

Due to the ongoing Covid-19 pandemic and the Government of Kenya directives restricting public gatherings, shareholders will not be able to attend the Annual General Meeting in person but will be able to register for, access information pertaining to the Audited Financial Statements of Home Afrika Limited for the year ending 31st December, 2020, vote electronically in person or by proxy and follow the meeting in the manner detailed below. Shareholders are requested to ask questions in advance of the meeting as detailed in the instructions below.

NOTICE OF THE ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of the Shareholders of Home Afrika Limited will be held via **virtual** conference on **Thursday, 30th September 2021 at 10.00 am** to transact the following business:

AGENDA

ORDINARY BUSINESS

1. Constitution of the Meeting

To read the notice convening the meeting and determine if a quorum is present.

2. Confirmation of the Minutes

To confirm the Minutes of the previous Annual General Meeting held on 30th July 2020.

3. Financial Statement for the Year ended 31st December 2020

To receive, consider and if thought fit, adopt the Audited Consolidated Financial Statements for the year ended 31st December 2020 together with the Directors' and Auditors reports thereon.

4. Dividend

To note that the Directors do not recommend the payment of a dividend for the year ended 31st December 2020.

5. Election of Directors

a) In accordance with Articles 92 and 93 of the Company's Articles of Association, the following Directors are due for retirement by rotation and being eligible, individually offer themselves for re-election:

- i. Mr. Mbugua Gecaga
- ii. Mr. Luke Kinoti
- iii. Mr. Peter Mungai

In accordance with Article 115 of the Company’s Articles of Association, the following Directors having been appointed as additional directors on the Board to hold office until the conclusion of the next Annual General Meeting, retire and being eligible, individually offer themselves for election:

- i. Ms. Jayne Nyokabi
- ii. Mr. Nelson Ashitiva

b) In accordance with the provisions of Section 769 of the Companies Act 2015, the following directors, being members of the Board Audit, Risk and Compliance Committee be elected to continue to serve as members of the said Committee:

- i. Mr. Luke Kinoti (Chairperson)
- ii. Ms. Frida Owinga
- iii. Mr. Nelson Ashitiva

6. Remuneration of Directors

To receive, consider and if thought fit, approve the Directors’ Remuneration Report for the year ended 31 December 2020 and to authorize the Board to fix the remuneration of the Directors.

7. Appointment and Remuneration of Auditors

To appoint Messrs. GMK Accountants LLP as auditors of the Company, having expressed their willingness in accordance with the provisions of Section 721(2) and 724 of the Companies Act 2015 and to authorize the Board to fix their remuneration for the ensuing financial year.

8. Any Other Business

To transact any other business that may legally be transacted at an annual general meeting, of which due notice has been received.

By Order of the Board

Madren Oluoch-Olunya

Company Secretary

1st September 2021, Nairobi

Notes:

(As annexed hereto)

NOTES:

- 1) In view of the ongoing Coronavirus 2019 (COVID-19) pandemic and the related Public Health Regulations and directives passed by the Government of Kenya precluding inter alia public gatherings, Home Afrika Limited has convened and is conducting this virtual annual general meeting in line with the provisions of the Company's Articles of Association.
- 2) Shareholders wishing to participate in the AGM should register by doing the following: -
 - a) Dialing *483*823# for all Kenyan telephone networks and following the various registration prompts; or
 - b) Send an email request to be registered to HomeAfrikaLtdAGM@image.co.ke; or info@homeafrika.com
 - c) Shareholders with email addresses will receive a registration link via email which they can use to register.

In order to complete the registration process, shareholders will need to have their ID/Passport Numbers which were used to purchase their shares and/or their CDSC Account Number at hand. For assistance, shareholders should dial the following helpline number: (+254) 709 170 000 from 8:00 a.m. to 5:00 p.m. from Monday to Friday. Any shareholder outside Kenya should dial the helpline number to be assisted to register or send their details to HomeAfrikaLtdAGM@image.co.ke

- 3) Registration for the AGM opens on Monday, 6th September 2021 at 11:00 a.m. and will close on Tuesday, 28th September 2021 at 11:00 a.m. East African time.
- 4) In accordance with Section 283 (2) (c) of the Companies Act, the following documents may be viewed on the Company's website www.homeafrika.com (i) a copy of this Notice and the proxy form; (ii) the Company's audited financial statements for the year ended 31st December 2020 .

