindi Mbingu Street Nairobi not less than forty-eight hours before the time for holding the meeting failing which it shall be invalid. In the case of a corporate body the proxy must be under its common seal. The proxy form is available on the Company's website www.familybank.co.ke

The full set of audited accounts for the year ended 31st December 2018 is available at the Company's registered office at Family Bank Towers 6th Floor, Muindi Mbingu Street Nairobi or can be downloaded at the website www.familybank.co.ke



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Family Bank Limited is regulated by the Central Bank of Kenya.