KENYA PIPELINE COMPANY PLC

Kenpipe Plaza, Sekondi Road,Off Nanyuki Road,
Industrial Area, Nairobi, Kenya
P.O. Box 73442 - 00200
0709 723 000
info@kpc.co.ke
www.kpc.co.ke

PROXY FORM

COMPANY SECRETARY, KENYA PIPELINE COMPANY PLC.

KENPIPE PLAZA, SEKONDI ROAD, OFF NANYUKI ROAD, P.O. BOX 73442-00200, NAIROBI, KENYA.

I/WE……..

of……

being a shareholder of **KENYA PIPELINE COMPANY PLC** hereby appoint …… (see notes 2 and 3) (Name of proxy) of P. O. Box…….. and whose mobile phone number for purposes of registration and voting is ……..…… OR FAILING WHOM, the Chairman of the Meeting in respect of my …….. (Number of shares). Please indicate here if you are appointing more than one proxy (including the mobile phone number of such proxy) …….. (see note 3) as my/our proxy to attend, represent and vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held electronically on **2nd December 2026** at **9.00 am** and at any adjournment thereof.

Signed this ..... day of ..... 2026.

Signature(s)

i) ……

ii)……

I/WE direct my/our proxy to vote on the following resolutions as I/WE have indicated by marking the appropriate box with an 'X'. If no indication is given, my/our proxy will vote or withhold his or her vote at his or her discretion and I/WE authorize my/our proxy to vote (or withhold his or her vote) as he or she thinks fit in relation to any other matter which is properly put before the Meeting.

Please clearly mark the box below to instruct your proxy how to vote.

RESOLUTION	**FOR**	**AGAINST**	**ABSTAIN**
Report and Financial Statements for the Year ended 30th June 2026			
To receive, consider and, if thought fit, adopt the Audited Consolidated Financial Statements for the year ended 30th June 2026 together with the reports of the Directors, the Chairman, the Chief Executive Officer and the Auditor thereon.			
Dividend			
To approve a first and final dividend amounting to KES 5,790,963,417, being 50 % of the Profit After Tax, to be distributed at a rate of KES 0.32 per share to qualified shareholders in respect of the Financial Year ended 30th June 2026. The dividend will be payable on or about 8th January 2027, to shareholders on the Register of Members at the close of business on 30th November 2026.			

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Directors			
To note that, pursuant to Articles 24(5) and 24(6) of the Company's Articles of Association: a) The Cabinet Secretary to the National Treasury ("CST") exercised its reserved shareholder appointment rights and appointed the following persons as Non-Executive Directors: i) Mrs. Faith Bett-Boinett ii) Mr. Samson Kipkemboi Burgei iii) Eng. Meshack Kidenda The Government of Uganda ("GoU") exercised its reserved shareholder nomination rights and appointed the following persons as Non-Executive Directors: i) Dr. Ramathan Ggoobi ii) Eng. Irene Pauline Bateebe To further note that, in accordance with Article 25(1) of the Articles of Association, the CST and GoU Directors are not subject to retirement by rotation at the first Annual General Meeting following the listing of the Company.			
To note that, pursuant to Articles 24(3) and 24(4) of the Company's Articles of Association, the following directors who were appointed by the Board to fill casual vacancies, shall retire from office at the conclusion of this Annual General Meeting. i) Hon. Joyce Emanikor ii) Mr. Mutungwa Wambua iii) Hon. Christopher Karani iv) Ms. Martha Miano and; v) Ms. Irene Wachira			
To appoint Independent Non-Executive Directors of the Company as prescribed under the Capital Markets (Public Offers, Listings and Disclosures) Regulations, 2023 and the Capital Markets Authority Code of Corporate Governance Practices for Issuers of Securities to the Public, 2015. i) ii) iii) iv)			
To note that CPA. Ronald Nyamosi, who was nominated by National Social Security Fund (NSSF) pursuant to Article 24(7) of the Articles of Association, has ceased to be a director, given that NSSF is no longer the largest institutional investor and is no longer entitled to nominate a director under Article 24(7).			

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To note that Greenview Oil Trading Corp. bought 24.9 % of the issued share capital of the Company through the secondary market and is entitled to nominate a director to the Board.			
To appoint members of the Board Audit and Risk Committee (BARC), in accordance with Section 769 of the Companies Act, Cap. 486. i) ii) iii) iv)			
Remuneration of Directors			
To receive, consider and, if thought fit, approve the Directors' Remuneration Report, together with the Directors' Remuneration Policy contained therein.			
Appointment of Auditors			
To appoint Messrs. KPMG Kenya, Certified Public Accountants, as the new Auditors of the Company, in place of the Office of the Auditor General, who have served as the Company's auditors (and whose term expires at the end of this meeting), until conclusion of the next Annual General Meeting.			
Auditors' Remuneration			
To authorize the Directors to fix the remuneration of the Auditors.			

ELECTRONIC COMMUNICATIONS PREFERENCE FORM

Please complete in BLOCK CAPITALS

Full name of member(s):.....
.....

Address:.....
.....

CDSC No. (if known)..... (This can be found on your CDSC Statement)

Mobile Number: .....

Date:.....

Signature:.....

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Please tick the boxes below to signify your approval/consent and return to [Share Registrar] at [Registrar Address]:

Approval of Registration

☐ I/WE approve to register to participate in the virtual Annual General Meeting to be held on **2nd December 2026**.

Consent for use of the Mobile Number provided

☐ I/WE would give my/our consent for the use of the mobile number provided for purposes of voting at the AGM.

Notes:

1. If a member is unable to attend personally, this Proxy Form should be completed, duly signed and returned to reach the Company's share registrar, **Image Registrars Limited**, **P.O. Box 9287-00100, 5th Floor Absa Towers, Loita Street, Nairobi** or can be scanned and emailed to kpcshares@image.co.ke, in PDF format, to arrive not later than **10:00 a.m. on 30th November 2026** i.e. 48 hours before the meeting or any adjournment thereof.
2. In case of a member being a corporate body, the Proxy Form must be given under its common seal or under the hand of an officer or duly authorized attorney of such corporate body.
3. As a shareholder you are entitled to appoint one or more proxies to exercise all or any of your shareholder rights to attend and to speak and vote on your behalf at the meeting. The appointment of the Chairman of the meeting as proxy has been included for convenience. To appoint any other person as a proxy, delete the words "the Chairman of the Meeting or" and insert the full name of your proxy in the space provided. A proxy need not be a shareholder of the Company.
4. Completion and submission of the Proxy Form will not prevent you from attending the meeting and voting at the meeting in person, in which case any votes cast by your proxy will be excluded.
5. A "vote withheld" / "ABSTAIN" option has been included on the Proxy Form. The legal effect of choosing this option on any resolution is that you will be treated as not having voted on the relevant resolution. The number of votes in respect of which votes are withheld will, however, be counted and recorded, but disregarded in calculating the number of votes for or against each resolution.