THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

SERIAL NUMBER

FORM OF ACCEPTANCE

	AUTHORISED ACCEPTING AGENT STAMP			AUTHORISED ACCEPTING AGENT CODE	DATE
1	[Printed Name] [Printed Address Line 1] [Printed Address Line 2] [Printed Address Line 3] [Printed Address Line 4]			**BOX 1A:** Ordinary Shares registered in your name as at [•]/[•]/2026 (the **Record Date**)	**BOX 1B:** Number of Ordinary Shares you wish to sell:
				BOX 1C: Offer Price per ordinary share:	
	CDSC Account Number[/Shares Account Number:][1]				
	If the Address Details above are not accurate, please indicate the correct details:				
	Physical address				
	P. O. Box		Postal Code		
	City/town & Country				
2	Are your shares frozen or pledged? If yes, tick this box. ☐ Provide the pledgee's details below Lender's Name: __________ No. of Shares pledged/frozen: __________				
3	If you have you sold/transferred some of your shares; or bought additional shares between 17 June 2026 and the date you are signing this Form of Acceptance, please indicate the number of shares that you currently hold below. Number of Shares:				
4	**ACCEPTANCE OF OFFER AND DECLARATIONS** By signing this Form of Acceptance, I/We hereby accept the Offer and agree to sell my/our shares as indicated in Box 1B in Absa Bank Kenya PLC to Absa Group Limited at the Tender Offer Price and on the terms set out in the Tender Offer Document. **AUTHORITY TO TRANSFER SECURITIES**				

[1] <u>**Drafting Note**</u>: To be confirmed.

Subject to the Offer being declared unconditional I/We hereby request the CDSC/Registrar to transfer my shareholding in Absa Bank Kenya PLC as indicated in part 1 or 3 above from my/our securities account to Absa Group Limited's securities account.

DECLARATIONS

By signing this Form of acceptance, I/We hereby:

1. acknowledge that if any statement made by me/us in this Form of Acceptance is found to be false, misleading or inaccurate, this acceptance may be rejected by Absa Group without any liability to Absa Group, Absa Kenya or their respective agents;
2. confirm that we have read and understood the Tender Offer Document and that this acceptance is made on the terms and subject to the conditions set out therein;
3. acknowledge that Absa Group is entitled, in its absolute discretion to accept or reject this acceptance, in whole or in part, in accordance with the terms and conditions set out in the Tender Offer Document;
4. accept the transfer of such number of Ordinary Shares as may be accepted by Absa Group pursuant to this acceptance, including any scale-down applied in accordance with the Tender Offer Document, and to receive payment in respect thereof;
5. irrevocably undertake and confirm that this acceptance has been made in accordance with the terms and subject to the conditions set out in the Tender Offer Document;
6. represent and warrant that the signatory(ies) has/have the full power and authority to sign this Form of Acceptance and to make the declarations, consents and instructions in it on behalf of the accepting shareholder(s);
7. represent and warrant that if this Form of Acceptance is being signed by an agent. Custodian bank, nominee or under power of attorney, the signatory holds valid authority and mandate to act for the shareholder and will provide duly executed (or certified) copies of the relevant authorizing or mandate documents;
8. represent and warrant that if the accepting shareholder is a company, partnership, limited liability partnership, association or other body corporate, all required internal approvals and authorisations have been properly obtained;
9. represent and warrant that all information provided in or with this Form of Acceptance is, to the best of my/our knowledge and belief true, accurate and complete in all respects; and
10. confirm that I am/we are authorized to provide the accepting shareholder's personal data and other information to Absa Group and its agents for purposes of processing this acceptance, the transfer of shares and payment, and for related communications in respect of the Tender Offer.

5

PAYMENT Please select your preferred option for receiving payment. (Refer to paragraph 4 of the Tender Offer Document)

☐ **Mobile Money** (M-Pesa, Airtel Money, T-Kash) to the Kenyan mobile number below. Only for amounts between

KES 50 and KES 250,000. If wrong details are provided, a cheque will be mailed to the address set out in Box 1. This option is not applicable to joint holders, companies, SACCOs or other corporate entities.

