



**TO:**

Company’s Share Registrars  
 Image Registrars Limited,  
 Absa Towers (formerly Barclays Plaza),  
 5th Floor, Loita Street,  
 P. O. Box 9287 – 00100,  
 Nairobi, Kenya

Email: [info@image.co.ke](mailto:info@image.co.ke)

**PROXY FORM – 2020 EXTRAORDINARY GENERAL MEETING(“EGM”)**

I/WE.....of.....Being a shareholder of Trans-century PLC (“**Company**”) hereby appoint the Chairman of the Meeting or (see note 3) ..... (Name of proxy) in respect of my ..... (Number of shares). Please indicate here if you are appointing more than one proxy .....(see note 3) as my/our proxy to attend, represent and vote for me/us on my/our behalf at the EGM of the Company to be held electronically on Thursday, 30<sup>th</sup> July 2020 at 10.00 am and at any adjournment thereof.

Signed this..... day of ....., 2020

Signature(s) (i).....(ii).....

I/WE direct my/our proxy to vote on the special resolution below 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:**

<b>Special Resolution</b>	<b>For</b>	<b>Against</b>	<b>Withheld</b>
<b>THAT</b> all the issued ordinary shares of the Company comprising 375,202,766 shares of par value KES 0.50 each shall be de-listed from the official list of the Alternative Investment Market Segment of the NSE pursuant to Regulation 22(4) of the Capital Markets (Securities) (Public Offers, Listings and Disclosures) Regulations, 2002 be and is hereby approved.			

**TRANS-CENTURY PLC 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**

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**Date**

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Signature(s) (i).....(ii).....

Please tick **ONE** of the boxes below and return to Image Registrars at P.O. Box 9287 – 00100 Nairobi, 5th Floor, Absa Towers (formerly Barclays Plaza), Loita Street:

**Approval of Registration**

I/WE approve to register to participate in the virtual Extraordinary General Meeting (“EGM”) to be held on Thursday, 30<sup>th</sup> July 2020.

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**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 EGM

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**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, 5th Floor, Barclays Plaza, Loita Street, P. O. Box 9287 – 00100 Nairobi or can be scanned and emailed to [info@image.co.ke](mailto:info@image.co.ke) in PDF format, to arrive not later than 10:00 a.m. on Tuesday 28<sup>th</sup> July 2020 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 under 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 to 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" 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