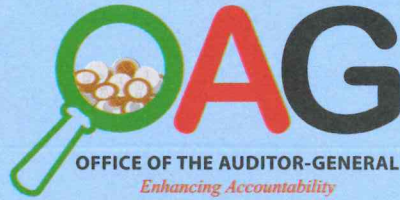


REPUBLIC OF KENYA



REPUBLIC OF KENYA



OFFICE OF THE AUDITOR-GENERAL

Enhancing Accountability

REPORT

OF

THE AUDITOR-GENERAL

ON

**KENYA DEVELOPMENT
CORPORATION**

**FOR THE YEAR ENDED
30 JUNE, 2025**

OFFICE OF THE AUDITOR GENERAL
P.O. Box 30084 - 00100, NAIROBI
RECORDS OFFICE

09 DEC 2025



KENYA DEVELOPMENT CORPORATION

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED

JUNE 30, 2025

Prepared in accordance with the International Financial Reporting Standards (IFRS)

Table of Contents

| | | |
|-----|--|--------|
| 1. | Acronyms and Definition of Key Terms | ii |
| 2. | Key Entity Information | iii |
| 3. | The Board of Directors | vi |
| 4. | Key Management Team | xii |
| 5. | Fiduciary Management | xix |
| 6. | Fiduciary Oversight Arrangements..... | xx |
| 7. | Chairman’s Statement..... | xxiii |
| 8. | Report of The Director General | xxvi |
| 9. | Statement of Performance against Predetermined Objectives for FY 2023/24 | xxix |
| 10. | Corporate Governance Statement | xxxii |
| 11. | Management Discussion and Analysis | xxxix |
| 12. | Environmental and Sustainability Reporting | 1 |
| 13. | Report of the Directors | lxx |
| 14. | Statement of Directors’ Responsibilities | lxxi |
| 15. | Report of the Independent Auditors on the financial statements for the Financial Year 2024/2025 | lxxiii |
| 16. | Statement of Profit or Loss and Other Comprehensive Income for the year ended 30 th June 2025. | 1 |
| 17. | Statement of Financial Position as at 30 June 2025..... | 2 |
| 18. | Statement of Changes in Equity for the year ended 30 June 2025 | 4 |
| 19. | Statement of Cash Flows for the year ended 30 June 2025 | 5 |
| 20. | Statement of Comparison of Budget and Actual amounts for the period ended 30 June 2025 | 6 |
| 21. | Notes to the Financial Statements..... | 8 |
| 22. | Appendices..... | 67 |

1. Acronyms and Definition of Key Terms

A. Acronyms

| | |
|--------|---|
| CS | Corporation Secretary |
| DG | Director General |
| DRIVE | De-Risking, Inclusion and Value Enhancement of pastoral Economies |
| ESG | Environmental, Social, and Governance |
| FVTOCI | Fair value through other comprehensive income |
| FVTPL | Fair value through profit or loss |
| GOK | Government of Kenya |
| ICDC | Industrial and Commercial Development Corporation |
| IDB | Industrial Development Bank |
| IFRS | International Financial Reporting Standards |
| IDA | International Development Association |
| KDC | Kenya Development Corporation |
| MITI | Ministry of Investment, Trade and Industry |
| PFM | Public Finance Management. |
| PPE | Property, Plant and Equipment |
| PS | Principal Secretary |
| PSASB | Public Sector Accounting Standards Board |
| SAFER | Supporting Access to Finance and Enterprise Recover |
| KJET | Kenya Jobs and Economic Transformation Project |
| SDL | State Department of Livestock |
| TFC | Tourism Finance Corporation |
| TNT | The National Treasury |

B. Definition of Key Terms

Fiduciary Management - Members of Management directly entrusted with the entity's financial resources.

Comparative Year- Means the prior period.

2. Key Entity Information

a) Background information

Kenya Development Corporation (KDC) was incorporated as a state owned private limited company under the Company Act 2015 on 20th November 2020 to merge the operations of three DFIs namely, Industrial and Commercial Development Corporation, Tourism Finance Corporation and IDB Capital Limited. KDC commenced operations on 1st July 2021. At Cabinet level, KDC is represented by the Cabinet Secretary for Ministry of Investment, Trade and Industry (MITI), who is responsible for the general policy and strategic direction of the Corporation. KDC is domiciled in Kenya and operates from Uchumi House, Aga Khan Walk, in Nairobi.

b) Principal Activities

The principal activity of KDC is to promote sustainable socio-economic development by providing development finance, infrastructure finance, business support and advisory services to medium and large-scale industries, infrastructure projects and commercial undertakings in target sectors in Kenya and elsewhere. In fulfilling this mandate, the Corporation's will play a catalytic role through provision of long-term financing and other financial investments as well as business advisory services.

Vision

A globally competitive development finance partner.

Mission

To provide financial and technical support to medium and large-scale enterprises for sustainable socio-economic development.

Core Values

The core values are the basis upon which the Board, Management and Staff of KDC acts, will make decisions, plan and strategizes, and how the staff will interact with each other and with KDC's stakeholders and clients.

The core values of KDC are:

- (i) Integrity - adhering to corporate and moral values, acting with honesty and fairness, and treating all staff and stakeholders with respect and within the law;
- (ii) Customer Centric - continuously improving and providing unusually high-quality attention and service to the needs of our customers.
- (iii) Sustainability- Commitment to conducting operations and delivering services in a manner that meets present needs without compromising the ability of


future generations to meet theirs. This involves responsible use of resources, environmental stewardship and long-term value creation.