KENYAN MOBILE NO. | | | | | | | | | | |

☐ **Cheque** to be mailed to my address in Box 1 above (only for amounts below KES 1 million)

☐ **Electronic Funds Transfer** to my bank account details below. (Note all amounts exceeding KES 1 million will be paid by Real Time Gross Settlement and you must indicate your bank account below)

NAME OF BANK:		**BRANCH NAME:**	
ACCOUNT NAME:		**BANK CODE:**	
ACCOUNT NUMBER:		**BRANCH CODE:**	
YOUR TEL. NUMBER:		**YOUR E-MAIL ADDRESS:**	

6	SIGNATURE(S) OF SHAREHOLDER/AUTHORISED ATTORNEY (Note Your completed and signed Acceptance Form must be accompanied by proof of identity as set out in the instructions overleaf)		6C: COMPANY STAMP
	6A: SIGNATURE 1 DATE:	6B: SIGNATURE 2 DATE:	

7	ACKNOWLEDGEMENT SLIP – ACCEPTANCE FORM SUBMITTED FOR ABSA GROUP TENDER OFFER FOR ABSA BANK KENYA PLC			
	SHAREHOLDER NAME	FOA SERIAL NUMBER	TOTAL NO. OF SHARES	RECEIVING AGENT STAMP

INSTRUCTIONS FOR COMPLETING THE FORM OF ACCEPTANCE

Before completing this Form of Acceptance, please read carefully the section headed "ACTION TO BE TAKEN" on page (i) of the Tender Offer Document.

Please use **CAPITAL LETTERS** and return the completed Form of Acceptance together with your proof of identity (and the relevant share certificate(s) and/or other document(s) of title if you still hold a share certificate) to **an Authorised Acceptance Agent** and, in any event, so as to be received **no later than 5.00 p.m. (EAT) on 11 August 2026**:

Photocopies of the Form of Acceptance will not be accepted. The Form of Acceptance should not contain any material alterations.

HOW TO COMPLETE THE FORM OF ACCEPTANCE	
Part 1	**FULL NAME(S) AND ADDRESS(ES)** Box 1 of the Form of Acceptance contains your name and address. Please confirm if the information in Box 1 is complete and accurate. If the Information is not accurate, please provide the correct information in the spaces provided and provide confirmation of the new address, or a copy of Post Office receipt or Bank Statement or Utility Bill bearing the shareholder's names and the new address **for verification purposes** Box 1A contains the number of shares you held in Absa Bank Kenya PLC as at the Record Date. Confirm that the information in Box 1A as to your shareholding or central depository settlement account (**CDS Account**) number is accurate. If the information is not accurate, **please contact C&R Group or an Authorised Acceptance Agent immediately.** Please note that the details provided in part 1 of the Form of Acceptance will be used for purposes of this Offer ONLY and will not be used to update your details on the Register or at the Central Depository and

