

**CORPORATE GOVERNANCE REPORTING TEMPLATE FOR ISSUERS OF SECURITIES TO THE PUBLIC TO BE FILED IN LINE WITH THE REQUIREMENTS OF THE CODE OF CORPORATE GOVERNANCE PRACTICES FOR ISSUERS OF SECURITIES TO THE PUBLIC, 2015**

Company Name (in full)  
CENTUM INVESTMENT COMPANY PLC  
Reviewer's Name  
Stock Code - CTUM  
Sector - INVESTMENT  
Year - 2021  
Date of financial year end - 31st March 2022  
Chairman Signature  
CEO Signature  
Company Secretary Signature

Company market to book ratio at end of financial year  
No of outstanding shares at end of financial year  
Closing price of stock at end of financial year  
Net sales as per Income Statement at end of financial year  
Net profit as per Income Statement at end of financial year  
Total debt (short and long term) as per Balance Sheet at end of financial year  
Total equity as per Balance Sheet at end of financial year  
Total no. of Board members at end of financial year  
No. of Independent directors at end of financial year

0.280215255  
655,443,214  
15.6  
KES 115,697,000  
KES 406,980,000  
KES 412,149,000  
KES 4,920,000  
10  
6

No. of non-executive directors at end of financial year

CEO Signature  
Company Secretary Signature

Question No.	Part No.	Question	Kemco Code Reference	Application - FA, PA or NA - Application or Explanation - Note 3 & 4	Source of Information
1	A1	Has the company formulated and published a Board Charter which is periodically reviewed and which sets out the Board responsibility for internal control?	112.263, 612	FA	The Company has a Board Charter which is periodically reviewed by the Board and the latest edition being 09 July 2021. The Board Charter that has been published Website - Board for internal control among other matters.
2	A2	Do the Board Charter or company documents establish the responsibilities of the Board from management in line with Code requirements?	112.211, 212, 262	FA	The Company Board Charter clearly lays out the duties and responsibilities of directors and distinguishes them from Management.
3	A3	Is there a statement indicating the responsibility of Board members for the application of corporate governance policies and procedures of the company?	113.6	FA	The Board Charter in its preamble recognizes that good corporate governance is critical to ensure the Company's success. The Board Charter applies the corporate governance principles.
4	A4	How has the Board indicated all directors, CEO and management are fully aware of their responsibilities of this Code?	113.6	NA	The Board through its Company issues that all Directors, Management and CEO are informed about the provisions of the Code through trainings, both internal and external on the provisions of the Code. The training also ensure that the Directors are fully aware of their responsibilities of the Code and the provisions attached to each clause. The Company Secretary also reports to the Independent and Executive Directors and the Board on the provisions of the Code as well as the status of compliance with the provisions of the Code. The Company also conduct an annual Board evaluation and governance audit to determine the suitability of its governance structure. The result of both the governance audit and the Board evaluation was tabled to the Board for their knowledge and Management implements the recommendations made from evaluations.