- (iv) Inclusion- Ensuring that all individuals, regardless of their background, identity, or circumstances, are welcomed, valued, and provided equal opportunities to participate, contribute and benefit from the institution's activities and decisions.
- (v) Collaboration- Fostering a culture of teamwork and partnership, both internally and with external stakeholders, to leverage diverse skills, knowledge, and resources for achieving shared goals and delivering greater impact.

c) Directors

The Directors who served the entity during the year/period were as follows:

| Director | Position | Date Appointed/Left |
|--|-----------------------|--|
| Hon, Dr. Sakwa Bunyasi | Chairman | Appointed on 23 rd June 2023 |
| Norah Buyaki Ratemo | Director General | Appointed on 4 th July 2023 |
| Dr. Faith Mwaura | Independent Director | Appointed on 16 th June 2023 |
| Abubakar Hassan Abubakar Hussein Adan | PS, SDIP Alternate | Appointed on 18 th Jan 2023 Appointed on 22 nd Nov 2024 |
| Judith Kerich | Independent Director | Appointed on 24 th May 2024 |
| Sigee Koech | Independent Director | Appointed on 23 rd June 2023 |
| Caroline Muthoni Muigai | Independent Director | Appointed on 23 rd June 2023 |
| Benjamin Muketha | Independent Director | Appointed on 30 th June 2023 |
| Michael Kagika | Alternate to CS TNT | Appointed on 1 st Aug 2022 |

 **Registered Office**


Uchumi House
 Aga Khan Walk
 P.O. Box 12665-00100
 Nairobi, KENYA

 **Corporate Contacts**

Telephone: (254) 020-2771000
 E-mail: info@kdc.go.ke
 Website: www.kdc.go.ke

 **Corporate Headquarters**

P.O. Box 12665-00100
 Uchumi House
 Aga Khan Walk
 Nairobi, KENYA

 **Corporate Secretary**

Mrs Grace Magunga
 P.O. Box 12665-00100
 Nairobi



Entity Bankers

Co-operative Bank of Kenya
Uchumi House
Aga Khan Walk
P.O Box 40310 – 00100
Nairobi



Entity Bankers

NCBA Bank Limited
Mara and Ragati Roads
Upper Hill
P.O Box 44599-00100
Nairobi



Entity Bankers

KCB Bank Limited
Moi Avenue
P.O. Box 60000
City Square 00200
Nairobi, Kenya



Entity Bankers

National Bank of Kenya
Harambee Avenue
P.O Box 72866-00200
Nairobi



Entity Bankers

Development Bank of Kenya Limited
Finance House, Loita Street
P.O. Box 30483-00100
Nairobi



Entity Bankers

Equity Bank Kenya Limited
Embassy House, Parliament Road
P.O. Box 60000-00200
Nairobi.



Principal Legal Advisor

The Attorney General
State Law Office and Department of Justice
Harambee Avenue
P.O. Box 40112
City Square 00200
Nairobi, Kenya



Independent Auditors

Auditor-General
The Office of the Auditor General
Anniversary Towers, University Way
P.O. Box 30084
GPO 00100

3. The Board of Directors

1. HON. DR. SAKWA JOHN BUNYASI Chairman of the Board



Hon Dr. Bunyasi was appointed as the Non- Executive Chairman of the Corporation’s Board on 23rd June 2023. He was born in 1946.

He brings a wealth of experience having worked with the World Bank in various capacities such as Principal Economist & Portfolio Manager in South Asia. He also worked with the African Development Bank as Principal Economist. He holds a Doctorate in Economics and Public Policy from the George Washington University, USA, Master of Science (Agricultural Economics) from the University of Nairobi and BA (Economics) from the University of Nairobi.

He was a Member of Parliament for ten (10) years (2013 – 2022) representing Nambale Constituency, Busia County. He has served on Boards of various companies and is the immediate former Chairman, Kenya Vision 2030 Delivery Board.

2. JUDITH KERICH Director



Ms Kerich was appointed a director to KDC Board on 17th May 2021 as an Independent Director and re-appointed on 24th May 2024.

She has extensive experience spanning over 25 years in the public and private sectors. She is the Deputy Project Coordinator (Strategy and Policy Guidance) with the World Bank, Kenya, providing strategic guidance, insights, and perspectives at the senior leadership level. Previously she has served as Director of Corporate Service with the National

Transport & Safety Authority, as Manager of Human Resources Services, at Kenya Airport Authority, and as Human Resources Officer at Jomo Kenyatta International Airport.

She also serves on executive board committees, oversight committees, and senior leadership teams working in complex multi-stakeholder environments with accountability to the public sector the Government of Kenya, private corporations, NGOs and communities.

Ms Kerich holds a Masters degree in Public Policy and Management from Strathmore Business School, a Masters of Business Administration Strategic Management from Strathmore Business School and a Bachelor of Commerce degree from the Catholic University of Eastern Africa (CUEA).

3. CAROLINE MUIGAI
Director



Ms Muigai was appointed a director to the Board of KDC on 23 June 2023 as an Independent Director. She was born in 1976. She currently chairs the Board Audit committee.

Ms Muigai, holds a Masters degree in Educational Leadership & Performance Management, from Middlesex University, Trent Park, London, and a BSc in International Business Administration, from USIU, Nairobi. She has over 20 years of experience in Insurance, Real Estate & Education. She serves as a Marketing Director at Muigai Commercial Agencies Ltd, a renowned real estate company in Kenya with Branches in Nairobi and Nakuru. She manages Carol Academy & Junior Secondary School and

Rongai Teachers Training College.

4. BENJAMIN MUKETHA
Director



Mr. Muketha was appointed as an Independent Director to the board of KDC on 30th June 2023. He Chairs the Board Investments and Strategy Committee. He was born in 1965.

Muketha is a commercial banking executive with over 30 years' of experience. He has worked in leading commercial banks in Kenya and the Africa region. He brings a wealth of knowledge and experience in leadership, business development, credit risk management and information technology. Muketha is credited with leading successful initiatives in business growth and operational transformation across several countries in Africa.