HOW TO COMPLETE THE FORM OF ACCEPTANCE	
	Settlement Corporation (**CDSC**). It will remain your responsibility to ensure that you update your contact details with the Registrar or CDS through your central depository agent (**CDA**). If you hold shares in certificated form, please confirm that the details of your total shareholding in Box 1A are accurate. Also enclose with the Form of Acceptance, the original share certificates. Tendered Ordinary Shares will be subject to the calculation of entitlements and scale-down mechanisms set out in Section 7 of the Tender Offer Document.
Part 2	**FROZEN/PLEDGED SHARES** If the shares that you hold in Absa Bank Kenya PLC are frozen or pledged to a financier and you wish to take up the offer, you are required to unfreeze the shares via CDS 6 Form, which can be obtained from your CDA. Please note that a fee of KES 1,000 is chargeable for unfreezing. Any payments due to frozen/pledged accounts will be withheld and remitted to the financial institution that holds a charge on the shares.
Part 3	If you have transferred **all** your holding of Absa Bank Kenya PLC, please send the Tender Offer Document together with the Form of Acceptance at once to the stockbroker, bank or other agent through whom the sale or transfer was effected, for delivery to the purchaser or transferee. If you have sold or otherwise transferred only part of your holding of Absa Bank Kenya PLC shares, or have bought additional shares, then you should mark, in Box 3, the correct number of shares that you own.
Part 4	**ACCEPTANCE OF OFFER** By executing the Form of Acceptance, you will be agreeing to the terms of the Offer as set out in this Tender Offer Document, and this Form of Acceptance. By executing the Form of Acceptance, you will be issuing an instruction to the CDSC to transfer your shares from your CDS Account to Absa Group Limited's CDS Account.
Part 5	**MODE OF PAYMENT** Please select the appropriate mode of payment through which you would like to receive the Tender Offer consideration. The payment can be made via mobile money or wire transfer to banks. Please include details of bank account/ mobile money number – ensure that these details correspond with the shareholder details. If you opt for payment to your mobile money number or direct transfer to your bank account but provide incorrect details, the Paying Bank will mail a cheque to the address set out in Box 1. If you wish payment by electronic funds transfer and your bank details are not mandated on the register, you will need to attach a cancelled cheque leaf/certified copy of cheque leaf or certified copy of an ATM card or a bank statement dated within 3 months of acceptance date showing bank account and names details as confirmation of bank details provided for the electronic funds transfer.

HOW TO COMPLETE THE FORM OF ACCEPTANCE	
Part 6	**SIGNATURE(S)** **You must sign part 6 (as applicable) regardless of which other Box(es) you complete and, in the case of joint holders, arrange for all other joint holders to do likewise. You will also be required to attach a photocopy of an appropriate "proof of identity" document such as a National ID card or Passport for each natural person signing the document and a copy of a certificate of incorporation / registration and a CR 12 (or other equivalent for foreign companies) dated within 3 months of acceptance date for corporate entities.** If this Form of Acceptance is signed under a power of attorney, the executed power of attorney (or a certified copy) must be lodged together with this Form of Acceptance. Please refer to Note 0 below. If you are an individual, you must sign Box 6A. In case of a joint holding, arrange for all other joint holders to sign Box 6B. Please also attach a copy of your National Identity Cards or passport to the document and take the originals with you to the Acceptance Agent for the Acceptance Agent to certify the copies (or submit copies that have already been certified by a Notary or an Advocate). If you are a company or a corporation or a society or any other organisation, you must execute Box 6C. The Form of Acceptance should be executed by either (i) a director in the presence of a witness or (ii) two (2) authorised signatories, in accordance with such company's or other body corporate's articles of association or other regulations. A body corporate incorporated outside Kenya should execute this Form of Acceptance in accordance with the laws of the territory in which the body corporate is incorporated. Please also submit copies of the company's/ group's/ societies' certificate of incorporation / registration and copies of National Identity Cards or passports of the persons signing the Form of Acceptance to your Acceptance Agent together with the originals if you wish the Accepting Agent to certify the documents or submit copies of such documents already certified by a Notary or Advocate. Also submit a CR 12 (or equivalent for foreign companies) dated within 3 months of acceptance date.
Part 7	Upon delivering your Form of Acceptance to an Authorised Acceptance Agent, you will be given part 7 as your acknowledgement of receipt as evidence of a Form of Acceptance released to the selected Authorised Acceptance Agent. Please keep the receipt secure as you must produce it when making an enquiry regarding the Form of Acceptance.

DETAILED NOTES ON COMPLETING THE FORM OF ACCEPTANCE AND ACCEPTING THE OFFER

1. **Declining the Offer**

   YOU DO NOT NEED TO TAKE ANY ACTION IF YOU DO NOT WISH TO ACCEPT THE OFFER.

2. **Completing the Form of Acceptance**

   If you are in any doubt as to how to complete this Form of Acceptance, please contact the Sponsoring Stockbroker, Absa Securities, an Authorised Acceptance Agent or the Data Processing Agent.

3. **Change of address details:**

   If you wish to change the address details appearing in Part 1 above, please attach confirmation of the new address, or a copy of Post Office receipt or Bank Statement or Utility Bill bearing the shareholder's names and the new address.

