



THE NAIROBI HOSPITAL

KENYA HOSPITAL ASSOCIATION

ANNUAL GENERAL MEETING HELD ON THURSDAY, 3RD SEPTEMBER 2020 AT 2.00PM

POLLING RESULTS

RESULTS OF THE KENYA HOSPITAL ASSOCIATION THE RESOLUTIONS AND DIRECTORS VOTING DURING THE AGM HELD ELECTRONICALLY ON 3RD SEPTEMBER 2020 AT 2.00 PM.

From the polling process conducted by Image Registrars Limited and scrutineered by Messrs Deloitte & Touché, the results were as follows:

RESOLUTIONS:

RESOLUTION	VOTES FOR	% FOR	VOTES AGAINST	% AGAINST	VOTES WITHHELD	VERDICT
ORDINARY BUSINESS						
To approve the minutes of the Annual General Meeting held on 17 th June 2019.	351	96.69%	12	3.31%	61	PASSED
To approve the minutes of the Special General Meeting held on 27 November 2019 and 30 July 2020.	347	94.04%	22	5.96%	55	PASSED

To consider and, if approved, adopt the audited Balance Sheet and Accounts of the Association for the year ended 31 December 2019 together with the Chairman's, the Board of Management's and Auditors' Reports thereon.	333	90.74%	34	9.26%	57	PASSED
To appoint Deloitte and Touche as auditors of the Company in accordance with Sections 721 and 724 of the Companies Act 2015, and to authorize the directors to fix their remuneration for the year 2020 audit.	372	93.00%	28	7.00%	24	PASSED
<p><u>SPECIAL BUSINESS</u></p> <p>To consider and if thought appropriate to pass the following resolutions as special resolutions:</p> <p>1. THAT Article 19 of the Articles of Association of the Company be amended by adding the following words after the first sentence: <i>"The Company may give such notice in writing or by electronic means or by a combination of means permitted by the Statutes."</i></p> <p>2. THAT the Articles of Association of the Company be amended by inserting the following new Articles immediately after Article 22:</p>	402	97.10%	12	2.90%	10	

<p>22 (b): ATTENDANCE BY ELECTRONIC MEANS</p> <p>22 (b) (1): In the case of any general meeting, the Board may make arrangements for simultaneous attendance and participation by electronic means allowing persons not present together at the same place to attend, speak and vote at the meeting. The arrangements for simultaneous attendance and participation at any place at which persons are participating, using electronic means may include arrangements for controlling or regulating the level of attendance at any particular venue provided that such arrangements shall operate so that all members and proxies wishing to attend the meeting are able to attend at one or other of the venues, including venues chosen by such persons individually.</p> <p>22 (b) (2): The members or proxies at the place or places at which persons are participating via electronic means shall be counted in the quorum, and be entitled to vote at the general meeting in question, and that meeting shall be duly constituted and its proceedings valid if the Chairman of the meeting is satisfied that adequate facilities</p>						
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<p>are available throughout the meeting to ensure that the members or proxies attending at the place or places at which persons are participating via electronic means are able to:</p> <p>a) Participate in the business for which the meeting has been convened; and</p> <p>b) See and hear all persons who speak (whether through the use of microphones, loud speakers, computer, audio-visual communication equipment or otherwise, whether in use when these Articles are adopted or developed subsequently) in the place at which persons are participating and any other place at which persons are participating via electronic means.</p>						
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DECISION:

The resolutions as presented to the shareholders were approved, having garnered a majority of the votes cast.

ELECTION OF DIRECTORS

The results of the election of Directors were as follows:

POSITION	CANDIDATE	VOTES GARNERED
1	Dr. David Githanga	456
2	Dr. W. Irungu Ndirangu (Maj. Rtd)	450
3	Dr. Louis Litswa	381
4	Hon. Dr. Chris M.N. Bichage	304
5	Mrs. Agnes Odhiambo	294
6	Dr. Magdalene Muthoka	253
7	Dr. Edwin Rono	249
8	Mr. Robert Shaw	245
9	Mr. Philemon Mwaisaka	240
10	Mrs. Ludmila I. Shitaka	237
11	Prof. Dunera R. Ilako	237
12	Dr. Anastasia Nyalita	228
13	Ms. Salome Onyonka	216
14	Maj. Gen. Paul Opiyo	200
15	Dr. Prakash Heda	180
16	Mr. Richard Omwela	180
17	Mr. Humphrey Wattanga	169
18	Dr. Frank Mwongera	157
19	Mr. Andrew Karue	152
20	Mrs. Handa Mwok Ekaterina	150
21	Mr. Harun Gekonde Nyakundi	146

22	Hon. Mary A. Ang'awa	133
23	Eng. Maxwell Odongo	124
24	Mr. Victor Miseda	117
25	Dr. Kinoti Ndege	113
26	Dr. Stephen Ochiel	110
27	Mr. Charles K. Wambugu	98
28	Amb. Charles M. Amira	56
29	Mr. Peter Wainaina	51

Consequently, in accordance with article 38 of the Company's Memorandum and Articles of Association, the following members were duly elected to constitute the Board of Management following the resolution of the members dated 27th November 2019.

NO	CANDIDATE	VOTES GARNERED
1.	Dr. David Githanga	456
2.	Dr. W. Irungu Ndirangu (Maj. Rtd)	450
3.	Dr. Louis Litswa	381
4.	Hon. Dr. Chris M.N. Bichage	304
5.	Mrs. Agnes Odhiambo	294
6.	Dr. Magdalene Muthoka	253
7.	Mr. Robert Shaw	245
8.	Mr. Philemon Mwaisaka	240
9.	Mrs. Ludmila I. Shitaka	237

MAXWELL MAINA MWANGI
COMPANY SECRETARY (A.G.)