



ADDENDUM TO THE NOTICE OF THE ANNUAL GENERAL MEETING

CYTONN INVESTMENTS MANAGEMENT PLC

(Incorporated in Kenya under the Companies Act, No. 17 of 2015, Laws of Kenya)
(Registration Number CPU/2017/220478)

To the Shareholders of Cytonn Investments Management Plc:

NOTICE is hereby given that in relation to the Notice of the Annual General Meeting dated 27th April 2018 in respect of the Annual General Meeting to be held on 18th May 2018 at 7.30 A.M. at Radisson Blu Hotel- Upperhill, Nairobi, the Board of Directors have resolved to amend the Notice pursuant to receipt of additional agenda items proposed by shareholders and subsequent adoption of the same by the Board of Directors on 16th May 2018 and, accordingly, include the additional agenda items as part of the Resolutions to be passed at the Annual General Meeting as stated herein.

ORDINARY RESOLUTIONS

The Notice of the Annual General Meeting is hereby amended by including the following clauses after agenda item no. 5 of the Ordinary Business:

6. The shareholders hereby approve the listing of the Company in any jurisdiction in which the Company deems fit to list its securities, subject to the satisfaction of all regulatory requirements and receipt of all regulatory and shareholder approvals as may be required by the relevant listing authority in the respective jurisdiction(s).
7. The officers of the Company, be and are hereby authorized to take or cause to be taken all such other actions necessary or advisable to effect the listing of the Company in any jurisdiction including the preparation, execution and filing of all necessary applications, documents, forms and agreements with the relevant authority, seeking any and all regulatory approvals and the payment of filing, listing or application fees as may be required.

SPECIAL RESOLUTIONS

The Notice of the Annual General Meeting is hereby amended by amending agenda item no 6 (iii) and replacing it with the following clause after agenda item no. 6(ii) of the Special Resolutions:

- 6(iii). That conditional to receipt of all regulatory approvals, including approvals from the relevant listing authority from any other jurisdiction in which the Company deems fit to list its securities, and completion of the listing, the Memorandum and Articles of Association of the Company be and are hereby amended and new Memorandum and Articles of Association as shared on <https://www.cytonn.com/investor-relations/shareholders-updates> shall be adopted post listing.

All other agenda items as well as the proposed amendments to the Memorandum and Articles of Association, remain unchanged and shall be passed as per the Notice dated 27th April 2018 save for the amendments made by this Addendum.

By Order of the Board
Patricia Njeri Wanjama
Company Secretary
P.O. Box 20695 – 00200 NAIROBI
Wednesday, 16th May 2018

NOTE:

1. A member entitled to attend and vote at the meeting and who is unable to attend is entitled to appoint a proxy to attend and vote on his or her behalf. A proxy need not be a member of the Company. A Proxy Form may be obtained from the Company Secretary and by writing an email to legal@cytonn.com or by visiting the registered office of the Company, 3rd Floor Liaison House, State House Avenue, P.O. Box 20695–00200, Nairobi. To be valid, a form of Proxy must be duly completed by the member and lodged with the Company



Secretary at the registered office of the Company, 3rd Floor Liaison House, State House Avenue, P.O. Box 20695-00200, Nairobi but not later than Wednesday 16th May 2018 at 5.00 P.M, failing which it be invalid. Alternatively, duly signed proxies can be scanned and emailed to legal@cytonn.com. In the case of a corporate body, the proxy must be under its common seal.