



**CIC INSURANCE GROUP PLC
2025 ANNUAL GENERAL MEETING**

POLLING RESULTS

The Board of Directors of **CIC INSURANCE GROUP PLC** is pleased to announce the results of voting for the resolutions that were put forward for determination by shareholders at the Annual General Meeting held on Friday 9th May 2025.

The Poll was conducted by Image Registrars.

	Resolution	Approved	% Approved	Rejected	% Rejected	STATUS
1	To receive, consider and if thought fit, adopt the Annual Report and Financial Statements for the year ended 31st December 2024 together with the Directors' and Auditors' Reports thereon.	2,141,903,088	100.0000%	0	0.0000%	PASSED
2	To declare a first and final dividend of Kshs 0.13 per share in respect of the year ended 31st December 2024, to be paid on or before 18th June 2025, to shareholders appearing on the Register of Members at the close of business on 22nd April 2025. The register will remain closed on 23rd April 2025 for the preparation of dividend warrants.	2,141,887,088	99.9995%	10,000	0.0004%	PASSED
3	Rogers Kinoti retires by rotation in accordance with Article 127 of the Company's Articles of Association, and being eligible offers himself for re-election.	2,141,480,167	99.9854%	312,641	0.0145%	PASSED
4	Gordon Owour retires by rotation in accordance with Article 127 of the Company's Articles of Association, and being eligible offers himself for re-election.	2,141,456,999	99.9879%	259,109	0.0120%	PASSED
5	That Pursuant to paragraph 2.5 of the Code of Corporate Governance Practices for Issuers of Securities to the Public 2015 and in accordance with the Company's Articles of Association, the shareholders	2,141,674,679	99.9902%	208,309	0.0097%	PASSED



	approve the continuation in office of Mr. Nelson Kuria, who as at the date of this meeting will have attained the age of seventy (70), until he next comes up for retirement by rotation.					
6	In accordance with the provisions of section 769 (1) of the Companies Act 2015, the following Directors, being members of the Audit Committee of the Board, be elected to continue serving as members of the said Committee: a). Julius Mwatu - Committee Chairperson b). Rogers Kinoti c). Johnson Kegohi d). Sharon Kisire	2,141,627,069	99.9974%	55,441	0.0025%	PASSED
7	To approve the Directors Remuneration Report for the year ended 31st December 2024 and to authorize the Directors to fix their remuneration for the year ending 31st December 2025	2,141,687,961	99.9910%	191,709	0.0089%	PASSED
8	To receive, consider and if thought fit appoint Messrs.PriceWaterhouseCoopers, Certified Public Accountants, having expressed their willingness to continue in office as auditors of the company in accordance with section 721 (2) of the Companies Act. No 17 of 2015 and to authorize Directors to fix their remuneration	2,141,788,979	99.9969%	64,409	0.0030%	PASSED
9	SPECIAL BUSINESS: To generally authorize the Board to formulate, approve and regularly review policies and procedures as a continuing obligation, as required under the Thirteenth Schedule of the Capital Markets (Public Offers, Listing and Disclosures) Regulations, 2023 for: i). Remuneration ii). Effective communication with stakeholders' policy iii). Corporate Disclosures policies and procedures iv). Retention and attention of Board Members of the Company v).	2,141,864,779	99.9983%	35,209	0.0016%	PASSED



	Disputes Resolution for Internal & External disputes					
10	ORDINARY RESOLUTION: Authorizing Business: THAT in accordance with section 329 of the Companies Act 2015 (“the Act”), the directors of the Company be authorized to allot shares in the Company up to an aggregate nominal amount of Kenya Shillings Two Hundred and Sixty-One Million Five Hundred Thousand (Kshs.261,500,000.00) provided that this authority shall, unless renewed, varied or revoked by the Company, expire five years from the date of this Resolution	2,141,894,879	99.9996%	8,509	0.0003%	PASSED
11	Bonus Issue: THAT pursuant to Articles 166 and 167 of the Articles of Association of the Company and the Directors having so recommended, and subject to receipt of all requisite regulatory approval, the sum of Kenya Shillings Two Hundred and Sixty One Million Five Hundred Thousand (Kshs. 261,500,000.00) be and is hereby capitalized from the Retained Earnings and applied in paying up in full 261,500,000 new ordinary shares of par value Kshs. 1.00 each to be allotted and distributed as fully paid bonus shares to the holders of the existing ordinary shares of the Company whose names appear in the Register of Members at the close of business on 22nd April 2025, in the proportion of one (1) new ordinary share for every ten (10) existing ordinary shares held, and that the said bonus shares shall rank pari passu in all respects with the existing ordinary shares of the Company.	2,141,900,679	99.9999%	9	0.0000%	PASSED
12	THAT the Board of Directors be and are hereby authorized to take all such actions as they may deem necessary or advisable in order to carry into effect the purpose and intent of the foregoing resolutions,	2,141,900,488	99.9999%	500	0.0000%	PASSED



including without limitation the allocation of the shares issued by way of Bonus Issue, the filing of any required documentation with the Registrar of Companies, the Capital Markets Authority, the Nairobi Securities Exchange or any other regulatory authorities as well as entering into any agreement and/or other documents, and appointing any professional advisers or parties necessary to give effect to the resolutions.					
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DECISION

The resolutions as presented to the shareholders were approved having garnered a majority of the votes cast.

The Board of Directors wish to thank all our shareholders who registered and participated in our virtual Annual General Meeting.

BY ORDER OF THE BOARD

GAIL ODONGO
GENERAL COUNSEL & GROUP COMPANY SECRETARY