4. **If a registered Absa Bank Kenya PLC shareholder is away from home (e.g. abroad or on holiday)**

   Send the Form of Acceptance and the Tender Offer Document by the quickest means (e.g., by courier or air mail) to the **Absa Bank Kenya PLC** shareholder for execution, or if he or she has executed a power of attorney, have this Form of Acceptance signed by the attorney, in accordance with Note 0 below.

5. **If the sole registered Absa Bank Kenya PLC shareholder is deceased**

   If probate or letters of administration has/have been registered with **Absa Bank Kenya PLC's** registrars, the personal representative(s) of the deceased must sign the Form of Acceptance and return it to an Authorised Acceptance Agent.

   If probate or letters of administration has/have not been registered with Absa Bank Kenya PLC or Absa Bank Kenya PLC's registrars, the personal representative(s) (or prospective personal representative(s)) should sign the Form of Acceptance and forward it to an Authorised

Acceptance Agent together with a certified true copy of the death certificate (or a notarised copy), the relevant certified true copies of probate or letters of administration and evidence of the authority to sign of the personal representative(s).

6. If one of the registered Absa Bank Kenya PLC shareholders in a joint account is deceased

The surviving registered Absa Bank Kenya PLC shareholder(s) should complete this Form of Acceptance and return it to an Authorised Acceptance Agent accompanied by a certified true copy of the death certificate (or a notarised copy), **If the Form of Acceptance is signed under a power of attorney**

The completed Form of Acceptance should be returned to an Authorised Acceptance Agent accompanied by a certified true copy of the power of attorney (or a notarised copy). The Power of Attorney must be duly registered at the Documents Registry.

7. If your Absa Bank Kenya PLC Shares are in certificated form and the certificate(s) are held by your stockbroker, bank or other agent

If the share certificate(s), and/or other document(s) of title is/are readily obtainable, deliver this completed Form of Acceptance to an Authorised Acceptance Agent **no later than 5.00 p.m. on 11 August 2026**, accompanied by the share certificate(s), or other document(s) of title.

If the share certificate(s), and/or other document(s) of title is/are not readily obtainable, send the completed Acceptance Form to an Authorised Acceptance Agent with a note stating, for example, "share certificate(s) to follow" and arrange for the share certificate(s), and/or other document(s) of title to be forwarded to an Authorised Acceptance Agent as soon as possible thereafter **but in any event so as to be received no later than 5.00 p.m. on 11 August 2026**.

8. If your share certificate(s), and/or other document(s) of title have been lost

If your shares are not dematerialised at the CDS and your share certificate(s) and/or other document(s) of title is/are not readily available or is/are lost, you should contact your stockbroker or an Authorised Acceptance Agent. In such a scenario, your stockbroker or an Authorised Acceptance Agent will prepare a letter of indemnity that you may collect from their offices, provided you present suitable identification (i.e., an identity card, passport or other type of formal identification). This letter of indemnity should then be completed in accordance with the instructions printed thereon and lodged, together with a properly completed and duly executed Form of Acceptance, with your stockbroker at either of the addresses stated above as soon as possible **but in any event so as to be received no later than 5.00 p.m. on 11 August 2026.**

9. If your full name or other particulars differ from those appearing on your share certificate(s) and/or other document(s) of title

(a) For example,

name on the certificate: *Jumna Mapesi*

correct name: *Juma Mapesa*

Complete this Form of Acceptance with the correct name and return to an Authorised Acceptance Agent, accompanied by an affidavit sworn before a commissioner of oaths confirming that the person described on the certificate(s) and the person who signed this Form of Acceptance is one and the same. You may also be required by the DPA to provide supporting evidence for names variances.

(b) Incorrect address on the certificate(s): **please contact an Authorised Acceptance Agent immediately.**

(c) Change of name: If you have changed your name, lodge with Data Processing Agent or an Authorised Acceptance Agent a certified true copy of your marriage certificate or the deed poll with this Form of Acceptance.

10. If you are not resident in or if you are subject to the laws of a jurisdiction other than Kenya

Absa Bank Kenya PLC shareholders not resident in Kenya or subject to the laws of a jurisdiction other than Kenya (and custodians, nominees or trustees thereof) must read and apply paragraph 7.7 of the Tender Offer Document.

