NOTICE IS HEREBY GIVEN that the forty nineth (49th) Annual General Meeting of Eveready East Africa Limited (the "Company") will be held at Merica Hotel, Nakuru on Thursday 14 April, 2016 at 11 a.m. for 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 forty eigth (48th) Annual General Meeting held on Thursday April 16, 2015.

3. Ordinary Business
(i) *Report of the Auditors and Consolidated Financial Statements for the year ended 30 September 2015:*
To receive, consider and approve, adopt the Financial Statements for the year ended September 30, 2015 together with the Directors' and Auditors' Reports thereon.

(ii) *Election of Directors*
a) Ms. Fauzia Shah will retire by rotation in accordance with Article 91 of the Company's Articles of Association and being eligible offers herself for re-election as a Director of the Company.

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 as a Director of the Company.

4. Remuneration of Directors
To approve the Directors' remuneration for the year ended September 30, 2015.

5. Appointment and Remuneration of Auditors
To re-appoint BDO East Africa as auditors of the Company for Financial Year 2015 and to authorize the Board to fix the Auditors' remuneration.

6. Any Other Business
To transact any other business for which appropriate notice has been issued and received.

By Order of the Board,

Image Registrars Ltd, Company Secretary
January 30, 2016

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. To be valid must be duly completed and signed by the member and must either be lodged at the offices of the Company's shares registrars, Image Registrars Limited, Barclays Plaza, 5th Floor, Loita St. P.O. Box: 9287-00200 City Square, Nairobi or lodged at the Company's registered office at MCFL Logistic Centre, 1st Floor, Mombasa Road P.O. Box 44765 - 00100 Nairobi, Kenya not later than 11a.m on Tuesday April 12, 2016 failing which it will be invalid. In the case of a corporate body the Proxy Form must be under its common seal or by notification in writing under the hand of some officer of the corporation duly authorized in that behalf.

   A Proxy Form may be downloaded from the Company's website at **www.eveready.co.ke.** Alternatively, shareholders may contact our Company registrars at the above mentioned address for the same.

2. Any member may, by notice duly signed by him or her and delivered to the Company Secretary, not less than 7 or more than 21 days before the date appointed for the Annual General Meeting, give notice of his intention to propose any person for election as director to the Board, such notice is to be accompanied by a notice signed by the person proposed indicating his or her willingness to be elected.

3. A copy of the Annual Report & Financial Statements, 2015 may be viewed on the Company's website at **www.eveready.co.ke**