Muketha has served on the boards of Egerton University Council and Meru County Microfinance Corporation. He is currently the Managing Director /CEO of a regional bank based in Kigali Rwanda.

Muketha holds a Master's degree in Business Administration from Strathmore University and a Bachelor's degree from the University of Nairobi. He is also an accredited member of the Centre for Corporate Governance in Kenya

Muketha is passionate about business growth and improving lives. He is currently leading projects in the agriculture and education sectors.

5. SIGEE KOECH
Director



Sigee Koech was appointed to the Board of KDC on 23 June 2023 as an Independent Director. She Chairs the Board Portfolio and Risk Committee. She was born in 1984.

Sigee is an advocate of the High Court of Kenya of 11 years standing holding a Bachelor of Laws (LL. B Upper Class Hons) from Moi University and a Master of Laws (LL.M) (International Laws) from the University of Pittsburgh, USA.

She is a seasoned legal professional with over 14 years of experience in practice. She is a Partner in the law firm of Dentons Hamilton Harrison & Mathews Advocates specializing in banking and finance and has been ranked by various international legal directories as one of Kenya's leading lawyers in banking and finance law. Sigee also significant experience in real estate/conveyancing law where she advises real estate developers and in general corporate commercial law with a bias in business set-up in Kenya and advising on continuing corporate governance matters.

In addition to her legal practice, Sigee is passionate about education and ESG matters. She has served as a director of Kenya Hotel Properties Limited and is a member of the Law Society of Kenya.



6. MICHAEL KAGIKA
Alternate Director to CS National Treasury & Planning

Mr. Kagika was appointed as a Non-Executive Director to KDC Board on 1st August 2022. He was born in 1969.

He is a certified Trustee having accumulated over thirty (30) years of progressive experience in leadership and management in the Public Service. His tour of duty has seen him work as a District Commissioner (DC), Chief Executive Officer of the Rent Tribunal, Administrator in the Ministry of Public Works and Housing, Social Secretary and Administrator at both State House and the Cabinet Office and Chief Executive Officer and Secretary of the Constitutional Power of Mercy Advisory Committee.

Mr. Kagika is the Pensions Secretary / Director of Pensions and also serves as a Board Member in; The Kenyatta National Hospital, The Public Service Superannuation Scheme and the Kenya National Entrepreneurs Savings Trust (KNEST).

He holds a Bachelor's Degree in Public Administration, Master in Public Administration degree and an array of Diplomas and certifications in Management from both local and

foreign institutions including Kenya School of Government (Kabete), Entrepreneurial Development Institute of India (India), East and Southern African Management Institute (ESAMI) Tanzania, Civil Defence Academy (Singapore) and Centre of Excellence for Stability Police Units (Italy).

In the year 2017, Mr. Kagika was honoured with the award of the Order of the Elder of Burning Spear (EBS) in recognition of his distinguished public service.

7. ABUBAKAR HASSAN ABUBAKAR

Principal Secretary at the State Department for Investment Promotion, Ministry of Investments, Trade & Industry



Mr. Abubakar was appointed a director to KDC Board on 18th January 2023 as a Non-Executive Director. He was born in 1980

He is the Principal Secretary at the State Department for Investment Promotion, Ministry of Investments, Trade & Industry.

Abubakar Hassan is a holder of Masters of Business Administration (Strategic Management) and currently pursuing Masters in Financial Services Law (Project ongoing) , and a Bachelor's Degree in Law all from the University of Nairobi. He is an Advocate of the High Court of Kenya, Certified Public Accountant, Certified Public Secretary, Certified Fraud Examiner, Certified Investment & Financial Analysts and holds a Certification in the Management of Banking

Risks. He is a member of the following professional bodies; the Law Society of Kenya (LSK), the Institute of Certified Public Secretaries of Kenya (ICPSK), and the Institute of Certified, Investment and Financial Analysts (ICIFA).

From his background in law, finance and investment, he has wide experience in facilitating and mobilization of capital, allocation of the said capital into productive areas of the economy and protection of the investors' interests.

Prior to appointment as Principal Secretary in December, 2022, he was the Director Market Operations at Capital Market Authority. He was in charge of market oversight and investors' confidence.

Abubakar is committed to steer upwards investments (both Foreign and Domestic) into the Kenyan economy.

8. Dr. FAITH MWAURA

Director



Dr. Mwaura was appointed to the Board on 16th June 2023 as an Independent Director. She the Board Finance, Human Resource and Governance Committee. Born 1984.

Dr. Faith is a graduate student at Heriot Watt University Scotland in Master of Science Real Estate Management and Development and a Bachelor of Commerce with Majors in Marketing and Business Development and Management from Daystar University. She is a Young African Leadership Initiative (YALI) Fellow. A member of Marketing Society of Kenya, Kenya National Chamber of Commerce and Industry, a Committee member of Kenya Property Developers Association and a Board Member of

Care for A Child's Heart.

Dr. Faith Mwaura is a Passionate International Award-Winning Entrepreneur with a keen interest in Developing Superior Affordable Housing and Communities. She was awarded the Best Female Real Estate Developer by KNCCI Women in Business 2019, Best Woman in Business Excellence by the Women Economic Forum in Amsterdam 2018 among other achievements.

She is the Managing Director at IHL a position she has held for the past 10 years and has spearheaded its dynamic growth from a small agency to a medium sized company. She has over Fifteen Years' Experience in Real Estate and is very deliberate to make a positive impact in everything she does and adding value.

9. NORAH BUYAKI RATEMO

Director General



Ms. Norah Buyaki Ratemo is the Director General and an Executive Director of the Board. She was appointed on 4th July 2023. She was born in 1983.

