



TOTAL KENYA PLC

SIXTY SEVENTH (67TH) ANNUAL GENERAL MEETING HELD ON 25 JUNE 2021 AT 09.00 A.M.

POLLING RESULTS

The Board of Directors of **TOTAL KENYA PLC (“the Company”)** is pleased to announce the results of voting for the resolutions that were put forward for determination by shareholders at the electronic Annual General Meeting held on Friday, 25 June 2021.

The poll was conducted and scrutinized by Image Registrars Limited.

1) Total issued Ordinary Shares entitled to attend and vote at an AGM of the Company	175,064,706
2) Total number of Shareholders in the Register	5,919 Members
3) Total number of Shareholders who registered to participate at this AGM	1,284 Members
4) Total number of Ordinary Shares held by the shareholders who registered to participate at this AGM	143,912,147 (82.21% of Total issued Ordinary Shares)
5) Total number of Ordinary Shares held by the shareholders who participated in the voting	138,787,622

NOTE: Only Ordinary Shares that have a right to vote in a General Meeting of the Company.

The poll results were as follows:-

VOTES								
	RESOLUTION	FOR		AGAINST		ABSTAIN		VERDICT
		VOTES	%	VOTES	%	VOTES	%	
1)	That the minutes of the Sixty Sixth (66 th) Annual General Meeting held on 26 June 2020 be and are hereby approved.	138,745,922	99.97	0	0.00	41,700	0.03	PASSED
2)	That the Audited Financial Statements of the Company for the year ended 31 December 2020 together with the Chairman’s Statement and the Directors’ and the Independent Auditors’ Reports thereon be and are hereby adopted.	138,782,522	99.996	0	0.00	5,100	0.004	PASSED

	RESOLUTION	FOR		AGAINST		ABSTAIN		VERDICT
		VOTES	%	VOTES	%	VOTES	%	
3)	That a first and final dividend of Kshs 1.57 per share in respect of the Financial Year ended 31 December 2020 be and is hereby approved for payment on or around 31 July 2021 to the holders of Ordinary Shares and Redeemable Preference Shares on record at the close of business on 25 June 2021.	138,787,622	100	0	0.00	0	0.00	PASSED
4)	That the Remuneration Report of the Board as detailed in the Annual Report for the Financial Year ended 31 December 2020 be and is hereby approved.	138,785,822	99.9987	400	0.0003	1,400	0.001	PASSED
5)	i) That Mr Joseph Karago, a Director who retires by rotation in accordance with Article 70 (1) of the Company's Articles of Association, and being eligible, offers himself for re-election be and is hereby re-elected.	138,747,172	99.971	26,300	0.019	14,150	0.01	PASSED
	ii) That Ms. Margaret Shava, a Director who retires by rotation in accordance with Article 70 (1) of the Company's Articles of Association, and being eligible, offers herself for re-election be and is hereby re-elected.	138,744,559	99.969	30,413	0.022	12,650	0.009	PASSED
6)	That in accordance with the provisions of Section 769 of the Companies Act, 2015, the following Directors, being members of the Board Audit Committee be and are hereby re-elected to continue to serve as members of the said Committee:- a) Mr. Joseph Karago b) Ms. Margaret Shava c) Mr. Maurice Odhiambo K'Anjejo d) Mr. Paul-Henri Assier de Pompignan	138,743,022	99.968	31,050	0.022	13,550	0.01	PASSED
7)	That Messrs Ernst & Young LLP be and are hereby re-appointed as the Auditors of the Company for the Financial Year ending 31 December 2021 in accordance with the provisions of Section 721 (2) of the Companies Act, 2015 and the Directors be and are hereby authorized to fix their remuneration in accordance with the provisions of Section 724 (1) of the Companies Act, 2015.	138,786,317	99.9991	305	0.0002	1,000	0.0007	PASSED

SPECIAL RESOLUTIONS								
	RESOLUTION	FOR		AGAINST		ABSTAIN		VERDICT
		VOTES	%	VOTES	%	VOTES	%	
8)	<p>That articles 54 (2) and 87 (3) of the Company’s Articles of Association be and are hereby amended to read as follows: -</p> <p>54 (2) “A meeting of the Board shall be held at the head office of the Company or at such other location contained in the notice convening the meeting. The meetings may be held either by means of physical, hybrid or conference call, internet, voice over internet protocol, electronic or other communication facilities or channels permitting all persons participating in the meeting to communicate adequately during the meeting, allows for simultaneous communication and is capable of being recorded and such participation shall constitute a presence of a quorum at a meeting of the Directors as if those participating were present in person.”</p> <p>87 (3) “The Board may determine the place and time at which the Members meet and the manner in which General meetings are coordinated. General meetings may be held either physically or by use of technology and electronic communication such as video conferencing, webinars, teleconferencing and any such other technology or a hybrid of both physical and virtual meetings provided that the channels permitted allows all persons to participate, vote and communicate adequately during the meeting and is capable of being recorded and such participation shall constitute a presence of a quorum at a meeting of the Members as if those who were participating were present in person.”</p>	138,734,280	99.9616	10,150	0.0073	43,192	0.0311	PASSED
9)	<p>“That subject to approval by the relevant authorities, the name of the Company be and is hereby changed from Total Kenya PLC to TotalEnergies Marketing Kenya PLC”</p>	137,402,162	99.002	1,370,510	0.988	14,950	0.01	PASSED



DECISION

The Resolutions as presented to the Shareholders were approved having garnered a majority of the votes cast.

APPRECIATION

The Board of Directors wishes to sincerely thank all our Shareholders who registered and participated in the second electronic Annual General Meeting held by **TOTAL KENYA PLC**.

BY ORDER OF THE BOARD

A handwritten signature in black ink, appearing to read 'John L. G. Maonga', written over a horizontal line.

JOHN L. G. MAONGA
COMPANY SECRETARY

DATE: 25 JUNE 2021