

NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the **8th ANNUAL GENERAL MEETING** of the Shareholders will be held at **Kenyatta International Convention Centre (KICC)** Amphitheatre NAIROBI on **Friday 15th May, 2015** at **10:00 a.m.** to transact the following business:

Ordinary Business:

1. To receive the Audited Accounts for the year ended 31st December 2014, the Report of the Directors and the Report of the Auditors thereon.
2. To approve the payment of a first and final dividend of Kshs. 0.50 per share, subject to withholding tax where applicable, on the issued and paid up capital of the Company and payable to the shareholders registered as at 15th May 2015. To facilitate payment of the Dividend, the register of members will be closed on 15th May 2015.
3. Rotation and Election of Directors in accordance with Article 112 of the Articles of Association:
 - a) Dr Ruth Waweru who retires by rotation and, being eligible, offers herself for re-election.
 - b) Dr Kabiru Kinyanjui who retires by rotation does not offer himself for re-election.
4. To approve the Directors' remuneration for the year ending 31st December 2014.
5. To confirm that the auditors, Deloitte and Touché, will continue in office in accordance with Section 159 (2) of the Companies Act and to authorise the Directors to fix the Auditors' remuneration.

Special Business:

To consider and, if thought fit, to pass the following resolutions as Ordinary Resolutions:

6. *Special Notice under Section 142 of the Companies Act.*

Special Notice has been received by the Company pursuant to section 142 of the Companies Act (Cap. 486 of the Laws of Kenya) that the following Resolution be proposed in accordance with section 186 (5) of the Act for consideration by the Shareholders:

"RESOLVED that Mr. W. D Kiboro who, having attained the age of seventy years, be and is hereby re-elected as a Director".

By order of the Board



Rebecca Mbithi
Company Secretary
Nairobi

15th April, 2015

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 failure to 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 2014** is available at the Company's registered office at Family Bank Towers 6th Floor or can be downloaded at the website www.familybank.co.ke