

ECHO NETWORK AFRICA LIMITED (“ENA”, “the Company”, “the Institution”)

MINUTES OF THE ANNUAL GENERAL MEETING OF THE COMPANY FOR THE YEAR 2022 HELD VIRTUALLY ON THURSDAY, 23RD SEPTEMBER 2022 AT 10:00 A.M.

Present:

Board Members:	Ms Damaris Gitonga	-	Chairperson
	Dr Jennifer N Riria	-	Group Chief Executive Officer
	Ms Emma Gituku	-	Director
	Ms Elizabeth Mang'eni	-	Director
	Dr Nyambura Koigi	-	Director
	Ms Ursula Bahati	-	Director
	Ms Jeniffer Nyambura	-	Director
	Ms Selinah Kibogy-Kandie	-	Director

Members: 41 members were present in person or by proxy

In Attendance: Ms Elina Mutuku - Head of Financial Resources Management
Management & Staff - ENA

Company Lawyer: Mr D Ogola - Ogola Okello & Co. Advocates

Auditors: Ms Hannah W Kimani - RSM Eastern Africa

Company Secretary: Ms Winnie Jumba - Company Secretary

MIN 1/22 WELCOME NOTE

The meeting was called to order at 10.00a.m. and started with a word of prayer. The Chairperson introduced the Company's Board members, Auditor, Company Secretary and Senior Management present both physically and virtually.

MIN 2/22 NOTICE

The Company Secretary read the notice convening the meeting and confirmed that the meeting was quorate to transact the business of the Annual General Meeting.

MIN 3/22 MINUTES

The minutes of the Annual General Meeting (AGM) held on 29 July 2021 were tabled and unanimously approved on a proposal by Agnes Ochieng and seconded by Polly Ntiyari.

CHAIRPERSON'S REPORT

The Chairperson thanked all who had attended the meeting and then read highlights from her report.

A summary of the key highlights from her report were noted as follows: -

- The Operational Environment- COVID 19 negatively impacted the Country affecting sectors of the economy and families resulting in an increase in mental health challenges and gender-based violence. Further, the war in Ukraine had exacerbated the situation by affecting global oil prices and increasing the rate of inflation from 5.9% in March 2022 to 7.9% as at June 2022. This had in turn increased the cost of living which had made it difficult for families. Despite the unstable and uncertain local and global situation, ENA had remained focused on its mandate and continued to carry out its catalytic role of positioning women, youth and women with disabilities in democratic processes, peace building, advocating for the eradication of female genital mutilation, period poverty, early marriages and girls in STEM (Science, Technology and Mathematics).
- Some of the notable achievements included:
 - The successful partnership with Democracy Trust Fund (DTF) and Africa Women Leaders Network (AWLN) to train and support 150 women to campaign and vie for elective positions in the 2022 general elections which resulted in demonstrable results.
 - The Tuvuke Initiative launch was done in September 2021 during the International Day of Peace celebration. The goal of the initiative was to enhance peace, especially in the conflict prone areas under the clarion call of "Peace Starts with Me".
 - ENA remained financially healthy and had received local and global recognition for the work it was doing in positioning, empowering and advocating for women.
- Governance - ENA had continued to observe good governance principles and provided updates under three categories. Firstly, on oversight wherein prudent management of resources had continued to be one of Board's top priority and Board succession planning. The Board members retired on a three-year rotational basis to which end the Chairperson - Damaris Gitonga together with Director Emma Gituku were retiring at this AGM upon completion of their six-year term.

The Chairperson concluded by expressing her gratitude to the members for giving her the opportunity to serve ENA and for their continued support and trust in the Board and Management. She also thanked the ENA leadership, the board members and the Group Chief Executive Officer for their commitment and dedication to the vision of ENA.

Thereafter, the Chairpersons' report was adopted on a proposal by Victoria Nagwalla and seconded by Rita Joy Kathambi.

GROUP CHIEF EXECUTIVE OFFICER'S (CEO) REPORT

The Group CEO presented highlights from her report which were noted as follows:

The CEO reported that ENA had followed all the health protocols and guidelines as directed by the authorities and ensured the wellbeing of each employee. She emphasized ENA's commitment to the positioning of girls and women in the democratic processes of the Country and contributing to the enhancement of their livelihoods through collaboration with the Local Implementing Partners (LIPs). This catalytic approach to development had strategically strengthened the capacity of the LIPs to facilitate interventions for change and impact at the community level.

