CORPORATE DISCLOSURE AND PROCEDURES POLICY

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1. DEFINITIONS

For the purposes of this Corporate Disclosure & Procedures Policy, the following terms shall have the meanings set out below. Terms not defined in this section shall have the meanings assigned to them in applicable law or the Company's other governance documents.

1.1 "Approving Authority" - The Board of Directors, or any Board Committee or senior officer formally delegated the authority to approve corporate disclosures and related communications before release.

1.2 "Board" or "Board of Directors" - The duly appointed or elected directors of the Company.

1.3 "Capital Markets Authority (CMA)" - The statutory body established under the Capital Markets Act of Kenya, with the mandate to license, regulate, and supervise capital markets intermediaries and issuers of securities.

1.4 "Confidential Information" - Any non-public information relating to the Company's operations, financial performance, business strategies, trade secrets, stakeholder data, or other proprietary information and shall include Inside Information.

1.5 "Continuous Disclosure" - The ongoing obligation of the Company to promptly disclose to regulators, shareholders, and the public any Material Information that could influence investment decisions or affect the market value of the Company's securities.

1.6 "Corporate Disclosure" - Any communication, announcement, report, statement, or document containing Material Information about the Company's financial condition, performance, governance, risk profile, or other significant developments, made available to shareholders, regulators, the public, or other stakeholders.

1.7 "Insider" - Any director, officer, employee, consultant, contractor, or other person who has access to Confidential Information about the Company.

1.8 "Inside Information" - Material, non-public information about the Company, its securities, or operations that, if disclosed publicly, could reasonably be expected to affect the price or value of the Company's securities or influence investor decisions.

1.9 “Material Information” - Information that a reasonable investor would consider important in deciding whether to buy, hold, or sell the Company’s securities. This may include, but is not limited to, audited and unaudited financial results, strategic business decisions, operational milestones, mergers, acquisitions and divestments, profit warnings and regulatory approvals or sanctions that CMA requires disclosed.

1.10 “Securities Exchange” - Any regulated securities market or stock exchange on which the Company’s securities are listed, traded, or admitted to trading from time to time, including but not limited to the Nairobi Securities Exchange, the Dar es Salaam Stock Exchange, and the Uganda Securities Exchange.

2. PURPOSE AND SCOPE

2.1 Purpose

The purpose of this Policy is to:

- Promote Transparency and Integrity – Ensure that all information disclosed by the Company is accurate, complete, timely, and presented in a manner that fosters stakeholder confidence and trust.
- Comply with Legal and Regulatory Requirements – Establish clear procedures for preparing, reviewing, approving, and disseminating disclosures in accordance with applicable laws, regulations, listing rules, and best practice corporate governance standards.
- Facilitate Informed Decision-Making – Provide shareholders, investors, regulators, and other stakeholders with material information that enables them to make well-informed decisions regarding the Company.
- Safeguard Confidential Information – Balance transparency obligations with the need to protect commercially sensitive, Confidential Information until appropriate for release.
- Prevent Misleading Communications – Avoid selective, false, misleading, or incomplete disclosures that could distort market perceptions or harm the Company’s reputation.
- Enhance Accountability – Clarify roles, responsibilities, and approval processes to ensure that disclosures are prepared and issued in a manner consistent with the Company’s governance framework.

2.2 Scope

This Policy applies to:

2.2.1 All Corporate Disclosures including:

- Announcements to the Securities Exchange.
- Investor/analyst briefings and interviews with journalists.
- Disclosures on the Company's website, social media channels, and other digital platforms.
- Financial statements including half yearly and annual financial statements.
- The Integrated Annual Reports including sustainability reports, ESG disclosures, and corporate governance statements.

2.2.2 Stakeholders Requiring Information including:

- Shareholders and potential investors.
- Regulatory bodies and Securities Exchange.
- Employees and trade unions.
- Customers, suppliers, and business partners.
- The media and the general public.

2.2.3 Officers and Representatives:

- Members of the Board of Directors.
- Senior management, executives, and departmental heads.
- Employees and consultants involved in the preparation, review, or dissemination of disclosures.
- Third-party representatives authorised to communicate on behalf of the Company.

2.2.4 All Forms of Communication:

- This includes oral, written, and digital communications, whether in physical or electronic format.

3. STATEMENT OF POLICY

The Company is committed to ensuring that all disclosures are accurate, complete, timely, balanced, and easily understood. Corporate disclosures shall be made in a manner that enables all stakeholders to have equal, fair, and simultaneous access to Material Information.

