

1. Static Detail Changes Static

(Details include change of Postal address, Bank and Mpesa mandates,).

i. Change of Postal address,

This applies to certificate shareholders ONLY.

The shareholder will be required to provide the following

- A certified copy of identification documents (National ID or Valid Passport)
- A certified copy of dividend notice OR share certificate
- Post Office receipt indicating the new postal address
 - Note: If the new address belongs to an Institution, we require a letter from them stating that the shareholder is permitted to use their address. The letter should have the institutions cover header.
- Signed Change of Address form (*See attached MPESA and Change of Address Mandate Form*)

ii. Change of Bank mandates.

This applies to certificate shareholders and Diaspora shareholder with foreign account and would wish to be paid through SWIFT.

The shareholder will be required to provide the following

- A certified copy of identification documents (National ID or Valid Passport)
- A certified copy of dividend notice OR share certificate.
- A copy of a Bank statement certified by the bank.
- Signed Change of Bank Mandate or SWIFT form (*See attached SWIFT Dividend Payment Form*)

NB: All CDSC account holders should visit their stockbroker to update the bank mandates for dividend payment and Postal address changes.

iii. Mpesa Mandates This applies to ALL shareholders (both Certificated and CDSC)

Its mandatory for Mpesa number to be registered in the name of the shareholder

The shareholder will be required to provide the following;

- A certified copy of identification documents (Nation ID or Valid Passport)
- A certified copy of dividend notice OR share certificate OR CDSC statement/broker statement.
- Signed Payment Mode form (see attached Change of Address & Payment Mandate Form)

OR

Use your **Mobile Phone for MPESA OPT-In through USSD short code *483*038#**. following the various prompts regarding registration of your accounts and the claim process.

1. Shareholders will dial-in to the short code and register for the service. The following are the prompts
 - a) Acceptance of General T&Cs for registration
 - b) Enter Names (as per ID used to open MPesa account).
 - c) Enter ID Number
 - d) Confirmation of menu option to Opt-in for: M-Pesa payments for replacement and future dividend payments of Kshs 140,000 or below
 - e) Acceptance of T&Cs for MPesa payment process (to be provided

- f) Confirmation using menu option that the dialing number used in the registration is the number to receive MPesa payment.
- g) Enter Counters (company and account number) they hold shares in. After each information submit the system return response will be an option to provide another shares account details or to end

Accounts already registered on C&R Digital

- a) Shareholder will dial-in to the short code
- b) The shareholder confirm the following accounts are already registered
 - i. View Companies
 - ii. Add a Company
 - iii. Remove Company
- c) Confirmation using menu option that the dialing number used in the registration is the number to receive MPesa payment.

2. Dividend/s Replacement

Where the Shareholder dividend is outstanding, the shareholder will be required to fill in the Lost cheque dividend indemnity form.

The shareholder can also present the stale or mutilated cheque(s) for replacement.

The shareholder will be required to provide the following;

- a) A certified copy of identification documents (National ID or Valid Passport)
- b) A certified copy of dividend notice OR share certificate OR CDSC statement
- c) KRA pin certificate
- d) The shareholder has to sign the Indemnity Form before a Commissioner of Oaths, or Notary Public (if the document is being signed outside the jurisdiction of Kenya)
- e) For Companies
 - The filled in indemnity form is to be signed by at least two directors and or a director and company secretary of the company.
- a) Attach certificate of incorporation/registration.
- b) KRA pin certificate for the company.
- c) Certified ID copies of the signatories must be attached to the indemnity.
- d) The indemnity must be accompanied by a letter introducing the signatories signed by a Director and/or Company Secretary/legal secretary other than those signing the indemnity form.
- e) Letter introducing the Institution's signatories on the institution's letter head. It should indicate full names as per ID/Passport, sample signatures, ID numbers / Passport numbers. (Introduction to be done by the Company Secretary or a third director different from the ones introduced)
- f) A certified ID of the Director signing the introduction letter is also to be attached. The letter to be printed under the official letter head and the original is to be attached (not a certified copy).
- g) For a group/welfare group, they should attach minutes which should be stamped by the Ministry of Gender.
- h) The Company's Stamp or Seal should be appended on the indemnity form.

- i) Copy of last filed annual returns, official receipt and E-citizen CR12 forms, must be attached
- j) The Lost cheque indemnity forms should be submitted to our offices for processing.

3. Immobilization

Immobilization is the process through which shares are dematerialized from certificate form to an electronic platform at the Central Depository and Settlement Corporation Kenya.

Immobilization process is facilitated by a stock broker in the Kenyan Market.

