

Notice of Annual General Meeting

Notice is hereby given that in accordance with Article 47A of the Company's Articles of Association, the 2021 Annual General Meeting (AGM) of the Company will be held via electronic communication on Friday, 18 June 2021 at 2.30 p.m. to transact the Ordinary Business in the Agenda below.

Due to the ongoing Covid -19 pandemic and the Government restrictions on public gatherings, and in accordance with Article 47A of the Company's Articles of Association, the AGM will be conducted entirely by electronic communication, i.e. virtual meeting. Shareholders and proxies will not be able to attend the AGM in person but will be able to register for, access information pertaining to the resolutions, follow the meeting in the manner detailed below and vote electronically or by returning the printed Agenda indicating their vote on each item in the Agenda. Shareholders may ask questions and vote on the resolutions in advance of the meeting as detailed below.

The Broadcast venue will be at 2nd Floor Apollo Centre, Westlands, Nairobi

Agenda:

Ordinary Business

1. To table proxies, note presence of a quorum and record apologies
2. To receive and adopt the Annual Report and Financial Statements for the year ended 31st December 2020 together with the Directors and Auditors Reports therein
3. To note that Directors do not recommend payment of a dividend
4. Directors:
 - a) In accordance with Clauses 89, 90 and 91 of Table A Mr. SV Shah retire by rotation and being eligible, offer himself for re-election
 - b) In accordance with Clauses 89, 90 and 91 of Table A Mr. JG Shah retire by rotation and being eligible, offer himself for re-election
 - c) To elect Mr. Denis Koome Imaathiu as Director of the Company. Mr. Denis Koome Imaathiu was appointed Director on 1 February 2021. Approval from Central Bank of Kenya is awaited before he takes the office.
 - d) To elect Mr Nathwani Amool Jivraj as Director of the Company. Mr Nathwani Amool Jivraj was appointed Director on 9 February 2021. Approval from Central Bank of Kenya is awaited before he takes the office.
5. To approve the remuneration of Directors
6. To re-appoint the auditors and authorise the Directors to fix the Auditors remuneration

Any other business which due notice will have been received

By Order of the Board

J. Kamau

Company Secretary

Dated: 25 May 2021

NOTES

- i. This Annual General meeting is convened and will be held in accordance with Article 47A of the Company's Articles of Association. Members registered for the meeting as detailed below (ii), may participate in the meeting through teleconference link given in this notice, registered telephone number and other registered electronic means providing audio or audio/visual communication.
- ii. Shareholders wishing to participate in the meeting should fill in and submit the registration form available in the Company's website www.moriental.co.ke. For verification purposes shareholders will be required to provide their names as they appear on their share certificates, copies of their ID or passport (if requested for verification) and mobile telephone number. For assistance, shareholders should call 0733610410 or 0714611466 from 9 a.m. to 2.30 p.m. Monday to Friday (25th May 2021 to 17th June 2021).
- iii. A shareholder entitled to attend and vote at the meeting may appoint one or more proxies (who need not be members) to attend and vote in his stead. Proxy forms (available on the Company's website: www.morientalbank.co.ke) must be received at the Head Office of the Company, Finance House, Koinange Street, Nairobi, PO Box 44080- 00100 Nairobi not later than 48 hours before the time for holding the meeting i.e not later than 2.30pm, Wednesday, 16 June 2021.
- iv. Registration for the AGM opens on 25th May 2021 at 9.00 a.m. and will close on 17th June 2021 at 4.00 p.m. Shareholders will not be able to register after 17 June 2021, 4pm
- v. The following documents may be viewed and downloaded on the Company's website: www.morientalbank.co.ke
 - 1) Copy of this Notice and proxy form, 2) Company's Audited Financial Statements for the year ended 31st December 2020.
- vi. Shareholders wishing to raise questions or seek clarification regarding the AGM may do so through:
 - i. Email: agm2021@moriental.co.ke
 - ii. Physically delivering written questions to the Registered Office – Ground Floor, Finance House, Koinange Street, Nairobi
 - iii. Registered mail to the Company Secretary, M-Oriental Bank Limited, P.O. Box 44080-00100 Nairobi. Questions and /or Clarifications through Email, Physical delivery and Registered mail must reach the Company Secretary on or before 15 June 2021 at 1pm.
- vii. Registered Shareholders and proxies may follow the proceedings of the AGM, ask questions and/or seek clarifications and vote when prompted through the platform registered for the meeting. Results of the voting will be announced immediately on vote count being completed and at any rate before proceeding to the next item in the agenda.
- viii. Shareholders wishing to vote in advance of the meeting may do so by indicating their vote on each item on the Agenda. Early votes must be received by the Company Secretary before closure of the day on Wednesday, 16 June 2021 at 2pm.
- ix. It is in the interest of shareholders to continuously monitor the Company's website www.morientalbank.co.ke due to the evolving Government directives on Covid-19.