The guiding principles of this Policy are as follows:

- Accuracy – All disclosures must be factually correct, free from material omissions, and presented in a clear, concise manner.
- Completeness – Disclosures shall include all information necessary for stakeholders to interpret the content accurately, avoiding selective or partial disclosure.
- Timeliness – Material Information shall be disclosed without undue delay once it is known, subject only to necessary confidentiality, legal and regulatory disclosure requirements.
- Fair Access – All stakeholders shall have equal access to Material Information, with no preferential or selective disclosure to any individual or group before public release.
- Regulatory Compliance – All disclosures shall meet the requirements of applicable laws, listing rules, and regulatory guidelines.
- Consistency – Information shall be disclosed in a consistent format and tone across all platforms to maintain credibility and comparability over time.
- Confidentiality – Inside Information and commercially sensitive data shall be protected from unauthorised disclosure until authorised for public release.
- Professionalism – All disclosures shall be prepared and reviewed with due care, diligence, and oversight, ensuring the Company's reputation for integrity is upheld.

This Policy applies to all Company disclosures, whether voluntary or mandatory, formal or informal, and in any medium of communication.

4. CATEGORIES OF DISCLOSURES

4.1 The Company shall issue disclosures in the following categories, each subject to the requirements of applicable laws, regulations, and listing rules:

Periodic Disclosures

Information required to be disclosed at regular intervals, including but not limited to:

- Annual audited financial statements and associated reports.
- Half-year unaudited financial statements.
- Notices for Annual General Meetings.
- Corporate governance disclosures including corporate governance self-reporting templates.

Continuous / Event-Driven Disclosures

Information that must be disclosed promptly, without waiting for formal reporting cycles and includes disclosures triggered by specific occurrences or corporate actions, such as:

- Appointment, resignation, or removal of Board members, the Company Secretary, CEO or external auditors.
- Mergers, acquisitions, joint ventures, or disposals of significant assets.
- Significant litigation, regulatory investigations or enforcement actions required to be disclosed by CMA.
- Amendments to constitutional documents or company name.
- Changes in share capital or shareholding structure.
- Changes to the registered office address.
- Profit warnings where financial results are expected to materially differ from the previous reporting period.
- Any Material Information likely to influence investment decisions or the market price of the Company's securities.
- Cautionary statements regarding events, developments or transactions with potential material impact.
- Application for liquidation, administration, or receivership, including appointment of a receiver or liquidator.

4.2 Newspaper Disclosures

Corporate Disclosures that are required to be published in the newspapers shall be published accordingly, in the manner prescribed by CMA.

4.3 Website Disclosures

Subject to clause 4.2, Corporate Disclosures may be published and maintained on the Company's website for public access. In addition, the following information shall be published and maintained on the Company's website:

- Directors Code of Ethics and Conduct.
- Board and committee charters.
- Annual reports, sustainability reports, governance statements
- Annual calendar of events.

- AGM notices, proxy forms, and related shareholder communications.
- Profiles of Board members and senior management.
- Key governance policies (e.g., conflict of interest, whistleblowing, and dispute resolution).
- Information on shareholding structure.

4.4 Digital and Social Media Communications

Social media platforms may be used to amplify information that has already been publicly disclosed through official channels including the Company's website. Social media shall however not be used for Corporate Disclosures prior to disclosure on the official channels.

4.5 Regulatory Filings

Disclosures made in fulfilment of obligations to statutory and regulatory bodies, shall include but not be limited to:

- Capital Markets Authority (CMA) filings.
- Insurance Regulatory Authority (IRA) filings.
- Retirement Benefits Authority (RBA) filings.
- Nairobi Securities Exchange (NSE) announcements.
- Companies Registrar filings under the Companies Act.
- Any other applicable regulatory submissions.

4.6 Market Rumours and Speculation

The Company shall not normally comment on market rumours or speculation unless required to do so by CMA or where such rumours may materially affect the trading of the Company's securities.

5. PROCEDURES FOR PREPARING & APPROVING DISCLOSURES

These procedures are designed to ensure that all company disclosures are prepared, verified, approved, and published in a manner that is accurate, complete, timely, and compliant with applicable laws and listing requirements.

5.1 Identification of Material Information

5.1.1 All Directors, senior management, and employees have a duty to promptly report to the Company Secretary any information that may be material and the subject of Corporate Disclosure.

5.1.2 All Corporate Disclosures, except audited and unaudited financial statements, shall first be submitted to CMA for approval before publishing.

5.1.3 All Corporate Disclosures approved by CMA shall be submitted to the Securities Exchange through the prescribed announcement platform before being released to the media or posted on the Company's website or social media platforms.

