NOTICE IS HEREBY GIVEN that the fifty fifth (55th) Annual General Meeting ("AGM") of EVEREADY East Africa Plc (the "Company") will be held via electronic communication (virtual/online meeting) on Friday, 4th March 2022 at 2.30 p.m. to conduct the following business:

AGENDA

1. Constitution of the Meeting

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

2. Confirmation of Minutes

To confirm the minutes of the fifty fourth (54th) Annual General Meeting held on Thursday 22nd July 2021.

3. Ordinary Business

(i) Report of the Auditors and Financial Statements for the Year Ended 30 September 2021: To receive, consider and, if approved, adopt the Company's audited Financial Statements for the year ended 30th September 2021 together with the reports of the Chairperson, Directors and Auditors thereon.

(ii) Election of Directors:

(a)Mr. Joseph Sitati will retire by rotation in accordance with Article 91 of the Company's Articles of Association and being eligible, offers himself for re-election.

(b)Mr. Akif Butt will retire by rotation in accordance with Article 91 of the Company's Articles of Association and being eligible, offers himself for re-election.

(iii) Board Audit Committee Membership:

In accordance with the provisions of Section 769 of the Companies Act, 2015, the following directors be re-elected to serve as members of the Board Audit Committee:

(a)Mr. Joseph Sitati (Chairperson);

(b)Mrs. Lucy W. Waithaka; and

(c)Ms. Fauzia Shah.

iv) Remuneration of Directors:

(a)To approve the Directors Remuneration Policy contained in the Director's Remuneration Report for the year ended 30th September 2021.

(b)To approve the Directors Remuneration Report for the year ended 30th September 2021. (Other than the part relating to the Directors Remuneration Policy).

v) Appointment and Remuneration of Auditors

To re- appoint Messrs. RSM Eastern Africa LLP as Auditors for the for the financial year and to authorize the Board of directors to fix their remuneration for the ensuing financial year.

4. Other Business

To transact any other business for which appropriate notice has been issued and received.

By Order of the Board

Lawrence Kibet (Mr.)
Company Secretary
8th February 2022

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1) Any shareholder wishing to participate in the virtual meeting should register for the AGM by dialing*483*816# for all networks and following the various prompts regarding the registration process. 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: (0709) 170 000 from 9:00 a.m. to 5:00 p.m. from Monday to Friday.

   A shareholder domiciled outside of Kenya can send an email to Image Registrars via info@image.co.ke providing their details i.e. Name, Passport/ID no., CDS no. and Mobile telephone number requesting to be registered. Image registrars shall register the shareholder and send them an email notification once registered.

   Links to register via the web portal will also be sent to all shareholders with email addresses in the Register.

2) Registration for the AGM opens on 9th February 2022 at 9:00 am and will close on Tuesday 1 March 2022 at 5:00 pm. Shareholders will not be able to register after this time.

   In accordance with Section 283 (2) (c) of the Companies Act, the following documents may be viewed on the Company's website: http://www.eveready. co.ke/ (i) a copy of this Notice and the Proxy Form; (ii) the Company's audited financial statements for the year 2021.

3) Shareholders wishing to raise any questions or clarifications regarding the AGM may do so by:

   3.1 Sending their written questions by email to info@image.co.ke;

   3.2 To the extent possible, physically delivering their written questions with a return physical address or email address to Image Registrars offices at 5th floor, Absa Towers (formerly Barclays Plaza), Loita Street; or

   3.3 Sending their written questions with a return physical address or email address by registered post to Image Registrars' address at P.O. Box 9287 – 00100 Nairobi.

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

   All questions and clarification must reach the Company on or before Wednesday 2 March 2022 at 2:00pm.

   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 2.30pm of Friday 4th March 2022. A full list of all questions received, and the answers thereto will be published on the Company's website not later than 12 hours before the start of the AGM.

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 shareholder and proxies that the AGM will begin in an hours' time and providing a link to the live stream.

5) 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) via the USSD prompts.

6) A poll shall be conducted for all the resolutions put forward in the notice.

7) Results of the poll shall be published on the Company's website within 24 hours following conclusion of the AGM.

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