

# NATION MEDIA GROUP PLC

## ANNUAL GENERAL MEETING POLLING RESULTS

Following are the polling results for all the resolutions put forward for determination to the shareholders attending the 62<sup>nd</sup> Annual General Meeting of Nation Media Group Plc held on 27<sup>th</sup> June 2025 at 3.00pm by virtual means.

	RESOLUTION	Voted in Favour	% In Favour	Voted Against	% Against	Abstained	% Abstained	RESULT
1	To receive the financial statements for the year ended 31 December 2024, and the Chairman's, Directors' and Auditors' reports thereon	93,158,443	99.999%	-	0.000%	1,095	0.001%	<b>PASSED</b>
2	To note that the Directors do not recommend a dividend for the year ended 31 December 2024.	92,887,296	99.708%	204,959	0.220%	67,283	0.072%	<b>PASSED</b>
3	To receive, consider and if thought fit approve the Directors' Remuneration Report and the remuneration paid to the Directors for the year ended 31 December 2024 and to authorise the Board to fix the remuneration of the Non-Executive Directors	93,091,256	99.927%	31,315	0.034%	36,967	0.040%	<b>PASSED</b>
4	To confirm that the Auditors, PricewaterhouseCoopers LLP having expressed their willingness, continue in office as the Company's Auditors in accordance with section 721(2) of the Kenyan Companies Act, Chapter 486, Laws of Kenya and to authorise the Directors to fix the remuneration of the Auditors for the ensuing financial year	92,992,986	99.821%	145,952	0.157%	20,600	0.022%	<b>PASSED</b>
5.a	To re-elect Directors: in accordance with Article 96 of the Company's Articles of Association, Ms. Nancy Booker retires by rotation and being eligible, offers herself for re-election;	92,988,117	99.816%	141,707	0.152%	29,714	0.032%	<b>PASSED</b>
5.b	in accordance with Article 96 of the Company's Articles of Association, Mr. Paul Kasimu retires by rotation and being eligible, offers himself for re-election;	93,107,203	99.944%	22,464	0.024%	29,871	0.032%	<b>PASSED</b>
5.c	in accordance with Article 96 of the Company's Articles of Association, Mr. David C Nchimbi retires by rotation and being eligible, offers himself for re-election	93,096,503	99.932%	22,004	0.024%	41,031	0.044%	<b>PASSED</b>
5.d	in accordance with Article 96 of the Company's Articles of Association, Mr. Joseph Muganda retires by rotation and being eligible, offers himself for re-election;	92,979,086	99.806%	45,084	0.048%	135,368	0.145%	<b>PASSED</b>
5.e	in accordance with Article 110 of the Company's Articles of Association, Mr. Stephen Dunbar-Johnson retires by rotation and being eligible, offers himself for re-election;	92,959,573	99.785%	21,590	0.023%	178,375	0.191%	<b>PASSED</b>
5.f	in accordance with Article 110 of the Company's Articles of Association, Mr. Louis Otieno retires by rotation and being eligible, offers himself for re-election;	93,076,594	99.911%	49,035	0.053%	33,909	0.036%	<b>PASSED</b>
6	To appoint the members of the Company's Audit, Risk and Compliance Committee: In accordance with the provisions of section 769(1) of the Companies Act, Chapter 486, Laws of Kenya, the following Directors being members of the Company's Audit, Risk and Compliance Committee be re-elected to continue to serve as members of the said Committee: a) Mr. David C Nchimbi b) Mr. Al-Noor Ramji	93,104,691 92,980,211	99.941% 99.808%	23,276 19,641	0.025% 0.021%	31,571 159,686	0.034% 0.171%	<b>PASSED PASSED</b>
	To Delegate Authority to the Board The following resolution be passed as an Ordinary Resolution: That the Board to be authorized to formulate, approve and regularly review the following policies and procedures as required under Section 8.2 of the Thirteenth Schedule of the Capital Markets (Public Offers, Listings and Disclosures) Regulation 2023. a) Remuneration	93,118,648	99.956%	773	0.001%	40,117	0.043%	<b>PASSED</b>
	b) Effective Communication with shareholders and stakeholders	93,146,940	99.986%	677	0.001%	11,921	0.013%	<b>PASSED</b>
	c) corporate disclosure policies and procedures	93,137,471	99.976%	1,873	0.002%	20,194	0.022%	<b>PASSED</b>
	d) Dispute resolution for internal and external disputes	93,027,931	99.859%	120,455	0.129%	11,152	0.012%	<b>PASSED</b>
	e) Attraction and retention of Board members	93,116,831	99.954%	37	0.000%	42,670	0.046%	<b>PASSED</b>

On behalf of the Board of Directors,

Angela Namwakira  
Company Secretary

The polling results provided by C&R Group on 27<sup>th</sup> June, 2025