5.1.4 No Corporate Disclosure shall be published or release in any media within the trading hours of the Securities Exchange.

5.2 Drafting of Disclosures

5.2.1 Lead Responsibility – The Company Secretary will coordinate the preparation of any Corporate Disclosure in collaboration with any other Authorised Party.

5.2.2 Content Requirements – All disclosures must:

- Be factually accurate, using verified data.
- Be balanced and complete, avoiding selective emphasis.
- Use clear, non-technical language wherever possible.
- Include context for understanding (e.g., reasons for changes, background on events).

5.2.3 Supporting Evidence – Relevant source documents, reports, or data used to prepare the disclosure must be retained for verification purposes.

5.3 Internal Review Process

5.3.1 Departmental Verification – The originating department shall be responsible for confirming the factual accuracy of all information within its scope. For disclosures containing financial data, the Finance Department must verify numerical accuracy and consistency with financial statements.

5.3.2 Legal/Compliance Review – The Company Secretary and Legal Department shall confirm compliance with applicable laws, regulations, and listing rules.

5.3.3 Risk Review – For disclosures with potential market, operational, or reputational risks, the Risk & Compliance Department together with the Corporate Communications departments must assess wording and completeness.

5.3.4 The Group CEO must sign-off on all Corporate Disclosures before release, confirming that management supports the content.

5.4 Approval Process

5.4.1 Routine Disclosures – Disclosures that are routine, non-material such as appointment or resignation of Board members, change of the Company's registered office or rotation of external auditors may be approved by the Chairman of the Board after input from the Company Secretary.

5.4.2 Other Disclosures – Other Corporate Disclosures must be approved in written by the Board of Directors or Approving Authority.

5.5 External Release & Publication

5.5.1 Regulatory Filing – disclosures shall be submitted directly to the relevant regulator (e.g., CMA, NSE, IRA, RBA) in the prescribed format.

5.5.2 Website Publication – Corporate Disclosures shall be posted on the Company's website in the dedicated "Investor Relations" section.

5.5.3 Media Communication – Corporate Disclosures shall be distributed to authorised media outlets.

5.5.4 Stakeholder Notification – Where necessary, notification to shareholders, investors, and key stakeholders directly (e.g., email alerts).

Corporate Disclosures in 2 3 and 4 above shall be subject to 5.1 above and identical to the version approved by CMA.

5.6 Record-Keeping

5.6.1 Disclosure Register – The Company Secretary shall maintain a register of all Corporate Disclosures, indicating:

- Date and time of release.
- Type of disclosure.
- Approval authority.
- Channels used for publication.
- Supporting documents and evidence.

5.6.2 Retention Period – Disclosure records must be kept for at least ten (10) years or longer where required by law.

5.7 Handling of Errors or Omissions

5.7.1 If an error or omission is identified after publication/release, the Company Secretary must immediately:

- Assess the materiality of the error.
- Prepare a corrective disclosure or clarification.
- Submit the correction to the Board/Approving Authority and CMA and re-publish through all initial channels.

5.7.2 The Company must ensure that any corrective statement is clearly linked to the original disclosure for transparency.

5.8 Confidential Information & Delayed Disclosure

5.8.1 In certain cases, disclosure may be delayed if:

- Immediate release would prejudice the Company's legitimate interests; and
- Confidentiality can be maintained; and
- Delay does not mislead the public.

5.8.2 The Board must authorise delayed disclosure, and the reasons must be documented in the Disclosure Register. If in doubt, guidance may be sought, in confidence, from CMA.

5.8.3 Once the reason for delay no longer applies, disclosure must be made immediately.

5.9 Investor, Analyst and Journalist Engagement

5.9.1 Meetings with financial analysts, investors, journalists or market participants shall not involve disclosure of Confidential Information.

5.9.2 Any Confidential Information inadvertently disclosed during such engagements shall be promptly released to the market through the appropriate regulatory channels.

6. CONFIDENTIALITY & INSIDER INFORMATION CONTROLS

This section sets out the measures the Company will take to safeguard confidential and Inside Information, ensuring it is protected from unauthorised disclosure while complying with applicable laws and regulations.

6.1 Guiding Principles

6.1.1 The Company is committed to balancing transparency with the protection of sensitive information until such information is ready and authorised for public release.

6.1.2 Inside Information shall be handled in strict compliance with laws, regulations, and internal controls to prevent insider trading and market abuse.

6.1.3 No Insider shall use Confidential Information for personal gain or to benefit others.

6.2 Access to Inside Information

6.2.1 Access to Inside Information shall be strictly on a need-to-know basis and limited to those performing duties requiring such access.

