



**KCB GROUP PLC**

**CORPORATE DISCLOSURE POLICY**

<b>Approval Date</b>	<b>22 May 2025</b>	<b>Effective Date</b>	<b>22 May 2025</b>
<b>Authority</b>	<b>KCB Group Plc Board</b>	<b>Post Holder</b>	<b>Group Chairman</b>

## 1.0 PURPOSE

This Corporate Disclosure Policy (the "Policy") outlines the principles and procedures for disclosing material information to shareholders, stakeholders, and the public by KCB Group Plc. The Policy is designed to ensure compliance with regulatory requirements, promote transparency, and uphold the highest standards of corporate governance.

## 2.0 POLICY OBJECTIVE

- Ensure timely, accurate, and complete disclosure of material information.
- Comply with the disclosure requirements of the Capital Markets Authority (CMA) and the Nairobi Securities Exchange (NSE) including regulatory requirements under the Companies Act, 2015, the International Financial Reporting Standards and any other applicable law or regulation
- Promote transparency and foster investor confidence.
- Protect sensitive information and maintain the confidentiality of proprietary data.

## 3.0 SCOPE

This Policy applies to all directors, officers, employees, and representatives of KCB Group Plc. It covers all forms of disclosure, including financial reports, press releases, investor presentations, and communications with regulators.

## 4.0 DEFINITIONS

**Material Information:** Any information that could influence an investor's decision to buy, hold, or sell securities of KCB Group Plc. or that may significantly affect the market price or value of those

**Confidential Information:** Proprietary information that is not intended for public disclosure and could harm KCB Group Plc if disclosed.

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## 5.0 DISCLOSURE PRINCIPLES

The following principles shall apply to corporate disclosures:

- 5.1. **Timeliness** - Material information must be disclosed promptly to ensure that all stakeholders have access to the same information at the same time.
- 5.2. **Accuracy** - All disclosed information must be accurate, complete, and not misleading.
- 5.3. **Consistency** - Disclosures must be consistent in their content, format, and timing to avoid confusion and ensure clarity.
- 5.4. **Fairness** - Information must be disclosed fairly and equitably to all stakeholders without preferential treatment.

## 6.0 DISCLOSURE REQUIREMENTS AND PROCEDURES

- 6.1. **Approval Process** – All material disclosures must be reviewed and approved by the designated executive being the Group Chief Executive Officer or as delegated to the Group Finance Director, General Counsel or Investor Relations.
- 6.2. **Communication Channels** – Material information must be disclosed through appropriate channels, including:
  - 6.2.1. Filings with the Capital Markets Authority and Nairobi Securities Exchange,
  - 6.2.2. Press releases via approved media channels,
  - 6.2.3. the company's official website,
  - 6.2.4. Annual and interim reports, and
  - 6.2.5. Investor briefings and media releases.
- 6.3. **Record Keeping** – All disclosed information must be documented and archived for future reference and compliance verification.
- 6.4. **Confidentiality** – Confidential information must be protected and only disclosed when legally required or authorized. Material information not yet disclosed to the public must be kept confidential and disclosed only on a need-to-know basis. Premature disclosure, including via social media or casual conversations, is strictly prohibited.
- 6.5. **Insider Trading Restrictions** – No employee or insider shall trade in the Company's securities while in possession of undisclosed material information. All insiders must adhere to the Company's Insider Trading Policy.
- 6.6. **Communication with Market Participants** - Only designated spokespersons (Group CEO, Group Finance Director, Investor Relations) may communicate with analysts, investors, or the media on behalf of the Company. All public statements must align with previously disclosed information.

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6.7. Correcting Inaccurate Disclosure - If any public disclosure is found to be inaccurate or misleading, corrective disclosure must be made promptly via the same channels used for the original release.

## **7.0 COMPLIANCE AND MONITORING**

The board is responsible for ensuring compliance with this Policy. All relevant staff will be trained regularly on their disclosure obligations. The Company Secretary will oversee compliance and report breaches to the Board. Regular reviews will be conducted to monitor adherence to disclosure requirements and address any gaps or inconsistencies.

## **8.0 REVIEW AND AMMENDMENTS**

The board shall review the corporate disclosure policy every three years to ensure its continued relevance and effectiveness, reflect changes in regulatory requirements, best practices, or the company's operational needs. Any amendments to the policy shall be approved by the board of directors and, where necessary, by the shareholders.

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