

Proxy Form

To: The Company Secretary
Credit Bank PLC
P O Box 61064 – 00200
NAIROBI

Details

I/We:

ID No.:

Address:

Being a member/members of CREDIT BANK PLC (the Company) hereby appoint

Name:

ID No.:

Proxy's Mobile No.:

Proxy's Email Address:

Failing Him/Her:

As my/our proxy to vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held on 16th July 2020 and at any adjournment thereof.

I /We authorize my/our Proxy to cast the votes as they wish/according to my/our intentions as follows*:

1. To receive and adopt the audited Balance Sheet and Financial Statements for the year ended 31 December 2019 together with the Directors' and Auditors' Reports thereon.

☐ For ☐ Against ☐ Abstain

2. To note that the Directors do not recommend the payment of a cash dividend.

☐ For ☐ Against ☐ Abstain

3. To re-elect Directors in accordance with the Articles of Association:-

- i. To approve the re-election of Mrs Grace Wamuyu Nyachae who retires from office by rotation and is eligible in accordance with the Company's Articles of Association

☐ For ☐ Against ☐ Abstain

- ii. To approve the re-election of Mr Robinson Njagi Gachogu who retires from office by rotation and is eligible in accordance with the Company's Articles of Association

☐ For ☐ Against ☐ Abstain

- iii. To approve the re-election of Mr Moses Munywoki Mwendwa who retires from office by rotation and is eligible in accordance with the Company's Articles of Association

☐ For ☐ Against ☐ Abstain

- iv. To approve the re-election of Mr Jack Mugo Ngare who retires from office by rotation and is eligible in accordance with the Company's Articles of Association

☐ For ☐ Against ☐ Abstain

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4. To approve the Directors' remuneration for the financial year 2020.

☐ For

☐ Against

☐ Abstain

5. To authorise the directors to fix the Auditors' remuneration.

☐ For

☐ Against

☐ Abstain

6. To re-appoint the Auditors, PricewaterhouseCoopers who have indicated their willingness to continue in office in accordance with Section 719 (2) of the Companies Act, 2015 and subject to approval by Central Bank of Kenya.

☐ For

☐ Against

☐ Abstain

7. Bonus Issue

To approve a Bonus Issue of 1 share for each 100 shares held.

☐ For

☐ Against

☐ Abstain

8. Rights Issue

To approve a Rights Issue of 2 new shares for every 3 shares held.

☐ For

☐ Against

☐ Abstain

Dated this day of

Signature:

*Unless specifically indicated, the proxy will vote as they wish.

Notes:

1. In accordance with Section 298(1) of the Companies Act, shareholders entitled to attend and vote at the AGM are entitled to appoint a proxy to attend and vote on their behalf. A proxy must be signed by the appointer or his attorney duly authorized in writing. If the appointer is a body corporate, the instrument appointing the proxy shall be given under its common seal or under the hand of an officer or duly authorized attorney of such body corporate. A completed form of proxy should be emailed to proxy@candrgroup.co.ke in pdf format or delivered to Custody and Registrars Services Ltd, the Company's Registrars, at IKM Place, Tower B, 1st Floor, 5th Ngong Avenue, so as to be received not later than Tuesday, 14th July 2020 at 12.00 noon. When nominating a proxy the ID/Passport No, details for email and/or mobile number of the proxy must be submitted to facilitate registration. Any proxy registration that is rejected will be communicated to the shareholder concerned no later than Wednesday, 15th July 2020 to allow time to address any issues.

2. Registration for the AGM opens on Thursday 9th July, 2020 at 8:00 a.m. and will close on Wednesday 15th, July 2020 at 12:00 noon. Shareholders will not be able to register after 15th July 2020 12:00 noon.

3. A full copy of the Audited Accounts and Financial Statements for the year ended 31 December 2019 may be viewed on the Bank website www.creditbank.co.ke. A printed copy may be requested from the Bank's head office, 14th Floor, One Africa Building, Waiyaki Way, Westlands, Nairobi or our Company's Share Registrar, Custody and Registrars Services, IKM Place, Tower B, 1st Floor, 5th Ngong Avenue between 9.00AM to 3.00PM from Monday to Thursday and Friday 8.30AM to 12.30PM.

NB: Shareholders and proxies who wish to register and participate in the AGM can do so by visiting <https://digital.candrgroup.co.ke> or dialing *384*039# on their mobile phones. Visit <https://creditbank.co.ke/wp-content/uploads/2020/07/AGM-Virtual-Registration-Process.pdf> for more information.