The reports may also be accessed upon request by dialing the USSD code above and selecting the Reports option. The reports and agenda can also be accessed on the livestream link.

- 5) Shareholders wishing to raise any questions or clarifications regarding the AGM may do so by:
 - a) Sending their written questions by email to HomeAfrikaLtdAGM@image.co.ke or info@homeafrika.com
 - b) Shareholders who will have registered to participate in the meeting shall be able to ask questions vis SMS by dialing the USSD code above and selecting the option (Ask Question) on the prompts; or
 - c) Visiting www.homeafrika.com and accessing the 2021 AGM page where you can log a question directly on the webpage; or HomeAfrikaLtdAGM@image.co.ke
 - d) In the event that the above is not possible, physically delivering their written questions with a return physical address or email address to the registered office of Image Registrars Limited, 5th Floor Absa Towers (formerly Barclays Plaza), Loita Street.

Shareholders must provide their full details (full names, ID/Passport Number/CDSC Account Number) when submitting their questions and clarifications.

Any questions and clarifications must reach the Company on or before Tuesday, 28th September 2021 at 11:00 am. Limited questions will be responded to during the Annual General Meeting.

Following receipt of the questions and clarifications, the Directors of the Company shall provide written responses to the questions received to the return physical address or email address provided by the Shareholder no later than 12 hours before the start of the Annual General Meeting. A full list of the questions received and the answers thereto will be published on the Company's website not later than 12 hours before the start of the Annual General Meeting.

- 6) 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 vote on their behalf.

A proxy need not be a member of the Company. If the Proxy appointed is not the Chairman of the AGM, the appointed proxy will need access to a mobile telephone.

1. A proxy form is available on the Company's website via this link: www.homeafrika.com . Physical copies of the proxy form are also available at the offices of Image Registrars Limited, 5th Floor Absa Towers (formerly Barclays Plaza), Loita Street.
2. A proxy must be signed by the appointor 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.
3. A completed form of proxy should be emailed to HomeAfrikaLtdAGM@image.co.ke or delivered to the offices of Image Registrars Limited, 5th Floor Absa Towers (formerly Barclays Plaza), Loita Street so as to be received not later than 24 hours before the time of holding the meeting i.e. Monday, 30th September 2021 at 11:00 a.m. Any person appointed as a proxy should submit his/her mobile telephone number to the Company no later than Monday, 28th September 2021 at 11:00 a.m. Any proxy registration that is rejected will be communicated to the shareholder concerned no later than 28th September 2021 at 5:00 p.m. to allow time to address any issues.
4. The AGM will be streamed live via a link which shall be provided to all shareholders who will have registered to participate in the general meeting. Duly registered shareholders and proxies will receive a short message service (SMS/USSD) prompt on their registered mobile numbers, 24 hours prior to the AGM acting as a reminder of the AGM. A second SMS/USSD prompt shall be sent one hour ahead of the AGM, reminding duly registered shareholders and proxies that the AGM will begin in an hours' time and providing a link to the live stream.
5. Shareholders will receive an SMS prompt, with instructions, on their registered mobile phone number alerting them to Propose and Second the resolutions put forward in the notice.
6. Duly registered shareholders and proxies may follow the proceedings of the AGM using the live stream platform and may access the agenda. Duly registered shareholders and proxies may vote when prompted by the Chairman.
7. A poll shall be conducted for all the resolutions put forward in the notice. Voting shall be done electronically via USSD or through the web link shared upon successful registration. All registered shareholders will receive a notification to vote once voting opens.
8. Results of the poll shall be published on the Company's website within 48 hours following conclusion of the AGM.
9. Shareholders are encouraged to continuously monitor the Company's website www.homeafrika.com for updates relating to the AGM. Please report any challenges or issues that you may face to us immediately for quick resolution using the email address HomeAfrikaLtdAGM@image.co.ke or our helpline (+254) 709 170 000 from 8:00 a.m. to 5:00 p.m. from Monday to Friday.