5	M	A.5	Do company documents indicate the role of the Board in developing and monitoring the company strategy?	Part II - Overview, 2.3	FA	The Board Charter clearly states that the Board must determine the business strategies, communicate strategy issues with senior management and plans that underpin the corporate strategy. The Company does have regular strategy retreats to ensure Management and the Board are aligned with the Company's objectives.	The Board Charter and Annual Report.
6	A or E	A.6	Does the company strategy promote sustainability of the company?	2.3.6	FA	Yes, the Company's strategy is crafted to deliver the best and sustainable return to all its stakeholders with particular focus on promoting the shareholders interests. The strategy ensures Management focuses on sustainable investments and the Board serves as a check to ensure Management achieves this objective.	The Company Website.
7	M	A.7	Are all board committees governed by a written charter/terms of reference, detailing its mandate, authority, duties, composition, leadership and working processes?	2.2.2	FA	The Company has in place Charters for all the Committees that govern all the affairs of the respective committees.	The respective Committee Charters and the Company website.
8	M	B.1	Has the Board established a Nomination Committee comprised mainly of independent and non-executive Board members?	2.1.2, 2.2.2	FA	The Company has a Nominations and Governance Committee in place, that is currently comprised of Five Non Executive Directors with Three out of the Five Directors also being Independent Directors.	The Company Website, the Annual Report and the Attendance Register.
9	M	B.2	Is the Chairperson of the Nomination Committee an independent director?	2.2.3	FA	The Chairperson of the Nominations and Governance Committee is Dr. Lulla Mwachira, an Independent Non Executive Director.	The Annual Report and the Attendance Register.
10	M	B.3	Has the board adopted and published procedures for nomination and appointment of new Board members?	2.1.1, 2.1.7	FA	The Nominations and Governance Committee Charter and the Board Charter outline the process and procedure for appointment of new board members.	The Nominations and Governance Committee Charter and the Board Charter.
11	M	B.4	Is the Board size adequate for the exercise of the company business?	2.1.4	FA	The Board is currently comprised of Ten Members possessing diverse skills and expertise to ensure that the best interest of the Company prevail in every decision of the Board.	The Company Website and the Annual Report.
12	A or E	B.5	Has the board adopted a policy to ensure the achievement of diversity including age, race and gender in its composition?	2.1.2, 2.1.3, 2.1.5, 2.5.1	FA	The Board Charter provides that the Board shall be comprised of persons possessing various skills, experience and educational background required for proper oversight of the Company's operations by the Board. The Board Charter also provides that the composition of the Board should be diverse in terms of nationality, age, race and gender.	The Board Charter.
13	M	B.6	Do the Board members represent a mix of skills, experience, business knowledge and independence to enable the discharge of their duties?	2.2.1	FA	The Board is currently comprised of persons with expertise in various fields such as finance, investment, legal, risk management, economics, audit, insurance, human resource, internal controls, public policy and investment banking. The Board members are in different age groups. Of the Ten Directors, Six are Independent Non Executive Directors.	The Annual Report.
14	M	B.7	Has the board adopted and applied a policy limiting the number of board positions each Board member may hold at any one time?	2.1.6	FA	The Board Charter provides for a limit to the number of directorships that a Director may hold at any given time in accordance with the limits set out in the Code.	The Board Charter.
15	M	B.8	Have any Alternate Board members been appointed? If so, have the Alternate Director/s been appointed according to regulation and Code requirements?	2.1.6, 2.1.7	FA	Yes, there are two alternate directors that have been appointed. Mr. William Huggal who is the board representative of ICD, a shareholder and director of the Company, Mr. Andrew Kazuryi, SC, was also appointed as an alternate Director to Hon. William Byaruhanga. We confirm that the alternate Directors have been appointed according to the regulation and Code requirements.	The Annual Report.
16	M	B.9	Are independent directors at least one-third of the total number of Board members?	1.1.2, 2.1.3, 2.4.1	FA	Six out of the Ten Directors are independent directors.	The Annual Report.
17	A or E	B.10	Does the Board have policies and procedures to annually assess the independence of independent Board members?	2.4.1	FA	The Board Charter has listed the independence requirements and has a requirement for assessment of independence of the Board annually. The Nominations and Governance Committee regularly assesses the status of independence of Board members.	The Board Charter, the Nominations and Governance Committee Charter and Board minutes.

