



TO ALL SHAREHOLDERS

THE 94TH ANNUAL GENERAL MEETING

RESULTS OF THE BALLOTING OF THE MATTERS

A. Results of the polling for Directors Remuneration was as follows:

Vote	Number of ballots	Total Shares	As a percentage of total votes cast
For	44	52,462,634	88.22%
Against	6	7,006,436	11.78%
Abstain	5	1,847	0.00%
	55	59,470,917	100%

Based on the results, the Directors remuneration report for the year ended 30 June 2021 was approved.

B. The following are the polling results for all the resolutions put forward for determination to the shareholders attending the 94th Annual General Meeting of Unga Group PLC held on 10th December 2021 at 10:00AM by virtual means.

	RESOLUTION	Voted in Favour	% In Favour	Voted Against	% Against	Abstained	% Abstained	RESULT
4.	To receive and adopt the Consolidated Audited Financial Statements for the financial year ended 30th June 2021 together with the reports of the Directors and the Auditors thereon.	54,311,817	91.33%	5,158,600	8.67%	500	0.00%	PASSED

	RESOLUTION	Voted in Favour	% In Favour	Voted Against	% Against	Abstained	% Abstained	RESULT
5.	To note that the Directors did not recommend a dividend for the year ended 30th June 2021.	52,452,637	88.20%	7,014,961	11.80%	3,319	0.00%	PASSED
6.	Election of Directors:-							
a.	In accordance with the provisions of Article 67.1 of the Company's Articles of Association:-							
	i) Mrs Isabella Ochola-Wilson retires by rotation and being eligible, offers herself for re-election.	52,463,270	88.22%	7,006,200	11.78%	1,447	0.00%	PASSED
	ii) Mr Vitalis Odeke Ojode retires by rotation and being eligible, offers himself for re-election.	52,461,870	88.22%	7,007,600	11.78%	1,447	0.00%	PASSED
	iii) Mr Alan McKittrick retires by rotation and being eligible, offers himself for re-election	52,463,334	88.22%	7,006,136	11.78%	1,447	0.00%	PASSED
b.	In accordance to the provisions of Section 769 of the Companies Act 2015, the following directors being members of the Board Audit & Risk Committee be elected to continue to serve as members of the said committee:- i) Ms Shilpa Haria ii) Mr Andrew Ndegwa iii) Mr Vitalis Ojode iv) Ms Ciru Miring'u v) Ms Wangari Murugu	52,462,470	88.22%	7,006,200	11.78%	2,247	0.00%	PASSED
7.a)	Directors Remuneration To approve the Directors' Remuneration Policy as shown in the audited Financial Statements for the year ended 30th June 2021	52,462,109	88.21%	7,007,183	11.78%	1,625	0.00%	PASSED
b).	To approve the Directors' Remuneration Report as shown in the audited Financial Statements for the year ended 30th June 2021	52,462,634	88.22%	7,006,436	11.78%	1,847	0.00%	PASSED

	RESOLUTION	Voted in Favour	% In Favour	Voted Against	% Against	Abstained	% Abstained	RESULT
8.	To appoint Messrs PricewaterhouseCoopers (PwC) as Auditors of the Company in accordance with the provisions of Section 721 (2) of the Companies Act 2015 and to authorize the Directors to fix their remuneration for the ensuing financial year in accordance with the provisions of Section 724 (1) of the Companies Act 2015.	54,311,817	91.33%	5,158,600	8.67%	500	0.00%	PASSED
9.	SPECIAL BUSINESS <u>Establishment of joint venture</u> The shareholders are requested to ratify the following resolution as an Ordinary Resolution: "That the establishment and incorporation of the joint venture companies in Kenya and Uganda owned/to be owned 50:50 by Nutreco International B.V. (Nutreco) and each of Unga Farm Care (E.A) Limited and Unga Millers (U) Limited, respectively in relation to the Transactions be and are hereby approved, ratified and confirmed and the directors be and are hereby empowered to do all things necessary to bring this resolution into effect and all their actions in respect of the same undertaken before the date of this resolution be and are hereby approved, ratified and confirmed."	53,851,981	90.55%	5,617,736	9.45%	1,200	0.00%	PASSED

BY ORDER OF THE BOARD

WINNIEFRED JUMBA (MS)
COMPANY SECRETARY

Date: 11 December 2021