



Kenya Power

THE KENYA POWER & LIGHTING COMPANY PLC

SHAREHOLDERS COMMUNICATION POLICY

Part A - Document Control Sheet

Document	Shareholders Communication Policy		
Document Owner	Manager, Board & Regulatory Affairs		
Division	Legal, Regulatory Affairs & Company Secretary		
Department	Board & Regulatory Affairs		
Lead Contact	Senior Shares Registrar		
Document Status	Final		
Document Approvals	Approver	Approval Reference	Approval Date
	Executive Committee	EXCOM/390/23	Mon. 20 th Nov. 2023
	Board of Directors	BM/164/23	Mon. 4 th Dec. 2023
Reference. No.	KPLC1/2B/5/1/011		
Issue No.	01		
Revision No.	Not Applicable		
Revision Date	None		
Revision Type	Not Applicable		
First Development Date	Friday, 1 st September 2023		
Commencement Date	14 TH JUNE 2024		
Revision Frequency	Three (3) Years		
Next Review Date	June 2027		
Superseded Documents	None		
Complementary Documents	<ol style="list-style-type: none"> 1. Stakeholders Engagement Policy 2. Dividend Policy 		

SHAREHOLDERS COMMUNICATION POLICY

Part B - Definitions and Abbreviations

Material Information	Any information which has significant impact on the value of the shares of the Company
Shareholder	An individual or institution that owns shares in the Company
AGM	Annual General Meeting of the Shareholders
CMA	Capital Markets Authority
NSE	Nairobi Securities Exchange
The Company	The Kenya Power and Lighting Company PLC.

Part C – Introduction

The Company is a public entity whose shares are listed at the NSE. The Company has a legal responsibility under the Companies Act, 2015, and Capital Markets Regulations to ensure that its Shareholders are notified of any information that could potentially impact the value of their investments.

Furthermore, the Board shall demonstrate its acknowledgment, respect and protection of the rights of all Shareholders, regardless of their size, status (majority or minority) or origin (institutional, local, or foreign investors). Equitable treatment of all Shareholders will be a guiding principle upheld by the Board, ensuring fairness and equal consideration for every investor.

Part D - Policy Purpose

This Policy serves as a comprehensive guide for disclosing essential information to Shareholders, empowering them to make well-informed decisions when transacting with the Company.

Part E - Policy Statements

The Company is committed to fostering strong and positive relationships with its Shareholders. This is achieved through proactive and effective communication practices. In alignment with this commitment, the Board shall diligently provide Shareholders with relevant information in accordance with applicable laws and globally recognised best practices. In line with this –

1. The Company commits to establish and implement a system that provides the necessary information to Shareholders by: -
 - 1.1 Fully disclosing any Material Information in accordance with the CMA Listing and continuing obligations
 - 1.2 Timely publication of financial results as guided by the CMA and Companies Act, 2015
 - 1.3 Holding an AGM within six months after the close of the financial year as stipulated by the Companies Act, 2015
 - 1.4 Publishing the half-year accounts by end of February of every year

- 1.5 Publishing audited accounts by 31st October every year
 - 1.6 Publishing all Material Information in at least two newspapers with national circulation within 24 hours after the Board approval
 - 1.7 Holding half-year and full-year investor briefings to keep investors abreast of the Company's business performance
 - 1.8 Ensuring disclosure of relevant information on the Company's website www.kplc.co.ke
 - 1.9 Publishing any information to Shareholders including AGM notices in the press and giving twenty-one clear calendar days prior to the Meeting. The notice shall specify the place, date, hour, and agenda of the meeting
 - 1.10 Ensuring that Shareholders who are unable to attend and vote at general meetings are encouraged to appoint proxies to attend, speak and vote on their behalf
 - 1.11 Shareholders to be given an opportunity to ask questions or seek clarification from the Board and Management on any matter relating to Company business during the AGM
2. The Company shall maintain an open-door policy whereby Shareholders have direct access to the Company's Management who will respond to any correspondence regarding any issue.

Part F - Policy Objectives

1. Promote informed, constructive dialogue between the Board, Management and Shareholders
2. Promote transparent and open communication, with a strong emphasis on the integrity, timeliness and relevance of the information provided in line with good corporate governance practices
3. Disclose sufficient information to enable Shareholders make informed decisions
4. Promote attendance at and participation during Shareholders meetings
5. Enhance the value of shares listed at the NSE.

Part G – Scope

This Policy applies to the Shareholders, Board and Management of the Company.

Part H - Risk Statement

The key risks associated with the lack of a Shareholders Communication Policy include leakage of market-sensitive information, late disclosure of information outside the legal and regulatory timeline and regulatory sanctions for failure to comply. To address these risks, it is important to have effective controls on circulation of information while ensuring full compliance with legal and regulatory requirements.

Part I - Responsibility for Implementation of the Policy

1. Board of Directors

- 1.1 Approval and adoption of this Policy
- 1.2 Oversee implementation of this Policy
- 1.3 Communicating to Shareholders.

2. Managing Director & Chief Executive Officer

- 2.1 Ensure that the information released is accurate and credible.

3. General Manager, Legal, Regulatory Affairs & Company Secretary

- 3.1 Ensure that Company complies with its disclosure obligations under various legal and regulatory requirements.

4. Corporate Communications Manager

- 4.1 Develop and implement the Shareholder communication strategy
- 4.2 Ensure timely placement of all Shareholder communications with the targeted media.

Part J - Monitoring and Evaluation

The Legal, Regulatory Affairs and Company Secretary Division shall oversee the implementation of this Policy.

Part K - Triggers for Policy Review

The Policy will be reviewed under either of the following circumstances: -

1. Legal and regulatory changes
2. Change in organisation structure, corporate strategy and business models
3. Macroeconomic and technological changes
4. A lapse of a 3-year time period after the last review.

Part L - Statutory and Regulatory Compliance Requirements

The laws and regulations that this Policy should be in accordance include (but not limited to): -

1. The Companies Act, 2015
2. The Capital Markets (Securities) Public Offers (Listing and Disclosures 2002)
3. The Capital Markets Code of Corporate Governance for Issuers of Securities to the Public, 2015
4. The Memorandum and Articles of Association of the Company.

Part M - Records and Reports

1. Board Minutes
2. The Company's Annual Reports
3. Circulars, Notices and Announcements
4. AGM Notice and AGM Minutes
5. Investors Briefing Notes

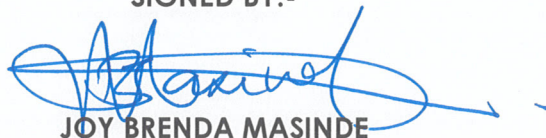
Part N - Distribution List

This Policy shall be distributed to the Board and Management of the Company.

Part O - Transition and Consequential Provision

The procedures giving effect to this Policy shall be developed and approved within a maximum period of six (6) months from the Commencement Date.

SIGNED BY:-



JOY BRENDA MASINDE

CHAIRMAN, BOARD OF DIRECTORS

Signature Date: 14TH JUNE 2024

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