18	M	B.11	Do all independent board members have a tenure of less than 9 years?	2.4.2	FA	The Board Charter provides that a Director loses independent status after 9 years in line with the provisions of the Code. All Directors retire by rotation after three years and may be re-elected by shareholders if eligible. A balance between independent and non independent directors is a key consideration for re-election of directors retiring by rotation.	The Board Charter.
19	M	B.12	Is the Board comprised of a majority of non-executive board members?	2.1.3	FA	Nine out of Ten Board members are Non Executive Board members.	The Company Website and the Annual Report.
20	M	B.13	How does the Board ensure a smooth transition of board members?	2.1.8	FA	The Board Charter has provisions on succession planning that provide that the terms of directors shall end at different times and not more than one third of the directors shall retire at the same time. This ensures there is a smooth transition of board members and that institutional memory is preserved.	The Board Charter and Articles of Association.
21	M	B.14	Has the Board established an effective Audit Committee according to Code requirements?	2.2.4, 6.5.1, 2.1.7	FA	Yes, it has. The Company has an Audit Committee comprised of five directors, four of whom are independent with at least one of them holding a professional qualification in accounting and in good standing with the relevant professional body. The chairperson is an independent director.	The Annual Report and the Attendance Register.
22	M	B.15	Are the functions of the Chairperson and the Chief Executive Officer exercised by different individuals?	2.3.3	FA	Yes. The Board Charter differentiates the roles of CEO and Chairman and states that the positions cannot be held by the same person. The Chairperson of the Board of directors is currently Dr. Donald Kaberuka whilst the CEO is Dr. James Mwangi.	The Annual Report and the Board Charter.
23	M	B.16	Is the Chairman of the Board a non-executive board member?	2.3.4	FA	The current Chairperson Dr. Donald Kaberuka is a non-executive Board member.	Annual Report and Company Website.
24	A or E	B.17	Has the Board established procedures to allow its members access to relevant, accurate and complete information and professional advice?	2.3.5	FA	The Board Charter provides that directors can seek independent professional advice where the need arises at the expense of the Company.	The Board Charter.
25	M	B.18	Has the Board adopted a policy on managing conflict of interest?	2.3.8	FA	The Board has a conflict of interest policy and maintains a conflict of interest register where all conflicts declared by Board members are recorded. The Board Charter also has a conflict of interest provision so as to guide directors on how to deal with conflicts and potential conflicts.	The Board Charter, the Conflict of Interest Policy and the Conflict of Interest Register.
26	M	B.19	Has the Board adopted a policy on related party transactions to protect the interests of the company and all its shareholders and which meets the requirements of the Code?	2.3.7	FA	The Board has adopted a related party transactions policy and a procurement policy that protects the interests of the company as well as its shareholders and it meets the requirements of the Code.	The Procurement Policy.
27	M	B.20	Has the company appointed a qualified and competent company secretary who is a member in good standing of ICPSK?	2.3.9	FA	The current Company Secretary is an advocate of the High Court, that is in good standing with the ICPSK and is also a member of the Law Society of Kenya.	The Annual Report and the Company Website.
28	A or E	B.21	Has the Board adopted policies and processes to ensure oversight of sustainability, environmental and social risks and issues?	2.3.2, 2.3.6		The Company has an ESG Policy embedded in its strategy which has been governing our projects in the various sectors that require high standards of ESG. The Company also contracts ESG experts to regularly conduct ESG audits.	Group ESG Policy
29	A or E	B.22	Has the Board developed an annual work-plan to guide its activities?	2.6.3	FA	The Board has in place an annual workplan to guide its activities. This is embedded in the Board Charter which provides that the Board must have an annual workplan setting out activities to be covered in every financial year. The Board develops an annual calendar for the activities of the Board and the committees before the end of each calendar year, for the next year.	The Board Charter.