She highlighted the following programme achievements which were achieved within the year;

- ENA through its LIP, the Democracy Trust Fund (DTF) identified and presented to the Chief Justice Martha Koome seven priority issues that needed to be addressed in support of women's quest for equality, justice and peace for girls, women and women with disabilities and those living in marginalized communities. The LIP received international recognition as one of the 28 global women's political rights institutions to watch out for.
- The continued collaboration with the Africa Women Leaders Network (AWLN) which was anchored and led by ENA. The network amplified women's voices on issues of importance in the Country's economic, political and social space.
- The launch of training materials "Running to Win" in March 2020 had intensified ENA's involvement in the creation and maintenance of space for women leadership in the Country. The initiative had seen more women being trained online and in person and positioned ENA as an institution that supports women in political and leadership positioning.
- ENA's peace initiative working with Laikipia Women Caucus and with the support from UN WOMEN was able to host 20 public Barazas, and public convenings as avenues for engaging communities on the need for cohesive and peaceful co-existence. The network also linked up with the District Peace Committee (DPC). The linkages enabled communities in Laikipia to begin addressing and taking charge of their own peace. ENA also mobilized support for the affected families.
- ENA has been successful in addressing issues of poverty, women's rights violations and exploitation in Homa Bay. This was attributable to the collaboration with the Ministry of Fisheries, LIPs, Gender Desks, Ministry of Public Service, Gender, Senior Citizens Affairs and Special Programmes, Beach Management Units and women groups and the development partners. Further, the aquaculture model initiative implemented in Homa Bay had facilitated 83 out of the trained 100 women on four beaches i.e Kaugege, Wakula, Mrongo and Litare to establish and maintain cage fish farming. In addition to the 100 trained, 77 started omena trade business, retail shops, selling groceries, selling secondhand clothes and others had specialties alongside fish farming. In this regard, women made Kshs. 993,530.75 in 2021 from the fish business. The special revolving loan fund had contributed to this success.
- Sensitization on breaking the silence had been facilitated by the establishment of Gender Desks on the four beaches which had resulted in women reporting gender-based violence cases which in the past were not reported. This had increased from below 10 cases a month to 20 cases and above per month. In 2020, a total of 1,676 cases were reported and 1,773 cases reported in 2021.
- Increase of ENA's visibility and positioning globally- In 2021 ENA received 70 media mentions from different main media houses and consistently from social media amplifying ENA's work and impact. Additionally, the ENA website was engaging and robust. It also had short programmatic videos which enhanced the visibility and branding of ENA.

Thereafter, the Group CEO's Report was adopted as proposed by Pauline Odehia and seconded by Lucy Ofunya.

MIN 6/22

FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

The Financial Statements and Statement of Financial Position for the year ended 31 December 2021, together with the Directors' and Auditors' Reports thereon were tabled.

The Auditors' report was read by Ms. Hannah Wangari Kimani representing Messrs.RSM Eastern Africa LLP.

The report of the Directors was taken as read.

The Chairperson informed the meeting that members were given an opportunity to ask questions and seek clarifications with respect to the financial statements. Responses were provided to all the members who asked questions and sought clarifications.

On a proposal by Joan Marangu and seconded by Esther Njeri, **it was unanimously resolved** that the Financial Statements and Statement of the Financial Position for the Financial Year ended 31 December 2021 together with the reports of the Directors and Auditors thereon be and are hereby adopted.

MIN 7/22 ELECTION OF DIRECTORS

It was noted that Ms. Damaris Gitonga and Ms. Emma Mwangola Gituku retired at the meeting having completed the two-year term in accordance with Article 44 of the Company's Articles of Association and were not eligible for re-election. This had created two vacancies on the Board of Directors.

- a) It was noted that the Directors recommend the appointment of Ms. Verity Mbaka Nyaga as a Director.

On a proposal by Sarah Muhoya, seconded by Judy Manene, it was resolved to appoint Ms. Verity Nyaga as a Director of the Company.

- b) It was noted that the Directors recommend the appointment of Ms. Joyner Eunice Okonjo as a Director.

On a proposal by Rika Acheri and seconded by Nelly Soloine, it was resolved to appoint Ms. Joyner Eunice Okonjo as a Director of the Company.

MIN 8/22 AUDITORS

On a proposal by Alice Muya, seconded by Sharlyne Mbai, it was resolved by a majority vote to re-appoint Messrs RSM Eastern Africa LLP, in office as the Company's Auditors in accordance with the provisions of Section 721 (2) of the Companies Act, 2015. It was further resolved by a majority vote, that the Directors be authorized to fix the Auditors' remuneration for the ensuing financial year, in accordance with Section 724(1) of the Companies Act 2015.

THERE BEING NO OTHER BUSINESS, THE ANNUAL GENERAL MEETING ENDED AT 11.10 A.M.

Confirmed: _____
CHAIRPERSON

Date: _____