Ms. Ratemo's previous role at KDC was Director, Investments. She has over 15 years' experience in Credit Risk Management having worked at Ecobank Kenya as a Credit Analyst, and before then, was engaged as Assistant Manager, Securities and Documentation with Sidian bank.

Her specialties are in Risk Management, Credit Assessment, Accounting and Finance. She is also well versed in Strategic Leadership, Project Management, Corporate Governance, Communication, Teamwork

and Client relations. She currently serves on the Board of Kenya Wines Agencies as Member.

Ms. Ratemo holds a Master's degree in Business Administration Finance option from Jomo Kenyatta University of Agriculture and Technology (JKUAT) and a Bachelor of Commerce (B.Com.) Accounting option. She is a Certified Public Accountant, CPA (K) and a Member of the Institute of Certified Public Accountants (ICPAK) and the Institute of Certified Investment Financial Analysts (ICIFA).

Ms. Ratemo is into Philanthropy and has deep passion on issues on Climate Change, Green Energy and Sustainable Development.

10. GRACE MAGUNGA
Corporation Secretary



Mrs. Grace Magunga is the Director Legal Services and Corporation Secretary. She was born in 1965 and retired on 3rd November 2025.

She is the Legal advisor to the Corporation and has vast experience spanning over 25 years in Corporate & Commercial law, Property law, Employment law, Litigation & dispute Resolution and Governance. She has served as Company Secretary in various Board that include Industrial and Commercial Development Corporation (ICDC), Almasi Beverages Limited - Group of Company's, Funguo Investments Limited (FIL), Kenya National Trading Company (KNTC) Limited, Freshpick Processors (EPZ) Limited,

Mountain Lodges Limited and Focus Container Freight Station Ltd.

Mrs. Magunga holds a Master of Science degree, Human Resource Management from Jomo Kenyatta University of Agriculture and Technology and a Bachelor of Law degree from the University of Nairobi. She has a Diploma in Legal Practice and is a Certified Public Secretary (CPS K).

4. Key Management Team

1) Norah Buyaki Ratemo



Ms. Norah Buyaki Ratemo is the Director General and Board Member of Kenya Development Corporation (KDC). She was appointed on 4th July 2023.

Ms. Ratemo holds a Master's degree in Business Administration Finance option from Jomo Kenyatta University of Agriculture and Technology (JKUAT) and a Bachelor of Commerce (B.Com.) Accounting option.

She is a Certified Public Accountant, CPA (K) and a Certified Investment Financial Analyst, CFA. Member of the Institute of Certified Public Accountants (ICPAK) and the Institute of Certified Investment Financial Analysts (ICIFA).

2) Faith Nene



Ms. Faith Nene is the Director Strategy, Research, Policy and Innovation at KDC.

Ms. Faith holds a Master of Science Degree in Human Resource Management from the University of Manchester, UK and a Bachelor of Arts degree from the University of Nairobi. She is a certified Executive Coach from the Academy of Executive Coaching, UK. She is a member of the Institute of Human Resource Management (IHRM) and the Kenya Institute of Management.

3) Grace Magunga



Mrs. Grace Magunga is the Director Legal Services and Corporation Secretary. Retired on 3rd November 2025

Mrs. Magunga holds a Master of Science degree, Human Resource Management from Jomo Kenyatta University of Agriculture and Technology and a Bachelor of Law degree from the University of Nairobi. She has a Diploma in Legal Practice and is a Certified Public Secretary (CPS K).

4) Patricia N. Gachungi



Ms. Patricia N. Gachungi is the Manager, Supply Chain Management.

Ms. Patricia holds a Master of Science Degree in Procurement and Logistics from the Jomo Kenyatta University of Science and Technology (JKUAT) and a Bachelor of Commerce Degree, Business Administration Option from Strathmore University. She also holds Graduate Diploma from The Chartered Institute of Procurement and Supply, United Kingdom. She is a Fellow of the Chartered Institute of Procurement and Supply (FCIPS-UK) and a Licensed Member of the Kenya Institute of Supplies Management (MKISM).

5) Kennedy M. Wanderi



Mr. Kennedy M. Wanderi is the Ag. Director Corporate Services and Deputy Director, Finance and Accounts.

Mr. Kennedy holds a Master of Business Administration degree in Finance and Banking, and a Bachelor of Business Management degree from Moi University. He is a Certified Public Accountant and a member of ICPAK.

6) Mbatha Mbithi



Ms. Mbatha is the Deputy Director Research Policy & Innovation.

Ms. Mbithi is an alumnus of the Strathmore/IESE Business Schools Advanced Management Program 2013. She holds a Master in Business Administration degree in Strategic Management from Moi University and a Bachelor of Science Degree in International Business Administration from the United States International University. Mbatha is a member of the Kenya Institute of Management and the Chartered Institute of Marketers.

12) John Karia



Mr. John Karia is the Ag. Corporation Secretary and Director Legal Services from 11th September 2025.

Mr. Karia is an Advocate of the High Court of Kenya and a Certified Secretary. He is an active Member of the Law Society of Kenya, the Institute of Certified Public Secretaries of Kenya and an Associate Member of the Chartered Institute of Arbitrators (Kenya Branch).

He holds a Master's degree in Law (LLM) from the University of Exeter (UK), a Postgraduate Diploma in Law from the Kenya School of Law and a Bachelor of Laws degree (LLB) from University of Nairobi.

13) Anne Gitau



Mrs. Anne Gitau is the Deputy Director Debt Management.

She is a holder of a Bachelor of Commerce Degree (Accounting Option) from the University of Nairobi and is a Certified Public Accountant and Secretary, (CPA-K, CPS- K) and is a member of ICPAK

14) Daniel Muimi



Mr. Daniel Muimi is the Ag. Deputy Director, Investments Appraisal and Administration.