30	M	B.23	Has the board determined, agreed on its annual evaluation process and undertaken the evaluation of the performance of the Board, the Board Committee, the CEO and the company secretary?	2.6.4, 2.8	FA	The Board Charter provides for annual Board evaluation of the performance of the Board Charter, incoming directors, the CEO and the Company Secretary. The Board has recently engaged Dorton Associates to conduct its annual Board evaluation.	
31	A or E	B.24	Has the Board established and applied a formal induction program for incoming members?	2.7.1	FA	The Board has established a formal induction program and training for new incoming directors. Newly appointed directors receive comprehensive, formal and tailored training to ensure that the directors are aware of their obligations under the applicable laws and regulations, the Company's business and strategy and that they effectively contribute to the Board activities.	
32	A or E	B.25	Do Board members participate in on-going corporate governance training to the extent of 12 hours per year?	2.7.3	FA	The Board Charter provides that board members should attend at least twelve hours of corporate governance training every year. The Company confirms that its Directors shall achieve the recommended 12 hour training within the course of the current year.	
33	A or E	B.26	Has the Board set up an independent Remuneration Committee or assigned to another Board committee the responsibility for determination of remuneration of directors?	2.9.2	FA	Yes. Remuneration of the Board is reviewed and determined by the Nomination and Governance Committee.	
34	M	B.27	Has the Board established and approved formal and transparent remuneration policies and procedures that attract and retain Board members?	2.9.1	FA	The Board Charter provides that the levels of remuneration should be sufficient to attract, retain and motivate directors of the quality required to run the company successfully. The Board periodically reviews remuneration of Directors, which is approved by shareholders at the AGM.	
35	M	B.28	How does the Board ensure compliance with all applicable laws, regulations and standards, including the Constitution and Internal policies?	2.10, 2.10.1, 2.10.2	FA	The company has a very competent legal team and a compliance function which develops a compliance matrix for all applicable laws and regulations. This team conducts regular compliance assessments to ensure that the company remains compliant with all laws and regulations.	
36	M	B.29	In the past year, has the Board organized a legal and compliance audit to be carried out on a periodic basis?	2.10.3	FA	The Company has conducted and concluded a legal and compliance audit for the financial year 2019 - 2020.	
37	A or E	B.30	Has the Board subjected the company to an annual governance audit?	2.11.1	FA	The Company did not conduct an annual governance audit in the current year, as it had conducted one in the year 2019 and in line with the directives issued by CMA, made a decision to be conducting a bi-annual governance audit as opposed to annual governance audits.	
<b>C RIGHTS OF SHAREHOLDERS</b>							
38	M	C.1	Does the governance framework recognize the need to equitably treat all shareholders, including the minority and foreign shareholders?	3.0 Overview, 3.2.1	FA	The company in its articles of association provides for equal treatment of all shareholders including minority and foreign shareholders. This is demonstrated through the widespread publication of material information of the company in widely read national and regional newspapers as well as publication of material information on the Company Website. Furthermore, the Annual Report provides for the equal treatment of minority shareholders.	
39	M	C.2	Other than at the AGM, how does the Board facilitate the effective exercise of shareholders' rights?	3.1.1	FA	The board proactively engages the mainstream media, its website and social media to disseminate important company information and governance issues.	

The Annual Report, Newspaper Announcements, the Company Website and the Company social media pages.

40	M	C3	How does the Board facilitate shareholder participation at the AGM?	3.1.1	FA	The Board facilitates shareholder participation at the AGM by sending out notices, The Annual Report and AGM Notices, and the agenda at least twenty one days before the meeting, sending regular communications through the media and sending SMS reminders the week of the AGM to ensure as many shareholders as possible attend the AGM. In the AGM, the Board gives the shareholders the opportunity to raise queries they may have and also gives the opportunity for all shareholders to vote and pass resolutions. The Board also ensures free transportation of shareholders from the CBD to the AGM venue.
41	A or E	C4	Are minority and foreign shareholders holding the same class of shares treated equitably?	3.2.1	FA	All shareholders of the company are treated equally regardless of shareholding or their domicile. The company pays the same amount of dividends per share regardless of the number of shares held.
42	A or E	C5	Is there evidence that the Board proactively provides information to shareholders and the media (and in a timely basis) on corporate affairs and corporate governance?	3.1.1, 3.A.1	FA	As required by the Capital Markets (Securities) (Public Offers, Listing and Disclosures) Regulations, 2002, the Company promptly notifies shareholders and the media of matters which are material to its corporate affairs and corporate governance. The Company's website is regularly updated with information material to shareholders on corporate governance.
43	A or E	D1	Does the Board have a stakeholder-inclusive approach in its practice of corporate governance and which identifies its various stakeholders?	4.1.1	FA	The Company has developed a Stakeholder Engagement Policy that was adopted on 22nd November 2018. The Policy identifies key stakeholders, prescribes avenues for stakeholder engagement and governs the Company's relationship with its stakeholders.
44	A or E	D2	Has the Board developed policies, procedures and strategies to manage relations with different/key stakeholder groups?	4.1.2, 4.1.3, 4.1.5, 4.2.1	FA	The company has a Stakeholder Engagement Policy which governs the company's interactions with various stakeholders.
45	A or E	D3	How does the Board take into account the interests of key stakeholder groups prior to making decisions?	4.1.4	FA	The company maintains communication channels with the various stakeholders and receives feedback from stakeholders in the course of making decisions.
46	M	D4	How does the Board ensure effective communications with stakeholders?	4.2, 4.2.1	FA	The Board through the Company website and through Management ensures that sufficient information is provided to the shareholders in the print media, on the company's website and social media platforms.
47	M	D5	Has the Board established a formal dispute resolution process to address internal and external disputes?	4.3.1	FA	The Stakeholder Engagement Policy provides for a dispute resolution clause that caters for disputes with stakeholders, both internally and externally.
48	A or E	E	ETHICS AND SOCIAL RESPONSIBILITY Does the Board ensure that all deliberations, decisions and actions are founded on the core values (responsibility, accountability, fairness and transparency) underpinning good governance and sustainability?	5.1.1	FA	The Board Charter and the Company's Code of Ethics and Business Standards provide a standard for which all actions and decisions of the Board and members of the Company shall follow. All Board Directors and staff are bound to adhere to the terms of the Code of Ethics and Business Standards.
49	M	E2	Has the Board developed a Code of Ethics and Conduct (which includes sustainability) and has it worked to ensure its application by all directors, management and employees?	5.1.1, 5.2.2, 5.2.3, 5.2.4	FA	The Board has in place a Code of Ethics and Business Standards that is mandatory for all employees and directors.
50	A or E	E3	How does the Board ensure that compliance with the Ethics Code and Conduct is integrated into company operations?	5.2.3	FA	The Company ensures that the Code of Ethics and Business Standards is read and signed by all employees and directors who are bound to its terms.

