



REAL PEOPLE KENYA LIMITED

(Incorporated in Kenya under the Companies Act, 2015 with the registered number C3/2015)

(The **Issuer** or the **Company**)

NOTEHOLDERS MEETING AND RESOLUTIONS PASSED ON 31 May 2024

PUBLIC ANNOUNCEMENT

At a meeting of the holders of the Kes 390,930,000 floating rate Senior Unsecured Notes due on 28 February 2025 comprised in Series 001 (the **Noteholders** and the **Notes** respectively) issued pursuant to the Kes 5,000,000,000 medium-term note program held both virtually on 31 May 2024 at 10:00 am, the following were **PROPOSED** and **PASSED** as Extraordinary Resolutions in accordance with the provisions of the Trust Deed dated 25 June 2015 (the **Trust Deed**) made between the Issuer and MTC Trust and Corporate Services Limited, as the trustee (the **Trustee**) as amended and constituting the Notes.

Resolution 1: THAT:

The Noteholders consent to the Meeting being convened at a shorter notice than the 21 days' clear day notice required under regulation 4 of Schedule 2 (*Regulations for Meetings of Noteholders*) of the Trust Deed.

Resolution 2: THAT:

Revise the restructured Note repayments of KES 459,032,612.20 as at 31 January 2024 as below:

- (a) The interest accruing on the outstanding Notes be stopped with effect from 31 January 2024.
- (b) Redemption of KES 1,000,000 per month, payable quarterly, effective 1 June 2024.

Resolution 4: THAT:

The Noteholders hereby authorize the Board to initiate and carry out winding down if the below fails by the end of Q1 2025 i.e. 31 March 2025.

- (a) Closure of the Management Buyout and or
- (b) Onboarding of suitable investors with an agreeable repayment plan of the outstanding Notes.

Resolution 5: THAT:

The Trustee be authorised to concur to the modifications referred to in these Extraordinary Resolutions and do all acts and things and execute all documents, notices, forms, instruments, consents or agreements, amendments to the Trust Deed, the pricing supplement and the Conditions required to give effect to these Extraordinary Resolutions on such terms and conditions as the Trustee may in its discretion decide.

The Extraordinary Resolutions are binding upon all Noteholders, whether or not they were present or represented at the Meeting and whether or not they voted at the Meeting.

The Issuer.

By Order of the Board of Directors.

Real People Kenya Limited,
Lavington Court Apartments, A6,
Muthangari Drive Off Waiyaki Way, Westlands,
P.O Box 27153 -00100,
Nairobi, Kenya.

31 May 2024