6.2.2 Individuals with access to Inside Information will be designated as "Insiders" and may be required to acknowledge their obligations in writing.

6.2.3 Access control measures shall include:

- Password-protected systems and restricted folders.
- Physical security for sensitive files.
- Controlled circulation of documents (both physical and digital).

6.3 Handling & Storage of Confidential Information

6.3.1 Confidential Information must be clearly labelled as such on both physical and electronic documents.

6.3.2 Electronic storage must be in secure, access-controlled servers or platforms.

6.3.3 Physical documents must be kept in locked cabinets or restricted offices.

6.3.4 Transmission of such information must be encrypted or conducted via secure channels.

6.4 Disclosure of Inside Information

6.4.1 Inside information may only be disclosed externally when:

- It is required by law or regulation; and
- Authorised by the Board.

6.4.2 Any disclosure of Inside Information must follow the disclosure procedures set out in this Policy.

6.5 Insider Trading Restrictions

6.5.1 The Company has established an Insider Trading Policy.

6.5.2 The Disclosure & Procedures Policy should be read together with the Insider Trading Policy. Both policies govern the handling, protection, and disclosure of material non-public information concerning the Company. While this Policy establishes the procedures for the identification, escalation, approval, and public disclosure of material information to the market and the relevant Securities Exchange, the Insider Trading Policy regulates the use of such information by Directors, officers, employees, and other Insiders to prevent unlawful trading in the Company's securities.

6.5.3 Any person who becomes aware of material non-public information must comply with the confidentiality obligations and trading restrictions set out in the Insider Trading Policy until such information has been publicly disclosed in accordance with this Policy.

6.6 Breach & Disciplinary Action

6.6.1 Any breach of confidentiality or misuse of Inside Information will result in disciplinary action, up to and including termination of employment, removal from the Board, and legal action.

6.6.2 Where the provisions of the Capital Markets Act have been violated, the Company will cooperate with CMA and other enforcement authorities.

6.7 Training & Awareness

The Company shall provide periodic training to directors, employees, and authorised representatives on confidentiality obligations, insider trading laws, and the proper handling of Inside Information.

7. MONITORING & REVIEW

7.1 Purpose

The purpose of this section is to establish a robust framework for monitoring adherence to the Corporate Disclosures and Procedures Policy and ensuring its continuous relevance and effectiveness. Ongoing monitoring and periodic review help the Company maintain high standards of transparency, compliance, and stakeholder trust.

7.2 Monitoring Responsibilities

7.2.1 Board of Directors

- Provide oversight of this Policy.
- Review periodic monitoring reports prepared by the Company Secretary, and the Compliance function.
- Ensure that any identified weaknesses or breaches in the disclosure process are addressed promptly and effectively.

7.2.2 Company Secretary

- Serve as the primary custodian of the disclosure process, responsible for coordinating the preparation, approval, release, and record-keeping of all Corporate Disclosures.
- Maintain a Disclosure Register containing details of every disclosure made, including dates, approval authorities, and supporting documentation.
- Monitor the timeliness and completeness of disclosures and report any deviations to the Board or relevant Board Committee.

7.2.3 Compliance Function

- Conduct periodic compliance checks to confirm that all disclosures meet applicable legal, regulatory, and listing requirements.
- Identify and report any incidents of non-compliance or gaps in the disclosure process to management and the Board.

7.2.4 Internal Audit

- Audit disclosure processes to independently verify that controls over the preparation, review, and release of disclosures are functioning effectively.
- Provide recommendations for strengthening disclosure procedures and mitigating risks.

7.2.5 Management and Department Heads

- Ensure that all relevant operational and financial information is promptly escalated to the Company Secretary for consideration.
- Support monitoring by maintaining accurate records and promptly responding to information requests during reviews or audits.

7.3 Review Process

7.3.1 Frequency

- This Policy shall be reviewed every two (2) years or earlier when necessary to ensure it remains aligned with changes in laws, regulations, listing rules, market practices, and the Company's operational environment.
- Additional reviews shall be undertaken whenever there is a material change in the regulatory framework or corporate governance standards affecting disclosure obligations.

7.3.2 Responsibility for Review

- The Company Secretary, in consultation with Legal, Compliance, and relevant management functions, shall initiate and coordinate the review process.
- Findings and recommendations shall be submitted to the Board for approval.

7.4 Communication of Updates

Once approved, any revisions or updates of this Policy shall be communicated to all stakeholders and published on the Company's Website.

Approved by the Board on 01.04.2026

Chairman ....