51	A or E	E 4	Does the Board incorporate ethical and sustainability risks and opportunities in the risk management process?	5.2.1	FA	The Company has incorporated ethical risks in its policies and frameworks across the Group (Centium Investment Company Plc and its subsidiaries) (a Conflict of Interest Policy, Whistleblowing Policy, Anti-Bribery Policy, Anti-Money Laundering Policy and the Counter Financing of Terrorism Policy. The sustainability risks have also been captured in the Group Risk Management framework.	The Conflict of Interest Policy, Whistleblowing Policy, Anti-Bribery Policy, Anti-Money Laundering Policy and the Counter Financing of Terrorism Policy.	
52	A or E	E 5	How is the company performance on ethics assessed, monitored and disclosed to internal and external stakeholders?	5.2.4, 5.2.5	FA	The Company ensures employees and directors are trained on the various ethical issues such as anti-bribery, conflict of interest and whistle blowing. The risk department monitors the Company's performance and reports to the Audit Committee and Risk Committee.	Conflict of Interest Policy and Whistleblowing Policy.	
53	A or E	E 6	Has the company established and implemented a whistle blowing policy?	5.2.5	FA	The Company has a whistle blowing policy and has a whistle blowing portal on its website.	The Whistleblowing Policy and the Company Website.	
54	A or E	E 7	Has the Board/management developed policies on corporate citizenship and sustainability and strategies for company use?	5.3.1, 5.4	FA	The Company's Board Charter and Code of Ethics emphasize on the impact of corporate citizenship and sustainability in all its operations.	The Company Code of Ethics and Business Standards.	
55	M	E 8	Does the Board consider not only the financial performance but also the impact of the company's operations on society and the environment?	5.3.2, 5.3.3	FA	The Board Charter and code of ethics provide that the company operations shall be carried out diligently and shall promote the good of the society and environment. The Company adopted integrating reporting from the year 2019.	The Company Code of Ethics and Business Standards, the Board Charter and the Annual Report.	
56	A or E	E 9	Does the Board monitor and report activities leading to good corporate citizenship and sustainability to demonstrate they are well coordinated?	5.4.1	FA	The Board monitors and reports all activities of good corporate citizenship and sustainability such as Corporate Social Responsibility projects and the report is available on the company's website for the public and shareholders.	The Annual Report.	
<b>F ACCOUNTABILITY, RISK MANAGEMENT AND INTERNAL CONTROL</b>								
57	M	F 1	Does the Audit Committee and the Board consider and review the financial statements for integrity of the process and for truthful and factual presentation?	6.1, 6.1.1a	FA	The Audit Committee reviews Financial Statements and makes recommendations on the same to the Auditors, Management and the Board. Based on the advice of the Audit Committee, the Board approves Financial Statements and takes responsibility for factual presentation.	The Annual Report and Audit Committee minutes.	
58	M	F 2	Does the Annual Report contain a statement from the Board explaining its responsibility for preparing the accounts and is there a statement by the external auditor about his/her reporting responsibilities?	6.1.2	FA	The Board states in the Annual Reports its responsibility for preparation of financial statements. The Annual Report also contains a statement by the External Auditor of their responsibilities for the audit of the financial statements.	The Annual Report.	
59	A or E	F 3	Does the board or audit committee have a process in place to ensure the independence and competence of the Company's external auditors?	6.1.1b	FA	The Board ensures that the external auditors report directly to the Audit Committee of the Board as opposed to reporting to Management of the Company. There is also regular rotation of the audit partner.	The Audit Committee Charter.	
60	M	F 4	Do the shareholders formally appoint the external auditor at the AGM through a formal and transparent process?	6.1.3	FA	The shareholders support the company's external auditors at the AGM through a voting process.	The Annual Report, the AGM Notice and Poll results.	
61	A or E	F 5	Is the Company working towards the introduction of integrated reporting (incorporating financial and non-financial information), or is the company's Annual Report prepared on an integrated basis using a framework available from the Integrated Reporting Council, The Global Reporting Initiative, G4 Sustainability Guidelines and/or Sustainability Accounting Standards Board standards?	6.1.5	FA	Yes, the company has published integrated reports since the year 2019 and shall continue continue publishing the same moving forward.	The Annual Report.	