He holds a Bachelor of Arts Degree from the University of Nairobi, is a Certified Public Accountant (CPA-K) and Certified Finance Analyst CFA. He is a member of ICPAK. He is currently pursuing a Master of Science in Finance from the University of Nairobi.

15) Dominic Ndewa



Mr. Dominic Ndewa is the Deputy Director, Strategy, Planning and Performance Management.

Mr. Ndewa holds a Masters Degree in Economic Policy Management and a Bachelor of Arts Degree in Economics all of them from the University of Nairobi. He is also a Certified Public Accountant (CPAK) and a Certified Investments and Financial Analyst (CIFA) and he is a member of ICPAK and ICIFA

16) Herman Gacugi



Mr. Herman Gacugi is the Manager, Risk Management and Compliance.

Mr. Gacugi holds a Master of Science degree in Information Communications Technology (ICT) from Jomo Kenyatta University of Science and Technology (JKUAT) and a Bachelor of Commerce degree in accounting from Egerton University, he is an Alumni of Strathmore Business School Senior leadership program. He is also a Certified Public Accountant (CPAK) Certified Information Systems Auditor (CISA) and GRI Certified Professional.

17) Barbara Lunani



Ms. Barbara is the Ag. Deputy Director, Partnership Development and Resource Mobilization.

Barbara is a chartered development finance analyst.

Barbara holds Master of Science in Development Finance from Strathmore Business School, Master of Business and Administration (MBA) and a Bachelor of Laws degree (LLB). She is a Certified Public Secretary, an Accredited Governance Auditor, Ethics, Risk and Compliance Specialist and a Certified Legal Auditor.

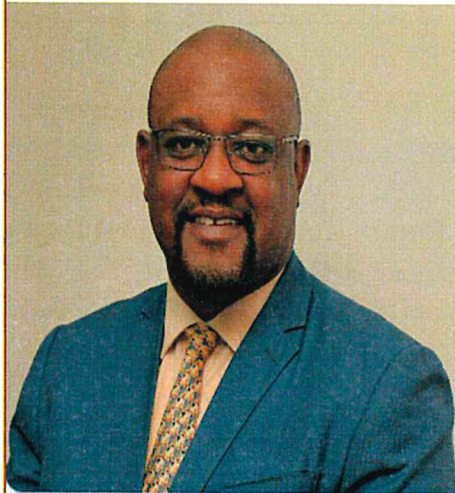
7) **Caroline Misoi**



Mrs. Misoi is the Deputy Director, Human Resources and Administration.

Mrs. Misoi holds an MBA from the University of Salford in the UK, a Bachelor of Arts degree in Sociology and Literature from Kenyatta University and a Diploma in PR and Personnel Management. She is a Certified Professional Mediator. She is a full member of the Institute of Human Resource Management (IHRM) and Kenya Institute of Management (KIM).

8) **Andrew A. Wanga**



Andrew A. Wanga is the Manager, Internal Audit (MIA) in the Internal Audit Department.

Mr. Wanga holds a Master of Global Food & Agriculture Business from the University of Adelaide in Australia and a Bachelors degree in Commerce from The Catholic University of Eastern Africa (CUEA). He is a Certified Information Systems Auditor (**CISA**) and a Certified Information Security Manager (**CISM**) Finalist having studied at the Strathmore University.

Mr. Andrew Wanga is also a qualified ISO Lead Internal Auditor - ISO 9001:2015 (QMS) System Requirements & Documentation with proficiency and hands-on experience and working knowledge of various ICT operating systems and their implementation.

9) Judith Omachar



Mrs. Judith Omachar is the Deputy Director Business Development and Advisory.

Mrs Omachar holds a Bachelor of Commerce degree (Accounting Option) from the University of Nairobi and is a Certified Public Accountant (CPA-K) and is a member of ICPAK.

10) Richard Limo



Mr. Richard Limo is the Deputy Director ICT.

Mr. Limo holds an M.Sc. Degree in Information Technology (Business Intelligence) from Strathmore University and a B.Sc. Degree in Information Technology from Jomo Kenyatta University of Agriculture and Technology (JKUAT). He is a professional member at ICTA, CSK and ISACA.

11) Erastus Njoroge



Mr. Erastus is the Deputy director, Portfolio management.

He is responsible for managing equities and loans portfolio with a view to maximizing returns and mitigating risks and achieve corporate objectives.

Mr. Erastus holds a Master's degree in Financial Economics as well as a Bachelor's Degree with specialization in Mathematics and Economics. He is a member of the Economist Association of Kenya.

5. Fiduciary Management

The key management personnel who held office during the financial year ended 30th June 2025 and who had direct fiduciary responsibility were:

| No. | Designation | Name |
|-----|---|-------------------|
| 1. | Director General | Norah Ratemo |
| 2. | Head of Corporate Services & Finance | Kennedy Wanderi |
| 3. | Head of Supply Chain | Patricia Gachungi |
| 4. | Head of Investment Appraisal | Daniel Muimi |
| 5. | Head of Portfolio Management | Erastus Njoroge |
| 6. | Head of Human Resource and Administration | Carolyne Misoi |

6. Fiduciary Oversight Arrangements

The Corporation operates through four key Board Committees, each mandated under its respective Charter, developed in compliance with Section 9 of the State Corporations Act (Cap 446) and the Mwongozo Code of Governance and approved by the Board. The Charters clearly define each Committee's objectives, composition, responsibilities, authority and procedures.

Finance, Human Resource and Governance Committee

This Committee oversees financial planning, human resource, governance, and administrative matters. Its responsibilities include reviewing and recommending annual operating and capital budgets, major expenditures, debt management strategies, financial reporting, and compliance. It also addresses human resource issues such as recruitment (Grades 1-3), succession planning, policy reviews, disciplinary matters, and performance evaluations. In addition, it considers ICT related matters and stakeholder engagement matters.

