

Notice of Annual General Meeting 2025

Notice is hereby given that the Annual General Meeting (AGM) of Shareholders of BK Group Plc will be held on **Friday, 9th May 2025**, Marriot Hotel from 10 am, Kigali Rwanda time, to transact the following business:

ORDINARY BUSINESS:

1. Welcome and opening of the meeting.
2. To approve the agenda and determine whether quorum is present.
3. To receive, consider and if thought fit, adopt the Annual Report and Audited Financial Statements of BK Group Plc for the year ended 31st December 2024 together with the Chairman's, Directors', and Auditors' reports thereon.
4. To declare a gross dividend for the year 2024 of FRw 29.34 per ordinary share, which includes the interim dividend of Frw 10.32 paid in December 2024. This total dividend will be payable on or about 1st July 2025 to shareholders on the register of members of the Company as of the close of business on 14th June 2025.
5. Offer of the Dividend Reinvestment Plan (DRIP) to shareholders at 5% discounted market price 3 days before the AGM. Attached is the proxy form to be sent to Investor Relations department by the due date.
6. To approve BK Group Plc remuneration of Directors for the year 2025 which will remain unchanged as disclosed in the Annual Report.
7. To Reappoint Ernst and Young (EY) as BK Group Plc External Auditors for the year 2025.
8. Re-election of Directors for the year 2025:
 - a. To approve the re-election of Directors for BK Group Plc, being:
 - i. **Jean Phillipe Prosper**
 - ii. **Sonia Masimbi Kubwimana**
 - iii. **Darren K. Smith**
 - iv. **Roselyne Uwamahoro**
 - v. **Francis Gatare Kabera**
 - vi. **Achumile Majija**
 - vii. **Ulrich Kayinamura**
9. Incorporation of a New Insurance Holding Company:
 - A. To approve, subject to obtaining the requisite regulatory approvals, the incorporation of an Insurance Group to be formed through a merger between BK General Insurance (a subsidiary of BK Group PLC) and Sonarwa General Insurance Limited (a subsidiary of RSSB), with Sonarwa Life Assurance Company Limited (also a subsidiary of RSSB) forming part of the group "InsureCo".
 - B. To authorize the Board of Directors of the Company to take all actions necessary to affect the incorporation of the new Company, including but not limited to executing and filing all necessary documents and agreements, and paying all associated fees and expenses.

Noting that:

- The incorporation of the new insurance Holding Company is in the best interests of the Company and its shareholders; and
- the Board of Directors of the Company (BK Group Plc) has approved the incorporation of the Insurance Holding Company subject to the approval of the shareholders and obtaining the requisite regulatory approvals and recommends that the shareholders of the Company approve the incorporation of the Insurance Holding Company.

10. Incorporation of Private Equity Fund:

- A. To approve, subject to obtaining the requisite regulatory approvals, the incorporation of a new Subsidiary - Private Equity Fund, to be formed through a joint venture between BK Group Plc and the Advanced Finance and Investment Group (AFIG).
- B. To authorize the Board of Directors of the Company to take all actions necessary to affect the incorporation of the new Subsidiary, including but not limited to executing and filing all necessary documents and agreements, and paying all associated fees and expenses.

Noting that:

- The incorporation of the new subsidiary - Private Equity Fund is in the best interests of the Company and its shareholders; and
- the Board of Directors of the Company (BK Group Plc) has approved the incorporation of the new subsidiary - Private Equity Fund subject to the approval of the shareholders and obtaining the requisite regulatory approvals and recommends that the shareholders of the Company approve the incorporation of the new subsidiary - Private Equity Fund.

- C. Any other business of which notice will have been duly received.

Should you opt to delegate an attendee, please share the proxy appointment letters to the Ag. Group Company Secretary via email before 25th April 2025. The email is grukundo@bk.rw.

Yours Sincerely,

Kigali, 17th April 2025.

Jean Philippe Prosper
Chairperson of the Board