11. Validity of acceptance of the Offer

Without prejudice to the provisions of the Tender Offer Document, subject to the provisions of the Regulations, Absa Group Limited reserves the right to treat as valid in whole or in part any acceptance of the Offer that is not entirely in order or which is not accompanied by the relevant share certificate(s) and/or other document(s) of title.

12. Your personal information.

(a) All personal information that you include in this Form of Acceptance is collected and processed in accordance with the Data Processing Agent's Privacy Notice. It is important that you read this Privacy Notice which contains more detailed information about our data processing.

(b) In submitting the completed Form of Acceptance you agree and understand that your personal information will be shared by the Data Processing Agent with Absa Group, the Capital Markets Authority and all such parties that require access to your information for the purposes of meeting their obligations under this Form of Acceptance or the Tender Offer Document.

(c) Where you submit the Form of Acceptance on behalf of a third party, you confirm that you have all necessary consents and authorisations from the relevant shareholder.

(d) All collection and processing of personal information will be carried out in accordance with the Data Protection Act 2019 of Kenya and its enabling regulations.

13. KYC

(e) If you are a custodian, stockbroker, bank, fund manager or investment advisor acting on behalf of a shareholder, by submitting this Form of Acceptance you confirm that you have: (i) carried out the relevant "Know Your Customer" checks on your client; and (ii) verified that your client is not a sanctioned party under any sanctions list published by the United States government (including the U.S. Department of the Treasury's Office of Foreign Assets Control (OFAC) and the U.S. Department of State), the United Kingdom's consolidated list, the European Union's consolidated lists and the United Nations' consolidated list, as each may be amended, supplemented or replaced from time to time.

PLEASE NOTE THAT FORMS OF ACCEPTANCE SUBMITTED WITHOUT A CERTIFIED COPY OF ID/PASSPORT FOR INDIVIDUALS OR CERTIFIED COPY OF CERTIFICATE OF INCORPORATION/REGISTRATION AND CR 12 FOR COMPANIES/GROUPS/SOCIETIES MAY BE REJECTED. ONLY COPIES CERTIFIED BY THE AUTHORISED ACCEPTING AGENT OR NOTARY / ADVOCATE WILL BE ACCEPTED.

AUTHORISED ACCEPTANCE AGENTS

Sponsoring Stockbroker and Lead Acceptance Agent

ABSA SECURITIES LTD.

Absa Head Quarters, Waiyaki Way,

P.O. Box 30120, 00100 GPO, Nairobi, Kenya.

Tel: +254 (020) 425 4598

Email: paul.nyaga@absa.africa

Web: https://www.absabank.co.ke/absa-securities-limited/

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[2]**ABC CAPITAL LTD** ABC Bank House, Mezzanine Floor Westlands P.O Box 34137 - 00100 Nairobi Tel: 2246036/2242534 Email: headoffice@abccapital.co.ke Website: www.abccapital.co.ke	**ABSA FINANCIAL SERVICES LTD** Westend Building, 5th Floor, Westlands P.O. Box 30120 -00100 Tel: 4254000 Email: bfslbbkenya@barclayscorp.com Website: www.absabank.co.ke	**AIB-AXYS AFRICA** The Promenade, 5th Floor General Mathenge Drive P.O. Box 43676-00100 Nairobi Tel: 2242170//2220517 Email: invest@aib-axysafrica.com Website: www.aib-axysafrica.com
DYER & BLAIR INVESTMENT BANK Goodman Tower, 7th Floor Off Waiyaki Way P.O. Box 45396-00100 Nairobi Tel: 3240000/227803/4/5 Email: shares@dyerandblair.com Website: www.dyerandblair.com	**EFG HERMES KENYA LIMITED** 8th Floor, Orbit Place, Westlands Road P.O. BOX 349-00623, Nairobi | Kenya Tel: 020 3743040 Email: KenyaOperations@efg-hermes.com Website: www.efghermes.com	**EQUITY INVESTMENT BANK LTD** Ground Floor, Equity Centre Hospital Road, Upperhill P.O.Box 75104-00200 Nairobi Tel: 2262000 Mobile 0711026000/ 0732112030 Email: info@equityinvestment.co.ke Website: www.equitybank.co.ke

[2] **Note to Absa Securities**: Please update the list of Agents as you deem fit.

