



EAAGADS LIMITED

CORPORATE DISCLOSURES POLICY

FOR SHAREHOLDER APPROVAL

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FOR SHAREHOLDER APPROVAL

1. PREAMBLE

- 1.1 The Code of Corporate Governance Practices for Issuers of Securities to the Public 2015 (CMA Code) emphasises that transparency and disclosure are essential for upholding market integrity and fostering investor confidence.

- 1.2 Eaagads Limited (the “Company” or “Eaagads”), is committed to ensuring the dissemination of accurate, timely, consistent, and comprehensive information to its shareholders, investors, regulators, the public, and all other relevant stakeholders. This Corporate Disclosures Policy sets out the principles and procedures that govern the Company’s corporate disclosures, with the objective of upholding the highest standards of transparency, integrity, and regulatory compliance.

2. PURPOSE

- 2.1 This Corporate Disclosure Policy (hereinafter referred to as the “Policy”) is designed to establish a consistent and effective framework for the transparent, accurate, and timely disclosure of material information to stakeholders, subject to the limitations outlined in this Policy, while safeguarding confidential information and maintaining stakeholder trust.

3. OBJECTIVES

The objectives of the Corporate Disclosures Policy are as follows:-

- 3.1 To provide investors with timely and accurate information to make informed investment decisions;
- 3.2 To ensure transparency and accountability with the Company;
- 3.3 To create an environment of openness and trust between the Company and the investors;
- 3.4 To allow regulators to monitor the activities and compliance of the companies; and
- 3.5 To promote good corporate governance practices.

4. APPLICATION

- 4.1 This policy applies to all stakeholders of the Company, including the Board of Directors, Investors, Employees, Management, Regulatory Authorities, the Media, Shareholders, and the Public.
- 4.2 For the purposes of this Policy, 'Information' refers to any written disclosures contained in documents filed with the Capital Markets Authority (CMA) or any other regulatory body;
- 4.3 This Policy does not apply to Information jointly owned with third parties, which shall be disclosed on a case-by-case basis, subject to the prior agreement of all parties involved.

5. INTERNAL REPORTING AND DISCLOSURES

5.1 Conflict of Interest Disclosure

- 5.1.1 conflict of interest include personal relationships, financial interests, outside employment, ownership of and transactions in the company’s securities, gifts and hospitality; and
- 5.1.2 all Directors, Management and Employees shall declare conflicts of interest in the prescribed manner. They shall provide regular updates on their disclosures to ensure the information remains current and relevant. This can be quarterly or annually, as the Company may require from time to time.

6. GENERAL PRINCIPLES OF MATERIALITY

- 6.1 Material information refers to any information that could affect the price of an issuer’s securities or influence investment decision making and includes information on: *(as defined in the CMA Code)*
 - 6.1.1 merger, acquisition or joint venture;
 - 6.1.2 a stock split or stock dividend ;
 - 6.1.3 earnings and dividends of an unusual nature;
 - 6.1.4 the acquisition or loss of a significant contract;
 - 6.1.5 a significant new product or discovery;

- 6.1.6 a change in control or significant change in management;
 - 6.1.7 a call of securities for redemption;
 - 6.1.8 the public or private sale of a significant amount of additional securities;
 - 6.1.9 the purchase or sale of a significant asset;
 - 6.1.10 a significant labour dispute;
 - 6.1.11 a significant lawsuit against the issuer;
 - 6.1.12 establishment of a programme to make purchases of the issuer's own shares;
 - 6.1.13 a tender offer for another issuer's securities;
 - 6.1.14 significant alteration of the memorandum and articles of association of the issuer; or
 - 6.1.15 any other peculiar circumstances that may be controversial and that may prevail with respect to the issuer or the relevant industry;
- 6.2 The Board, with the support of Management and the Company Secretary, shall exercise sound judgment in determining whether specific information constitutes material information requiring disclosure.
- 6.3 The Company shall ensure the timely and accurate disclosure of material information in compliance with all applicable laws and regulations, including the CMA Code and the Nairobi Securities Exchange (NSE) Listing Rules.
- 6.4 All Directors, Senior Management, and Employees are required to maintain the confidentiality of material information until it has been publicly disclosed in accordance with this Policy.

7. GENERAL PRINCIPLES OF ACCESS TO INFORMATION

- 7.1 Information accessible to the public shall, as far as reasonably and practicably possible, be made available through the Eaagads website.
- 7.2 This Policy is guided by the principles of openness and transparency, ensuring that information concerning the Company is publicly accessible or available upon request, except where one or more of the exceptions outlined in this Policy apply.
- 7.3 The disclosure of data shall be governed by the Company's Data Protection and Information Technology (IT) policies.
- 7.4 All requests for corporate information from the investing public must be referred to the CEO or the Company Secretary, unless the employee has been expressly authorised by the appropriate authority to respond. Any unauthorised disclosure of information may result in disciplinary action in accordance with the Company's Human Resource policies.

