

DATE: 14TH NOVEMBER 2025

**TO: ALL THE SHAREHOLDERS
ALL THE DIRECTORS
THE AUDITORS- RONALDS LLP**

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 32nd Members Annual General Meeting will be held via Electronic means Zoom on Tuesday. 9th December 2025 at 10.00 a.m.

AGENDA

ORDINARY BUSINESS

(1) NOTICE OF MEETING

The Secretary to read the notice convening the meeting, table the proxies and confirm the presence of a quorum.

(2) CONFIRMATION OF MINUTES

To Confirm the Minutes of the 31st Annual General Meeting held on Friday 29th November 2024.

(3) MATTERS ARISING

To discuss any matters arising from the Minutes of 31st Annual General Meeting of Funguo Investments PLC.

(4) AUDITED REPORT AND ACCOUNTS FOR FINANCIAL YEAR 2024/2025

To receive and consider the Audited Report and Accounts together with the Chairman's/Directors' and Auditors' Reports thereon for the financial year ended 30th June 2025 and pass the following resolutions; -

"The Chairman's Report be and is hereby noted and adopted"



“The Audited Accounts for the financial year ended 30th June 2025 be and is hereby adopted.”

“That the Chairman’s/Directors’ and Auditors’ Reports be and are hereby noted and adopted.”

(5) **DIVIDENDS**

To note that the Directors did not recommend any dividend in respect of the financial year ended 30th June 2025.

(6) **ELECTION OF DIRECTORS**

To note and consider the re-election of Directors Peter K. Mwangi , Mt. Kenya Investments Limited and Japheth Osunga who are retiring as Directors by rotation and being eligible are offering themselves for re-election and pass the following resolutions;-

(a) THAT Peter K. Mwangi, a director retiring by rotation, be and is hereby re-elected as a Director.

(b) THAT Mt. Kenya Investment Limited, a director retiring by rotation, be and is hereby re-elected as a Director.

(c) THAT Japheth Osunga, a director retiring by rotation, be and is hereby re-elected as a Director.

(7) **DIRECTORS’ REMUNERATION**

To confirm the Directors’ Remuneration for the financial year ended 30th June 2025 and pass the following resolution; -

“That the Directors Remuneration as provided in the Audited Accounts for the financial year ended 30th June 2025, be and is hereby adopted.”

(8) **RE-APPOINTMENT OF AUDITORS AND AUDITORS’ REMUNERATION**

To consider the re-appointment of Ronalds LLP, as Auditors of the Company starting for financial year 2025/2026. To adopt the Auditors remuneration as



shown in the Audited Accounts for financial year ending 30th June 2025 and authorize the Directors, to fix the Auditors remuneration for the FY ending 30th June 2026 and pass the following resolution; -

“THAT M/s. Ronalds LLP be and are hereby re-appointed as the Auditors of the company in accordance with the provision of Section 721 of the Companies Act, 2015.”

“THAT the Auditors’ Remuneration as provided in the Audited Accounts ended 30th June 2025 be and is hereby adopted and that the Directors be and hereby authorized to fix the Auditors’ Remuneration for the next financial year ending 30th June 2026.”

(9) **ANY OTHER BUSINESS.**

To transact any other business which may be properly transacted at an Annual General Meeting.

BY ORDER OF THE BOARD

A handwritten signature in purple ink, appearing to read 'Magunga', is placed over a light blue rectangular background.

G. M. MAGUNGA (MRS)

COMPANY SECRETARY

Friday, 14th November 2025

Nairobi

FUNGUO INVESTMENTS PLC

PROXY FORM

I/We _____ of
P.O. Box _____ being a Member(s) of
Funguo Investments Public Limited (PLC) do hereby appoint
_____ of P.O. Box
_____ to be my/our Proxy or failing him/her,
the duly appointed Chairman of the Meeting to vote for me/us and on my/our behalf
at the 32nd Annual General Meeting of the Company which shall be held via
electronic means Zoom platform on Tuesday, 9th November 2025 starting at 10.00
a.m.

As witness, I/we lay my/our hand(s) this _____ day of
_____ 2025.

Signature _____ (For individual persons only).

SELF/ESTATE ADMINISTRATOR/PUBLIC TRUSTEE/DISTRICT COMMISSIONER
(Please tick whichever is appropriate).

OR

Sealed and Signed by (For Corporations only): -

1. Director
2. Director/Company Secretary

OR

Signed by DULY AUTHORIZED OFFICER/ATTORNEY), _____

This _____ day of _____ 2025

Notes:

Use and submission of proxy form

1. A Member entitled to attend and vote at the meeting is entitled to appoint a Proxy to attend and vote on his/her/their behalf and a Proxy need **not** be a Member of the Company.
2. A Proxy Form is attached herewith and if used, must be deposited at or mailed to the Office of The Company Secretary, Funguo Investments Limited , Azure Pride ,Lantana Road, 4th Floor Westlands, P.O. Box 61278-00200 , Nairobi or sent via email to magungagrace@gmail.com or lucy@funguoinvestments.co.ke so as to be received not later than Tuesday 2nd December 2025. The proxy form should also be accompanied by the ID/Passport No, details for email and mobile number of the proxy to facilitate registration.
3. In the case of a Corporation, the Proxy Form must be under its Common Seal or under the hand of an Officer or Attorney duly authorized.
4. In the case of a Deceased Shareholder, the Proxy Form must be signed by the Estate Administrator/Public Trustee/District Commissioner (as the Agent of the Public Trustee) of the respective home District.

Holding of Annual General meeting through electronic means

5. The company shall hold its 32nd Annual General Meeting using electronic means. The shareholders will be able to register for, attend and follow the meeting in the manner detailed below.
6. Shareholders/proxies are requested to send by email details of their full names, current telephone contact, postal address number and email address to magugagrace@gmail.com or lucy@funguoinvestments.co.ke for purposes of verification of contact details by Friday 4th December 2025 at 3.00 p.m. (EAT).
7. Verified shareholders/proxies will receive an email with information on how to register and follow the Annual General Meeting proceedings.
8. Registration to attend the AGM will open on 4th December 2025 at 9.00 am (EAT) and will close on Monday, 8th December 2025 at 4.00 p.m. (EAT).

9. Shareholders wishing to obtain hard Copies of the Notice, Audited Report and Accounts for the period ending 30th June 2025 and the Minutes of the 31st Annual General Meeting held on Friday 29th November 2024, can collect the documents from The Company Office ,Located on Azure Pride, Lantana Road, 4th Floor , Westlands on Mondays to Fridays, between 9.00 a.m. - 4.00 pm.