Investment and Strategy Committee

This Committee focuses on investment decisions and corporate strategy. It reviews and approves debt and equity investments within set limits, considers new and discontinued products and services, and assesses proposals on acquisitions, joint ventures, and strategic partnerships. It also advises the Board on closing financing gaps and aligning corporate strategy with national development priorities.

Portfolio and Risk Management Committee

This Committee is tasked with oversight of the Corporation's investment portfolio and enterprise risk. In carrying out its mandate, the Committee reviews portfolio performance, loan restructures, legacy accounts and risk and compliance reports. It also considers updates on business continuity plans, property management and ongoing litigation.

Board Audit Committee

The Audit Committee supports the Board's oversight role in ensuring the integrity of financial reporting and internal control systems. Its mandate includes reviewing the effectiveness of financial controls, internal audit processes, risk management, compliance with laws and policies, and the reliability of financial and management information systems.

Each Committee submits its reports to the Board with appropriate recommendations for either noting or approval, thereby enhancing accountability and governance across the Corporation's operations.

Board Committees

The current Board Committees and membership are as per below;

| Name of Committee | Members | Mandate |
|--|--|---|
| Investments and Strategy Committee | <ol style="list-style-type: none"> 1. Benjamin Muketha - Chairperson 2. National Treasury Representative 3. PS Investments/ Alternate 4. Sigee Koech 5. Dr. Faith Mwaura 6. Director General | <ul style="list-style-type: none"> • Debt / Equity approvals • Investments, Private Public Partnerships, Deal structuring, and Special Purpose Vehicles. • Corporate Strategy planning • Partnerships & Resource Mobilization • Divesture and acquisition • Research, Policy, and Innovation • Property Investment |
| Portfolio and Risk Management Committee | <ol style="list-style-type: none"> 1. Sigee Koech - Chairperson 2. National Treasury Representative 3. PS Investments/ Alternate 4. Caroline Muigai 5. Director General | <ul style="list-style-type: none"> • Portfolio monitoring /Equity Reports • Partial Settlements/Write-offs • Portfolio Restructure • Property Management Reports • Debt Management reports • Risk Reports • Legal Reports |
| Finance, Human Resource, Administration and Governance Committee | <ol style="list-style-type: none"> 1. Dr. Faith Mwaura - Chairperson 2. PS Investments/ Alternate 3. National Treasury Rep 4. Benjamin Muketha 5. Director General | <p>Budgeting and capital management;</p> <ul style="list-style-type: none"> • Financial planning, oversight and reporting; • Debt Management; • Human Resources strategy, • Organization design • Recruitment, Remuneration and Human capital oversight; • Disciplinary matters; • Employee relations; • Administration; • ICT; • Procurement and Disposal; • Governance; • Stakeholder management; |

| | | |
|-----------------|--|---|
| | | <ul style="list-style-type: none">• Corporate communication; |
| Audit Committee | <ol style="list-style-type: none">1. Caroline Muigai - Chairperson2. National Treasury Representative3. PS Investments/ Alternate4. Judith Kerich | <ul style="list-style-type: none">• Independent objective assurance through a systematic, disciplined approach to evaluate and improve effectiveness of risk management, control, and governance processes. |

7. Chairman's Statement

i) Operating Environment

The financial year under review, July 2024 to June 2025, unfolded against a backdrop of both global recalibration and domestic adjustment. While the international economy showed signs of moderated recovery with the International Monetary Fund estimating global growth at 3.1% sub-Saharan Africa remained on a steady upward path, posting 3.8% growth as reported in the World Bank's Africa's Pulse (April 2025). This recovery, though fragile, was buoyed by improving commodity markets and cautious optimism across emerging economies.

The domestic macroeconomic landscape presented a mix of headwinds and opportunity. The Kenya National Bureau of Statistics recorded GDP growth of 4.3% in 2024, down from 5.6% in the preceding year, as the country grappled with tightened monetary policy, persistent inflationary pressures (averaging 7.8%), and a weakened shilling. The Central Bank of Kenya responded by maintaining the policy rate at 13.5% a necessary intervention to stem inflation and stabilize the currency, albeit one that tempered private sector credit expansion. Meanwhile, Kenya's public debt levels reached 67.4% of GDP (KES 11.3 trillion), signalling constrained fiscal flexibility.

In the midst of these macroeconomic pressures, KDC reaffirmed its development finance mandate through strategic interventions. I am pleased to report that during the year, the Corporation disbursed a record Kshs.3.5 billion, an achievement majorly made possible by the implementation of the SAFER project; a World Bank-backed wholesale funding line that channels capital to MSMEs through SACCOs, MFBs and Tier III financial institutions. This initiative not only enhanced financial inclusion at the grassroots but also underscored the pivotal role KDC plays in de-risking underserved enterprise segments. It is worth emphasizing that such outcomes – robust disbursement volumes and improved asset quality – could not have materialized in a purely adverse environment. Rather, they speak to KDC's ability to navigate volatility with precision, leveraging partnerships and policy support to advance the country's development agenda.

I view this performance as a strong validation of the Corporation's evolving strategy under the KDC 2.0 blueprint. We are not only responding to immediate market realities but also building a robust, inclusive, and sustainable financing model that aligns with Kenya's long-term aspirations under Vision 2030 and the Bottom-Up Economic Transformation Agenda.

ii) Financial Performance

KDC's financial performance for the 2024/2025 fiscal year reflects the momentum gained from the merger and the successful implementation of our strategic priorities. Our total assets grew by 8% from Kshs.40.09 billion in 2023/2024 to Kshs.43.60 billion by June 30, 2025, underscoring continued effective asset management and a firm alignment with Kenya's development agenda.