62	A or E	F.6	Has the Board established an effective risk management framework which is inclusive of key risks as well as foreseeable risks, environmental and social risks and issues ?	6.2.1	FA	The Board has in place a robust and inclusive risk management framework which is managed by a very experienced risk team.	The Risk Management Framework.	
63	M	F.7	Has the Board established and reviewed on a regular basis the adequacy, integrity and management of internal control systems and information systems (including for compliance with all applicable laws, regulations, rules and guidelines)?	6.1.1, 6.3.2, 6.3.3	FA	The Board through the Audit Committee and the Risk Committee receive quarterly risk compliance and internal audit reports on the company from the risk and internal audit department. These reports assess the adequacy, integrity and management of internal control systems and information systems.	The Risk Management Framework.	
64	M	F.8	Does the Board annually conduct a review on the effectiveness of the company's risk management practices and internal control systems and report this to shareholders?	6.4.1	FA	The Board through the Risk Committee regularly receives reports of the effectiveness of the Company's risk management practices and internal control systems. This is reported to the Board and recorded in the Annual Report for shareholders.	The Annual Report.	
65	M	F.9	Has the Board established an effective internal audit function according to Code requirements and which reports directly to the Audit Committee?	6.5.2	FA	Yes, The Internal audit function reports directly to the Audit Committee.	The Annual Report and Audit Committee Charter.	
66	A or E	F.10	Does the Board disclose details of Audit Committee activities ?	6.5.2	FA	Yes, This is disclosed in the Annual Report	The Annual Report.	
<b>5 MANAGEMENT AND DISCLOSURE</b>								
67	M	G.1	Does the company have policies and processes to ensure timely and balanced disclosure of all material information as required by all laws, regulations and standards and the Code.	7.0 Overview, 7.1.1	FA	Yes, The company has policies and procedures in place to ensure timely disclosure of all material information. The Company is also guided by the various laws and legislations such as the Capital Markets Securities (Public Offers, Listings and Disclosures) Regulations, 2002, which guide the Company on the disclosures to be made.	Legal Requirement.	
68	A or E	G.2	Does the Annual Report cover, as a minimum, disclosures as prescribed in 7.1.1 relating to the company's governance, the Board and the Audit Committee?	7.1.1	FA	Yes, The Annual Reports disclose the Company's governance structures, adherence to good corporate governance, risk report, composition of the Board and Board remuneration, committees and risk and audit reports for the year.	The Annual Report.	
69	A or E	G.3	Does the Annual Report cover, as a minimum, disclosures as prescribed in 7.1.1 relating to the company's mission, vision and strategic objectives?	7.1.1	FA	Yes, The Annual Report states the Company's mission, vision and strategic objectives. In addition, the Annual Report also contains statements from the Chairman and CEO on the Company's efforts to attain its mission, vision and strategic objectives.	The Annual Report.	
70	A or E	G.4	Does the Annual Report cover, as a minimum, disclosures as prescribed in 7.1.1 relating to remuneration and whistleblowing?	7.1.1	FA	Yes, The Annual Report covers disclosures on directors' remuneration. The company has in place a whistleblowing platform on the website and shall report on the same in the Annual Report.	The Annual Report.	
71	A or E	G.5	As a minimum, does the company website disclose current information on all areas prescribed in 7.1.1 (Board Charter, Whistleblowing Policy, Code of Ethics and Information on resignation of directors)?	7.1.1	FA	The Company provides all the relevant information on its website, such as changes to the Board, investor information, whistleblowing policy, code of ethics etc.	The Company Website.	
72	A or E	G.6	Does the Board disclose the management discussion and analysis as required in 7.1.1?	7.1.1	FA	The Company through its website provides for various up to date information on the Board of Directors, that is, who they are, what they do and their background. The Company website also discloses the financial statements, senior management and staff and their profiles, summary of investor briefings and information on the Company's projects, etc. This information is available to shareholders and the general public.	The Company Website.	
73	A or E	G.7	Has the Board provided disclosures as required in 7.1.1 on compliance with laws, regulations and standards, ethical leadership, conflict of interest, corporate social responsibility and citizenship?	7.1.1	FA	The company undertakes various trainings internally to ensure compliance and to inform staff on new laws and regulations. The company through its website provides information of corporate social responsibility and citizenship. The Annual Report also discusses any compliance issues during the year.	The Company Website and the Annual Report.	

