

KANGEMA FARMLANDS PLC

NOTICE IS HEREBY GIVEN THAT a General Meeting of the Company will be held on Friday, 6th December 2019, at the CDF Multipurpose Hall, Kangema, at 11.00.a.m

AGENDA

- 1 To table duly executed Proxy Forms and to note the presence of a quorum.
- 2 To consider, and if deemed fit, pass the following as a Special Resolution:

“THAT Kangema Farmlands Plc Land Reference number 12505 (IR 59847) be subdivided and distributed amongst the Shareholders appearing on the Share Register as at 6th December 2019 and that all costs relating to the said subdivision and distribution shall be payable by the Shareholders.”

**BY ORDER OF THE BOARD
SCRIBE SERVICES SECRETARIES**



Company Secretary

PO Box 3085-00100, NAIROBI
info@scriberegistrars.com

Date: 19th November 2019

NOTE:

1. PROXY

A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ABOVE MEETING AND WHO IS UNABLE TO ATTEND, IS ENTITLED TO APPOINT A PROXY TO ATTEND, SPEAK AND VOTE ON HIS BEHALF. A PROXY NEED NOT BE A MEMBER OF THE COMPANY. To be valid, a proxy form, which is enclosed herewith must be completed and signed by the Shareholder and such signature witnessed and thereafter must be returned to either:

- i) The Company Secretary's Office, 20th Floor, Lonrho House, Standard Street, Nairobi;
- ii) The respective locational Directors; or
- iii) Email to info@scriberegistrars.com

at least 48 hours to the starting of the General Meeting (by Wednesday, 4th December 2019 at 11.00 a.m.). The proxy form can be downloaded from the Company Secretary's website www.scriberegistrars.com/downloads

2. REGISTRATION AT THE ANNUAL GENERAL MEETING

Registration of the Shareholder and Proxies for the General Meeting will commence at 8.00 a.m. at the venue of the Meeting.

Shareholders and Proxies should carry their ORIGINAL NATIONAL IDENTITY CARDS AND ORIGINAL SHARE CERTIFICATE(S) for identification.

KANGEMA FARMLANDS PLC

PROXY FORM

I/We, of PO Box
, being a member of **Kangema Farmlands Plc (C.76/77)** hereby appoint ID Number
whom failing..... ID Number
to be my/our proxy and to vote for me/us and on my/our behalf
 at the General Meeting to be held on 6th December 2019 and at any
 adjournment thereof.

My proxy is authorized to vote for me/ us specifically as follows:

**Please tick (✓) the appropriate box*

RESOLUTION	FOR	AGAINST
THAT Kangema Farmlands Plc Land Reference number 12505 (IR 59847) be subdivided and distributed amongst the Shareholders appearing on the Share Register as at 6 th December 2019 and that all costs relating to the said subdivision and distribution shall be payable by the Shareholders.		

Name: Share Cert. No(s)

ID no. Tel. no.

Signature Date:

Witness name: Signature:

KANGEMA FARMLANDS PLC

Circular

for the General Meeting that will be held on 6th December 2019

Following the Shareholders' proposal at the forum held on 24th May 2019 that the Company Land Reference Number 12505 (IR 59847) should be subdivided and distributed amongst themselves, the Directors have resolved to convene a General Meeting of the shareholders of the Company to be held on 6th December 2019 at CDF Multipurpose Hall, Kangema, Muranga at 11.00 a.m.

The purpose of the General Meeting is therefore to consider, and if deemed fit, pass a special resolution to subdivide the Company land and that the cost of such subdivision shall be borne by the shareholders.

Cognizant of the complexity of the issues surrounding the proposed subdivision, the Board sought the advice of various experts through whom the following was highlighted:

1. Subdivision of the Company land requires the services of various professionals including a surveyor, a physical planner and an advocate. In addition, consents from the Land Control Board and for change of user must be obtained beforehand. Further, certain social amenities such as roads must be set aside and prepared at the outset.
2. All the above activities have costs implications. There are costs for surveying, physical planning, legal fees, change of user advertisement and fees, stamp duty and rates payable to the County Government.
3. A bank account for costs will be opened to which shareholders will make deposits and a record of the deposits maintained. Upon completion of payment, the individual shareholder will be allowed to ballot for the plot(s) commensurate to his/her shareholding.
4. The minimum subdivision of land allowable in Muranga County is an $\frac{1}{8}$ th of an acre. Considering the Company land is 695 acres yet there are 17,605 issued shares, Shareholders with less than four shares will be allowed to partner with others of their choice for allocation of one plot which they will own together as tenants in common.
5. Voting will be by a show of hands unless a poll is demanded.
6. Any Shareholder or Proxy attending the General Meeting shall be required to produce his/her original National Identity Card and Share Certificate(s) before gaining entry.

**BY ORDER OF THE BOARD
KANGEMA FARMLANDS PLC**

.....

Chairman

Date: 19th November 2019