

# Notice of the Annual General Meeting

NOTICE is hereby given that the Annual General Meeting of the Company for the year 2013 will be held at Bomas of Kenya on Thursday, 12 September 2013 at 11.00 a.m. to conduct the following business:-

## ORDINARY BUSINESS

1. To receive, consider and adopt the audited Financial Statements for the year ended 31 March 2013 together with the Chairman's, Directors' and Auditors' reports thereon.
2. To approve a first and final dividend of Kshs 0.31 per every share of Kshs 0.05 being 620% on the issued and paid up share capital of the Company for the Financial Year ended 31 March 2013 as recommended by the Directors, payable on or before 11 December 2013 to the Shareholders on the Register of Members as at the close of business on 12 September 2013.
3. To note that in accordance with the provisions of Articles 90 and 91 of the Company's Articles of Association, Mrs Susan Mudhune retires at this meeting and, being eligible, offers herself for re-election.
4. To note that Messrs PricewaterhouseCoopers continue in office as Auditors by virtue of Section 159 (2) of the Companies Act (Cap 486) and to authorise the Directors to fix their remuneration for the ensuing financial year.
5. Any other business of which due notice has been given.

## SPECIAL BUSINESS

6. Amendment to the Articles of Association

To recommend to the Shareholders of the Company to consider and, if thought fit, to pass the following resolutions as Special Resolutions:-

- (i) To delete Article 88 in its entirety and to replace it with the following new Article:-  
"The Company may, if required by law, deliver or pay to any prescribed person any shares and/or any dividends in the Company which are deemed by any law to be abandoned or unclaimed as may be specified in any such law. Upon such delivery or payment, the shares and/or dividends shall cease to remain owing by the Company and the Company shall no longer be responsible or liable to the actual owner or holder or his or her estate, for the relevant shares and/or dividends."
- (ii) To delete Article 140 in its entirety and the subsequent Articles be renumbered accordingly.

BY ORDER OF THE BOARD



ENID MURIUKI (Mrs)  
COMPANY SECRETARY  
Date: 11 August 2013

## Notes:

- a) A member entitled to attend and vote at this meeting is entitled to appoint a proxy to attend and vote in his stead and a proxy need not be a member of the Company. A form of proxy may be obtained from the Company's website [www.safaricom.co.ke](http://www.safaricom.co.ke), or at Safaricom House, Waiyaki Way, Westlands, Nairobi or from any of the Safaricom Shops countrywide.
- b) In the case of a member being a limited Company, this form must be completed under its Common Seal or under the hand of an officer or attorney duly authorised in writing.
- c) All proxies should be sent by Post to Image Registrars of P.O. Box 9287, 00100 Nairobi. Alternatively, duly signed proxies can be scanned and emailed to [info@image.co.ke](mailto:info@image.co.ke) in PDF format. Proxies must be in the hands of the Secretary not later than 48 hours before the time of holding the meeting.
- d) In accordance with Article 145 of the Company's Articles of Association, a copy of the entire Annual Report and Accounts may be viewed on and obtained from the Company's website ([www.safaricom.co.ke](http://www.safaricom.co.ke)) or from the Registered office of the Company i.e. Safaricom House, Waiyaki Way Westlands, Nairobi. An abridged set of the Statement of Financial Position, Comprehensive Income Statement, Statement of Changes in Equity and Cash Flow Statement for year ended 31 March 2013 has been published in two daily newspapers with nationwide circulation.
- e) Registration of members and proxies attending the Annual General Meeting will commence at 7.00 a.m. and will close at 11.00 a.m. Production of National Identification Cards, a Passport or other acceptable means of identification and the Member's Share Certificate or current Central Depository Statement of Account for their shares in the Company will be required.
- f) The preferred method of paying dividends of less than Kshs 70,000 will be via the M-PESA mobile money transfer system. Members who are M-PESA account holders and who will attend the Annual General Meeting are requested to provide details of their M-PESA registered mobile telephone number to which their dividend payment may be sent. Shareholders who are M-PESA account holders and who will not be attending the AGM may submit details of their M-PESA registered mobile telephone number together with Registrars of P.O. Box 9287, 00100 Nairobi or through whichever mode that Safaricom Limited may advise.