FAIDA INVESTMENT BANK LTD Crawford Business Park, Statehouse Road P.O. Box 45236-00100 Nairobi Tel: 243811/2/3 Mobile: 0724721014/ 0733243811 Email: info@fib.co.ke Website: www.fib.co.ke	**FRANCIS DRUMMOND & CO. LTD** Hughes Building, 2nd Floor Kenyatta Avenue P.O. Box 45465-00100 Nairobi Mobile: 0724256815 Email: info@drummond.com Website: www.drummond.com	**GENGHIS CAPITAL LTD** 1st Floor Purshottam Place, Westlands Road P.O Box 607 - 00612 Nairobi Tel: 2774750/1/2 Email: customerservice@genghis-capital.com Website: www.genghis-capital.com
KCB CAPITAL Kencom house, 2nd Floor P.O. Box 48400 -00100 Tel: 3270000 Email: investmentbanking@kcb.co.ke Website: www.kcbgroup.com	**KESTREL CAPITAL (EAST AFRICA) LTD** Orbit Place, Westlands Road P.O. Box 40005 - 00100 Nairobi Tel: 2251758/2210719 Email: info@kestrelcapital.com Website: www.kestrelcapital.com	**KINGDOM SECURITIES** Co-operative Bank House, 5th Floor Haile Selassie Avenue P.O. Box 48231-00100 Nairobi Tel: 3276000/ 3276676 Email: info@kingdomsecurities.co.ke Website: www.kingdomsecurities.co.ke
NCBA INVESTMENT BANK LTD NCBA Annex, 3rd Floor Hospital Road, Upper Hill P.O.Box 44599 - 00100 Nairobi Tel: 2884000 Mobile: 254711056444/ 254732156444 Email: contact@ncbagroup.com Website: www.ncbagroup.com	**RENAISSANCE CAPITAL (KENYA) LTD** Pramukh Tower 10th Floor Westlands Road, Chiromo P.O. Box 40560-00100 Nairobi Tel: 3682339/36821100 Email: info@rencap.com Website: www.rencap.com	**SBG SECURITIES LTD** Stanbic Centre, 2nd Floor, Chiromo, Westlands P.O. Box 47198-00100 Nairobi Tel: 3638900/3638080 Email: sbgs@stanbic.com Website: www.sbgsecurities.co.ke
SECURITIES AFRICA KENYA LIMITED NSE Building, 55, Westlands P.O. Box 19018 -00100 Tel: +254 735 571 530	**STANDARD INVESTMENT BANK LTD** JKUAT Tower, 16th Floor Kenyatta Avenue P.O. Box13714-00800 Nairobi	**STERLING CAPITAL LTD** Delta Corner Annex, 5th Floor Ring Road - Westlands

Email: info@securitiesafrica.com Website: www.securitiesafrica.com	Tel: 2220225/2228963/7/9 Email: info@sib.co.ke Website: www.sib.co.ke	P.O. Box 45080-00100 Nairobi Tel: 2213914/2244077 Mobile: 0723153219/0734219146 Email: info@sterlingib.com Website: www.sterlingib.com
SUNTRA INVESTMENTS LTD Nation Centre, 7th Floor Kimathi Street P.O. Box 74016-00200 Nairobi Tel: 2870000/2211846/2223330 Mobile: 0724-257024, 0733222216 Email: info@suntra.co.ke Website: www.suntra.co.ke	**UAP OLD MUTUAL SECURITIES LTD** UAP Old Mutual Tower, 3rd Floor Upperhill P.O. Box 50338 – 00200 Nairobi Tel: 2241379/2241408 Mobile: 0702909091/2, 0731001206/39 Email: omsclientservice@oldmutualkenya.com Website: www.uapoldmutual.com	