Revenue from operations increased by 32% from Kshs.1.86 billion to Kshs.2.45billion, reflecting improved income generation and reinvestment capacity in key sectors. Our profit before tax from operations rose from Kshs.626million to Kshs.990million reflecting a 58% increase, a result of high-yield investment decisions, effective cost controls, and strengthened operational efficiencies.

Moreover, our loan book expanded by 40% from Kshs.6.93 billion to Kshs.9.80 billion, reaffirming KDC's capacity to finance enterprise development and catalyse investment in critical sectors of the economy. These performance indicators confirm the Corporation's increased capacity to mobilize capital and deliver strategic national impact.

iii) Strategic Response and Achievements

To effectively deliver on its development mandate amid complexity in the investment landscape, KDC identified and responded to several strategic imperatives. Chief amongst these was the need to reposition the institution for scale and national relevance through a future-facing strategy; KDC 2.0. This strategic plan emerged from deep reflection on sector dynamics, national priorities, and evolving investor needs, particularly in a post-pandemic recovery context. It places emphasis on high-impact sectors and decentralized investment, thereby aligning KDC more closely with Kenya's Bottom-Up Economic Transformation Agenda (BETA).

In parallel, the Corporation addressed the imperative to strengthen investor confidence and capital mobilization by embedding frameworks for socio-economic assessments, environmental safeguards, and sectoral alignment into our project screening and decision-making processes. Additionally, KDC prioritized building strategic partnerships with local and international actors to unlock blended financing opportunities, reflecting a shift from transactional funding to catalytic capital deployment. A sharper focus on sustainability, inclusion, and impact measurement integrated through new knowledge, policy, and innovation frameworks ensures that KDC's investments are not only commercially viable but also socially transformative. These strategic anchors collectively define our forward posture and lay the groundwork for a more responsive, resilient, and development-focused institution.

Conclusion

I wish to express my deepest gratitude to His Excellency the President of the Republic of Kenya H.E. Dr. William Ruto for his directive to the Ministry of Investment, Trade and Industry to firmly position Kenya Development Corporation as the Government's principal investment arm. This policy guidance affirms the critical role KDC is expected to play in accelerating national economic transformation through strategic investments.

I also extend my sincere appreciation to the Cabinet Secretary for his consistent strategic guidance and unwavering support, and to the Principal Secretary for his diligent stewardship in operationalizing this vision. In addition, I recognise the extensive support accorded to the Corporation by the National Treasury and the World Bank. To our other stakeholders, partners, my fellow Board members and the dedicated KDC team, thank you for your continued collaboration and commitment. With this strong foundation of leadership, we remain resolute in delivering inclusive growth and sustainable development for the people of Kenya.



Hon. Dr. Sakwa John Bunyasi

CHAIRMAN

8. Report of The Director General

i. Macro-economic Environment

The year unfolded against a backdrop of continued global volatility and persistent economic uncertainties. The global economy was tested by prolonged geopolitical tensions, inflationary pressures, and tight monetary policies that constrained liquidity and dampened consumer and investor confidence. These global dynamics significantly influenced financial flows into emerging markets, including Kenya, impacting the development financing ecosystem in which KDC operates.

Despite these challenges, KDC demonstrated remarkable agility and strategic foresight. We realigned our operations and fortified internal systems to shield our development agenda from the macroeconomic shocks. As the financial year closed, there were encouraging signs of macroeconomic stabilization. According to the IMF, global inflation had declined to 4.3% by June 2024. Kenya's inflation also eased to 5.8% as noted by the Central Bank of Kenya, signalling a return to relative stability and a more favorable economic environment for continued investment and lending activity.

ii. Financial Performance

In the face of a tough economic climate, KDC delivered a strong financial performance in FY 2024/2025, affirming the effectiveness of our strategies and operational discipline. Revenue grew by 32% from Kshs.1.86 billion realized during the previous year to Kshs.2.45 billion. This performance was underpinned by the success of our strategic programs with the World Bank under the SAFER and DRIVE projects.

Operating profit before tax reached Kshs.990million, up from Kshs.626million in FY 2023/2024. Operating expenditure was prudently managed at Kshs.1.47billion compared to Kshs.1.24 billion the previous year. The cost-to-income ratio 60% was achieved.

KDC's overall operating profit before tax stood at Kshs.990million, representing a 58% increase from Kshs.626million recorded the prior year. These results underscore the Corporation's resilience, financial robustness, and strategic clarity amid market uncertainties.

Conclusion

KDC remains firmly on course to fulfil its mandate as Kenya's premier development finance institution. The gains of the 2024/2025 financial year, achieved amidst global and domestic challenges, are a testament to the clarity of our vision, the strength of our strategy, and the dedication of our people.

I extend my appreciation to the President of the Republic of Kenya, H.E. Dr. William Ruto, for his directive to position KDC as the Government's primary investment arm an endorsement that aligns with the Corporation's strategic relevance. I am equally grateful to the Cabinet Secretary Ministry of Investments, Trade and Industry, National Treasury and Economic Planning and to the Principal Secretaries for their strategic guidance and operational support.

To our Board of Directors, partners, staff, customers, and stakeholders your unwavering support remains the cornerstone of our success. Together, we shall continue to advance our shared vision of inclusive prosperity and sustainable development for all Kenyans.

Thank you, and God bless.



CPA/FA Norah Ratemo

DIRECTOR GENERAL

KENYA DEVELOPMENT CORPORATION

iii. Loan Portfolio

During the reporting year, the Corporation continued to deepen its lending reach, total loan disbursements increased by 85% to Kshs.3.56 billion from Kshs.1.92 billion in FY 2023/2024. This growth was a result of both enhanced resource mobilization and increased demand for financing in our target sectors.