8. ACCESS TO PERSONAL DATA

- 8.1 The disclosure of personal data is governed by the Company's Data Protection policies and procedures. Eaagads has also implemented appropriate security measures to prevent the accidental loss, unauthorised access, use, alteration, or disclosure of personal data.

9. CATEGORIES OF INFORMATION

Information is classified into three categories: publicly available information, information available upon request, and confidential information.

9.1 Category 1: Publicly available Information

This refers to events or information that shall be deemed material upon their occurrence and, as such, must be disclosed to the Capital Markets Authority (CMA), and the Nairobi Securities Exchange (NSE).

9.2 Category 2: Information available on request

Eaagads makes certain types of information available upon request only. In some instances, access to such information may be restricted based on the identity or role of the requestor. This includes, but is not limited to, disclosures made to the Capital Markets Authority (CMA), independent auditors,

the Company's bankers, financiers, lenders, and for Know Your Customer (KYC) compliance purposes.

9.3 Category 3: Confidential information

- 9.3.1 The Company's Privacy Policy establishes a duty of confidentiality in the handling of personal data. Additionally, the Board Charter which functions as Eaagads' Code of Ethics and Conduct imposes an obligation on Directors and Employees to maintain the confidentiality of sensitive information received from all stakeholders, including customers, intermediaries, and suppliers, except where disclosure is expressly required by applicable laws or court orders.
- 9.3.2 Directors are entitled to the confidentiality of all disclosures made to the Board, its Committees, and the Company, provided such disclosures are not already in the public domain.
- 9.3.3 Decisions and resolutions of the Board of Directors may include limitations on the disclosure of certain information. Nothing in this Policy shall be interpreted as limiting or modifying the applicability or authority of any decisions or resolutions made by the Company's governing bodies.

10. PROCEDURE FOR SUBMITTING REQUESTS FOR DISCLOSURE OF INFORMATION

- 10.1 Individuals or entities seeking information that is not publicly accessible through Eaagads' website may submit a request for non-confidential disclosures, in accordance with the Company's disclosure procedures. Such requests must be made in writing either physically or electronically and must clearly state the purpose of the request along with any relevant background information.
- 10.2 This Policy does not apply to data that exists solely in raw form, whether physical or electronic. The Company is not obligated to respond to requests that require the selection, processing, or manipulation of such data to create new content.
- 10.3 Eaagads shall endeavour to process requests for information disclosure as promptly as possible, taking into consideration the complexity and scope of each request. A fee may be charged to cover the costs associated with the retrieval, preparation, and delivery of the requested information. This fee will be based on estimated costs, communicated to the requestor in advance, and must be paid prior to processing.

11. WITHHOLDING CONFIDENTIAL INFORMATION

- 11.1 Eaagads may deny a request for disclosure of information if the following circumstances apply;
 - 11.1.1 If information is subject to legal, regulatory, or contractual restrictions that prohibit its disclosure.
 - 11.1.2 If the information is commercially sensitive or its disclosure could result in competitive disadvantage or reputational harm to the Company.
 - 11.1.3 If the request pertains to internal deliberations, draft materials, or pre-decisional content not intended for public release.
 - 11.1.4 If the information relates to ongoing legal proceedings, investigations, or audits, and its disclosure would prejudice the integrity or outcome of such processes.
 - 11.1.5 If the disclosure may compromise the safety or security of Eaagads' personnel, information systems, physical assets, or operations.
 - 11.1.6 If the disclosure would violate applicable data protection legislation or infringe upon the privacy rights of individuals.
 - 11.1.7 If, in Eaagads judgment, the request is unreasonable, repetitive, abusive or vexatious; or

11.2 If only a portion of the information responsive to a disclosure request falls within one of the limitations set out in this Policy, Eaagads may, at its sole discretion, disclose the remaining information. In such instances, appropriate measures will be taken to safeguard the confidentiality of the withheld information.

12. DECLASSIFICATION AND ARCHIVING

Eaagads recognises that the sensitivity of information falling under the list of exceptions may change over time. Accordingly, the Company will adopt an appropriate declassification process to enable the eventual release of information previously classified as Restricted. All such actions shall be undertaken in accordance with the Company’s records management policies and procedures, which apply to this Policy in full.

13. COMMUNICATION

13.1 This Policy shall be made accessible to the public through the Company’s official website.

13.2 All communications related to corporate disclosures shall be conducted in accordance with the Company’s approved Communication Policy.

14. REVIEW

This Policy will be reviewed annually to ensure its continued relevance. Any necessary revisions will be made in line with best practice and be presented to the Board for approval.

15. APPROVAL

This Policy was adopted by the Shareholders of Eaagads Limited on 2025.

Signed by the Chairman of the Board

Ms. Muthoni Runji-Pertet

Date