The shareholder will be required to submit the following documents to a stock broker of choice

- a) All the share certificates (Where some are lost the shareholder to execute indemnity form for certificate replacement) A handling fee of between Ksh 500/- and Ksh 10,000/- is charged for replacement of share certificates and is payable in cash to our office **or** bank cheque (in favour of Custody and Registrar Services Ltd)
- b) Certified copy of shareholder(s) ID card(s) or passport used when buying shares
- c) Sworn affidavit where names in the ID or passport differ from our register **OR** they are initialed. If they differ due to change of marital status a marriage certificate should be attached, birth certificate or a deed poll.
- d) Certified copy of dividend notice(s). **OR** old invalid certificates
- e) Certified Copy of CDSC Statement or Broker Statement
- f) Certified copy of PIN certificate Corporate bodies/Institutions ought to provide the following in addition to the above:
- g) Certified copy of Certificate of Registration
- h) Certified Copy of last filed Annual Returns, Receipt and e-citizen generated CR12
- i) Letter introducing the Institution's signatories on the institution's letter head. It should indicate full names as per ID/Passport, sample signatures, ID numbers Passport numbers. (Introduction to be done by the Company Secretary or a third person different from the ones introduced)
- j) Requisite forms must be sealed by the Company seal (Additional Important Information for certificate shareholder to note)
- k) Where we find that the shareholder's signature differs from the one used while purchasing the shares, the shareholder(s) will be required to come in person at the registrar's office for signature verification with 2 passport- sized photos taken within 6 months and the original current ID.
- l) All copies must be certified by a commissioner of oaths/notary public or in our office when the originals are available.

4. Transfers

Transfer also known as transmission process, is the transfer of shares from one party to another. The transfer is facilitated by the Nairobi Securities Exchange's licensed stockbroker.

Transfers are in two categories as follows:

- Transfer documents due to death of a shareholder or death of one shareholder for joint accounts.
- Transfer of shares due to gift.

- All transfers/transmission need to be lodged with a broker of choice to start the process. Documents should not be brought directly to the Registrars.

a) **Transfer documents due to death of a shareholder or death of one shareholder for joint accounts.**

Transfer from the deceased to beneficiaries/ next of kin. The Administrator/Executor will be required to forward to our office the Letters of Administration, alternatively, a letter of introduction from the public trustee to seek information.

The Administrator/Executor is advised to lodge the documents with a stockbroker of his/her choice.

Transmission requirements are as below.

- i. Certified copies of Grant Letters of Administration and Certificate of Confirmation of Grant from the High Court. This is where the gross value of the estate exceeds Ksh. 500,000 OR Public Trustee's Letter of Indemnity and Summary Letters of Administration. This is where the gross value is less than ksh.500,000
- ii. If a person dies while domiciled in a country, succession of the movable property will be applied only in the court of his domicile. The grant issued thereby is called a foreign grant which is not recognized in Kenya and therefore unenforceable, unless it is resealed by the High Court of Kenya as is required by Law. When resealing, there are two forms that are issued;
 - Notice to resealing of grant then
 - *Probate and administration
- iii. Certified copy of death certificate of the deceased shareholder.
- iv. Clear Certified copy of ID card/valid passport of the administrator(s)/Executor(s) and beneficiaries (certified on the front)
- v. All the share certificates. If some are missing or lost, indemnity forms will be issued from our office and should be signed by the administrator(s)/ Executor(s) whose signature must be witnessed by commissioner of oaths/notary public. A handling fee of between Ksh 500/- and Ksh 10,000/- is charged for replacement of share certificates and is payable in cash to our office or bank cheque (in favour of Custody and Registrar Services Ltd)
- vi. Unpaid dividend cheques and/or, if the cheques are missing, an indemnity form issued by our office.
- vii. Transfer forms obtainable from stockbrokers to be signed by both the administrator(s) and the beneficiary. Additional Important Information for certificate shareholder to note;
- viii. The names of the shareholder must be the same in the share certificate, the court documents and the death certificate (Sworn affidavits will be done by the administrator(s)/Executor(s) on behalf of the Estate) If the deceased has an additional name in the court letters, death certificate or the share certificates, the grant will be amended to capture all set of names.
- ix. The names of the administrator and the beneficiary must be the same as in the ID/passport and all the related documents of administration. If the administrator/beneficiary has an additional name in the court letters or the national ID/passport, they will be required to attach a birth certificate, marriage certificate or deed poll. If none can be availed, they will amend the grant will be to capture all set of names.
- x. In the event that any differs, a sworn affidavit must be obtained from the advocate to support that the said names refer to the same person.

- xi. Copies of the death certificate, letters from the court, ID card or passport must be certified by a commissioner for oaths (Kenya) or notary public (Overseas).

b) Transfer of shares as a gift.

This is also known as private transfer. This is only authorized as a gift to a direct relative that is, spouse or child. Transmission requirements for a gift transfer are as below.

- i. All the share certificates. If some are missing or lost, indemnity forms will be issued from our office and should be signed by the shareholder whose signature must be witnessed by commissioner of oaths/notary public. A handling fee of between Ksh 500/- and Ksh 10,000/- is charged for replacement of share certificates and is payable in cash to our office **or** bank cheque (in favour of Custody and Registrar Services Ltd)
- ii. Affidavit showing relationship between transferor & transferee and expressing the intention by the transferee to transfer the shares to the transferor.
- iii. Supportive documents for proof of relationship between the transferor & transferee i.e. birth certificate and/or marriage certificate
- iv. Certified Copy of Transferor's & Transferee's ID card
- v. Transfer forms obtainable from stockbrokers to be signed by both the administrator(s) and the beneficiary.