A or E G 8 Has the Board made all required disclosures, including confirming requirements of 7.1.1 which include that a governance audit was carried out and that there are no known insider dealings? 7.1.1

FA CMA published Circular 1 of 2020, dated 2 January 2020, permitting issuers of securities to the public to conduct governance audits to be held at least once every two years and providing for the amendment of the Code of Corporate Governance Practices for Issuers of Securities to reflect the same. In reliance of Circular 1 of 2020, the company has undertaken to conduct its biennial governance audit in the next financial year.

A or E G 9 Has the Board disclosed the company's risk management policy, company 7.1.1 procurement policy, policy on information technology as per 7.1.1? 7.1.1

FA The company conducts mandatory trainings for staff on all new policies and upon joining of a new employee an induction is done that trains employees on all of the company's policies. The Company Code of Ethics obligates employees to comply with the Company policies and procedures and is signed by an employee upon joining the Company.

M G.10 Has the Board disclosed information on shareholders, including the top 10 shareholders, including shareholding by directors and senior management and the extent of their shareholdings as required in 7.1.1 and on stakeholder who influence company performance and sustainability? 7.1.1

FA The Company in its Annual Reports, discloses for the top 10 shareholders, the number of shares they hold, the shareholding of directors and senior management and various information in respect to top stakeholders as at the close of each financial year.

M G.11 Has the Board disclosed all related-party transactions? 7.1.1

FA The company discloses all related-party transactions for the year in the Annual Report.

M G.12 Does the Board include in its Annual Report a statement of policy on good 1.1.3, 7.1.1: governance and the status of the application of this Code? 7.1.1

FA Yes. The Board always includes a statement on corporate governance. The Annual Report.

Note 1 The Reporting Template shall be used by companies to report on their application of the provisions of the Code of Corporate Governance Practices for Issuers of Securities to the Public 2015 (the Code). The completion of the Reporting Template and its filing with the Capital Markets Authority (CMA)

Note 2 Column 'F' should be marked as follows: 'FA' - Full Application, 'PA' - Partially Applied or 'NA' - Not Applied. Full application of this Code is required by the Code. Therefore anything less than 'full application' is considered 'non-compliance or non-application' of the Code. A response of PA or NA is non-

Note 3 An explanation of how the Code provision is applied is required in column 'G', and shall be supported by evidence of how application has been achieved. If the provision is NOT applied, an explanation for why it is not applied or only partially applied is required in column 'G'. For each question,

Note 4 If an explanation is required because of non-application of any element of the Code, the explanation must be satisfactory, must be provided to relevant stakeholders including the Capital Markets Authority and shall include: