

WPP SCANGROUP PLC

19<sup>TH</sup> ANNUAL GENERAL MEETING

POLLING RESULTS

The Board of Directors of WPP Scangroup Plc is pleased to announce the results of voting for the resolutions that were put forward for determination by shareholders at the Annual General Meeting held on Friday, 27<sup>th</sup> June 2025.

	RESOLUTION	Voted In Favour	% In Favour	Votes Against	% Against	Abstained	Verdict
1.	To receive and, if approved, adopt the audited Balance Sheet and Accounts for the year ended 31 <sup>st</sup> December 2024, together with the Directors' and Auditor's Reports thereon.	289,549,194	99.9998%	360	0.0001%	383,280	PASSED
2.	In accordance with the provisions of Article 30.1 Ms. Beverley Spencer-Obatoyinbo retires by rotation and being eligible, offers herself for re-election.	289,788,528	99.9777%	64,381	0.0222%	79,925	PASSED
3.	In accordance with the provisions of Article 30.1 Mr. Peter Kimurwa retires by rotation and being eligible, offers himself for re-election.	289,835,188	99.9942%	16,641	0.0057%	81,005	PASSED
4.	In accordance with the provisions of Article 30.1 of the Company's Articles of Association, Ms Tebogo Skwambane retires by rotation and being eligible, offers herself for re-election.	289,835,489	99.9945%	15,820	0.0054%	81,525	PASSED
5.	In accordance to the provisions of Section 769 of the Companies Act 2015, the following directors being members of the Board Audit & Risk Committee be elected to continue to serve as members of the said committee: -  i) Mr. Peter M. Kimurwa ii) Ms. Patricia Kiwanuka iii) Ms. Beverley Spencer-Obatoyinbo iv) Mr. Jonathan Neil Eggar v) Mr Shahid Sadiq	244,490,854	84.3497%	45,362,704	15.6502%	79,276	PASSED

6.	To approve the Directors' Remuneration Policy as shown in the audited Financial Statements for the year ended 31 <sup>st</sup> December 2024.	244,186,195	99.9966%	8,070	0.0033%	45,738,569	PASSED
7.	To approve the Directors Remuneration report as shown in the audited Financial Statements for the year ended 31 <sup>st</sup> December 2024.	244,246,004	99.9930%	16,880	0.0069%	45,669,950	PASSED
8.	To note that the auditors, PricewaterhouseCoopers LLP (Kenya), will continue in office in accordance with Section 721 (2) and 724 of the Companies Act, No.17 of 2015 and to authorise the Directors to fix their remuneration for the ensuing financial year in accordance with the provisions of Section 724 (1) of the Companies Act 2015.	289,851,879	99.9995%	1,170	0.0004%	79,785	PASSED
9.	To pass the following resolution as an Ordinary Resolution of the Company. That the following policies be adopted pursuant to the Capital Markets (Public Offers, Listings and Disclosures) Regulations, 2023- Referred to as POLD Regulations, 2023:  a) Remuneration Policy b) Stakeholders Relations Policy c) Corporate Disclosures Policy d) Dispute Resolution Policy e) Board Succession policy	289,854,033	99.9999%	220	0.0000%	78,581	PASSED

## DECISION

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

The Board of Directors wish to thank all our shareholders who registered and participated in the 19<sup>th</sup> Annual General Meeting.

## BY ORDER OF THE BOARD



**WINNIE JUMBA**  
**COMPANY SECRETARY**