



**CPS GOVERNANCE CENTRE
LIMITED**

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NOTICE IS HEREBY GIVEN THAT THE 9TH ANNUAL GENERAL MEETING OF THE CPS GOVERNANCE CENTRE PUBLIC LIMITED COMPANY WILL BE HELD (AS A HYBRID MEETING) ON JUNE 25, 2021, AT 11.00 A.M.

AGENDA

1. To note quorum and apologies.
2. To read the notice convening the Annual General Meeting.
3. To consider and adopt minutes of the Eighth Annual General Meeting held on June 26, 2020.
4. To receive, consider and adopt the Chairman's report.
5. To receive, consider and adopt the audited financial statements of the company for the year ended December 31, 2020 together with the reports of directors and auditors thereon.
6. To consider and appoint the auditors of the company for the financial year 2021 and to authorize the directors to fix the auditors' remuneration.
7. To consider and approve directors' remuneration for the financial year ended 31st December 2020.
8. To note that the directors do not recommend the payment of dividends for the financial year ended 31st December 2020.
9. Election/ Re-election of Directors:
 - 9.1. Lipio Mugambi retires by rotation in accordance with the Company's Articles of Association and having served for two terms is not eligible for re-election.
 - 9.2. Julia Mwhiki Kamau retires by rotation in accordance with the Company's Articles of Association and being eligible, offers herself for re-election.
10. To consider any other business of which due notice will have been received by the Secretariat 48 hours before the meeting.

BY THE ORDER OF THE BOARD



Dated: 3rd June 2021

Note: A member entitled to attend and vote at the Meeting is entitled to appoint one or more proxies to attend in his stead. A proxy need not also be a member. To be valid, a form of proxy, which is provided with this Notice, must be duly completed by the member and must be lodged with the secretariat, not later than forty-eight hours before the meeting.

Circulation: (i) All Directors
(ii) All Shareholders
(iii) The Auditors