

**NOTICE IS HEREBY GIVEN THAT THE HYBRID ANNUAL GENERAL MEETING OF THE MEMBERS OF GUARANTY TRUST BANK (KENYA) LIMITED WILL BE HELD AT THE HEAD OFFICE BOARDROOM, 10<sup>TH</sup> FLOOR, SKY PARK, NAIROBI ON THE 6<sup>TH</sup> DAY OF NOVEMBER 2025 at 9.00 A.M (EAT)**

### **A G E N D A**

| <b>ITEM</b> | <b>AGENDA</b>                                                                                                                                                                                                                                                                                                                                                                                                   | <b>TIME ALLOCATION</b> |
|-------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------|
|             | Chairperson's welcome note                                                                                                                                                                                                                                                                                                                                                                                      | 9.00 – 9.05 a.m.       |
| 1.          | To present the proxies.                                                                                                                                                                                                                                                                                                                                                                                         | 9.05 – 9.10 a.m.       |
| 2.          | To read the notice convening the meeting.                                                                                                                                                                                                                                                                                                                                                                       | 9.10 – 9.20 a.m.       |
| 3.          | To read and confirm as a correct record the minutes of the Annual General Meeting held on May 22, 2024.                                                                                                                                                                                                                                                                                                         | 9.20 – 9.30 a.m.       |
| 4.          | To receive the Chairman's Report                                                                                                                                                                                                                                                                                                                                                                                | 9.30 – 9.45 a.m.       |
| 5.          | To receive, consider and if thought fit, adopt the audited financial statements for the year ended 31 <sup>st</sup> December 2024 together with the Directors' and Auditors' reports thereon.                                                                                                                                                                                                                   | 9.45 – 10.00 a.m.      |
| 6.          | To approve remuneration paid to Directors in the year ended 31 <sup>st</sup> December 2024.                                                                                                                                                                                                                                                                                                                     | 10.00 – 10.05 a.m.     |
| 7.          | Directors:-<br>7.1 To pass resolution approving the appointment of Mr. Neil Ribeiro as a Non-Executive Director.<br><br>7.2 To approve that Mr. Jubril Adeniji is to continue in office.<br><br>7.3 To approve that Ms. Ann Njogu is to continue in office.<br><br>7.4 To approve that Ms. Elizabeth Kyengo is to continue in office.<br><br>7.5 To approve that Mr. Hanish Chandaria is to continue in office. | 10.05 – 10.20 a.m.     |
| 8.          | To note that Messrs. Ernst & Young LLP continue in office as Auditors by virtue of Section 717 (2) of the Companies Act, 2015 and to authorize the Directors to fix their remuneration.                                                                                                                                                                                                                         | 10.20 – 10.35 a.m.     |
| 9.          | To conduct any other business competent to an Annual General Meeting of shareholders, of which due notice has been received.                                                                                                                                                                                                                                                                                    | 10.35 – 10.40 a.m.     |

**Dated this 15<sup>th</sup> day of October 2025**

**By Order of the Board  
Company Secretary**

**NOTE:**

1. A member is entitled to attend and vote or to appoint a proxy to attend and vote in his stead and a proxy need not also be a member of the Company.
2. Proxies must be in the hands of the Secretary not later than 48 hours before the meeting.
3. Attendance at the Annual General meeting shall either be physically or virtually through any of the following electronic avenues; telephone, video conference, audio conference, web conference or such other electronic means. Provided that any member wishing to attend virtually shall notify the Secretary not later than 48 hours before the meeting.