

Proxy Form

HF GROUP PLC
(the "Company")

CDC A/C No:
Shareholder No:
ID/Registration No:

FORM OF PROXY-2022 ANNUAL GENERAL MEETING(AGM)

Please complete in BLOCKS CAPITALS

I/We _____

of _____

Being a shareholder /shareholders of HF Group Plc hereby appoint _____

of _____

or failing him/her the Chairlady of the meeting in respect of my.....(Number of shares)
as my/our proxy to attend, represent and vote for me/us on my/our behalf at the Annual General Meeting of the
company to be held electronically on Friday 20th May 2022 at 10.00 a.m and at any adjournment thereof.

I/WE direct my/our proxy to vote on the following resolutions as I/WE have indicated by marking the
appropriate box with 'X'. If no indication is given, my/our proxy will vote or withhold his or her discretion and
I/WE authorise 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

Item No.	Resolutions:	For	Against	Withheld
1)	To receive and, if approved, adopt the audited Balance Sheet and Accounts for the year ended 31 December 2021, together with the Chairman's, the Directors' and Auditor's Reports thereon.			
2)	In accordance with Article 105 of the Company's Articles of Association the following Directors retire by rotation and being eligible, offer themselves for re-election. <ul style="list-style-type: none"> • Dr. Benson Wairegi • Ms. Constance Gakonyo 			
3)	In accordance with Article 104 of the Company's Articles of Association the following Directors retire at this meeting, and being eligible, offer themselves for re-election. <ul style="list-style-type: none"> • Prof. Olive Mugenda • Mr. Charles Kimani Njuguna • Dr. Anthony Omerikwa Opare 			
4)	In accordance with the provisions of Section 769 of the Companies Act, 2015 the following Directors, being members of the Group Board Audit & Risk Committee be elected individually to continue to serve as members of the said Committee:- <ul style="list-style-type: none"> • Ms. Felister Kembi • Dr. Anthony Omerikwa Opare 			

5)	To approve the Directors Remuneration Report as detailed in the Annual Report for the year ended 31st December 2021 .			
6)	To appoint PricewaterhouseCoopers (PWC) Kenya as the auditors of the Company in accordance with Sections 721 of the Companies Act, No. 17 of 2015 and to authorize the Directors to fix the remuneration of the auditors in terms of section 724 of the said Companies Act.			

HF GROUP PLC ELECTRONIC COMMUNICATION PREFERENCE FORM

Please complete in **BLOCK CAPITALS**

Full name of member(s).....

.....

Address.....

.....

.....

CDSC No (If known.....)

(This can found on your CDSC Statement)

Mobile Number (of the proxy holder).....

Date:

Please tick the boxes below and return to Image Registrar at P.O Box 92877, GPO 00100,5th Floor, ABSA Towers (formerly Barclays Plaza), Loita Street.

Approval of Registration

I/WE approve to register to participate in the virtual AGM to be held on Friday 20th May 2022.

Consent for use of the Mobile Number provided

I/WE would give/our consent for the use of the mobile number provided for purposes of voting at the AGM.

Signature.....

Notes:

1. **If a member is unable to attend personally, this Proxy Form should be completed and returned to the** Company Secretary P.O. Box 30088 GPO 00100 Nairobi or physically to the registered office of the Company, or to Image Registrars on P. O. Box 9287 – 00100, Nairobi, Kenya or through their email address hfgroupagm@image.co.ke to arrive not later than 10:00 a.m. on 18th may 2022 at 10.00am 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 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 as a proxy any other person, 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 form of proxy 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. To be valid the form of proxy should be completed, signed and delivered (together with a power of attorney or other authority (if any) under which it is assigned or a notarized certified copy of such power or authority) to Company Secretary, P.O. Box 30088 GPO 00100 Nairobi or Image Registrars, Absa Towers (formerly Barclays Plaza), 5th Floor, Loita Street and address P.O. Box 9287-00100 Nairobi not later than 10.00 am on 18th May 2022 or, in the case of a poll taken subsequent to the date of the meeting, or any adjourned meeting, not less than 24 hours before the time appointed for the taking of the poll which is taken more than 48 hours after the day of the meeting or adjourned meeting.
6. In the case of a company being a shareholder then this proxy form must be executed under its common seal or signed on its behalf by an officer of that company or an authorized attorney for that company.