Our loan book expanded by 40% from Kshs.6.93 billion to Kshs.9.80billion, aligning with our mandate to drive socio-economic development through credit support. Portfolio quality remained a focal point, with the Portfolio at Risk (PAR) improving to 41.6%, down from 50.3% in the previous year. This progress reflects sustained recovery efforts and strengthened risk mitigation measures.

iv. Redefining Our Purpose

KDC is undergoing a strategic reorientation to position itself more prominently as an engine of socio-economic transformation. Having completed the foundational phase of institutional development, the Corporation is now entering a phase of accelerated implementation.

In alignment with the Government's Bottom-Up Economic Transformation Agenda (BETA), we have revised our business model to reflect a stronger community-driven focus, prioritizing inclusive economic participation and regionally balanced development. This strategic reset is aimed at ensuring KDC delivers maximum public value.

vi. Stakeholder Engagements

KDC has continued to prioritize collaboration as a key pillar of our strategy. We signed multiple Memoranda of Understanding (MoUs) to catalyze development across regions and sectors. Notable partnerships include engagements with the County Governments of Lamu, Kwale, Muranga, Kirinyaga, Homabay, Kisumu, Kisii, Kakamega, Busia, Bungoma, Uasin Gishu and Trans Nzoia (targeting blue economy, tourism, manufacturing, agriculture value addition and energy), United Green (climate and post-harvest management), IDC South Africa (syndicated investments and knowledge exchange), the Kenya Association of Manufacturers, and Saudi Exim Bank.

These partnerships are instrumental in expanding our reach and deepening our impact for leveraging technical expertise and mobilizing capital.

9. Statement of Performance against Predetermined Objectives for FY 2023/24

The Public Finance Management Act, 2012 Section 81 Subsection 2 (f) requires the accounting officer to include in the Financial Statement, a statement of the national government entity's performance against predetermined objectives.

KDC has 3 key results areas within the current Strategic Plan for the FY 2024-25 - FY 2028-29. These KRAs are:

- KRA 1: Maximizing impactful development interventions
- KRA 2: Strategic partnerships, collaborations and networks
- KRA 3: Strengthen Institutional Capacity

KDC develops its annual work plans based on the above three KRAs. Assessment of the Board's performance against its annual work plan is done on a quarterly basis. The Corporation achieved its performance targets set for the FY 2024-2025 period for its 3 KRAs, as indicated in the diagram below:

| KRA | Strategic Objective | Outcome indicator | FY 2024/25 | Achievement |
|---|--|---|------------|-------------|
| KRA 1: Maximizing impactful development interventions | To increase Investment in High Impact Sectors by Kshs.25B to spur national socio-economic growth. | Amount invested in high-impact sectors | 2.30 B | 1.04B |
| | To increase Investments in special purpose projects by Kshs.25B for equitable economic growth | Amount invested in special projects | 5.00 B | 2.52B |
| | To promote the sustainability of funded enterprises through project preparation and business advisory. | % of new & existing enterprises sustained | 85% | 57% |
| | To report on the Corporation's socioeconomic impact | No. jobs created and sustained | 4,256 | 2,707 |
| | | Contribution to GDP in Kshs | 11760 | 4256 |
| KRA 2: Strategic partnerships, collaborations and networks | To mobilize financial resources towards interventions in sectors with high socio-economic impact | Amount of mobilized in Kshs | - | 4B |
| | To enhance strategic collaborations in technical areas and knowledge transfer | Level of implementation | 100% | 100% |
| | To effectively contribute to national economic policy direction | No. | 1 | 1 |

Kenya Development Corporation
Annual Report and Financial Statements for the Year ended 30th June 2025

| KRA | Strategic Objective | Outcome indicator | FY 2024/25 | Achievement |
|--|--|---|------------------------------|-------------|
| KRA 3: Strengthen Institutional Capacity | To strengthen the Corporation's financial sustainability; | Amount of revenue realized in Kshs | 2.923 B | 2.456 B |
| | | % income collected | 90% | 90% |
| | | % of PAR | 40% | 42% |
| | | Cost-to-income ratio | 60% | 44% |
| | To enhance internal operational efficiency for excellent customer experience | Level of implementation of BPR | 100% | 100% |
| | | Customer Satisfaction Index Rating | Baseline | 84% |
| | | To promote effective communication and brand visibility | CRM Level of Implementation | 100% |
| | Brand Equity Index Rating | | Baseline. | 0% |
| | To mainstream research and institutionalize innovation | The number of researches undertaken annually | 4 | 4 |
| | | The number of Innovations Implemented Annually | 1 | 1 |
| | | To automate the corporation's key processes. | % of automated key processes | 100% |
| | Level of implementation data analytics | | 100% | 100% |
| | To attract and retain productive human capital | Employee Engagement index | Baseline | 58% |
| | | Productivity Index | Good | Very high |
| | | Work Environment Satisfaction index | Baseline | 73% |
| | | Level of implementation of training plan | 100% | 100% |

| KRA | Strategic Objective | Outcome indicator | FY 2024/25 | Achievement |
|-----|--|--|------------|-------------|
| | To enhance governance, risk, and internal controls | Corporate governance evaluation reports | 1 | 1 |
| | | SSCI Certification | 1 | 0 |
| | | Level of implementation of audit processes | 100% | 91% |
| | | Audit Rating | Good | Good |

10. Corporate Governance Statement

Introduction

KDC has adopted high standards and applies strict rules of conduct, based on the best corporate practices. As part of this commitment, the Board of Directors adheres to good corporate governance by embracing the following principles:

- a) Observing high standards of ethical and moral behaviour;
- b) Upholding personal integrity and honesty;
- c) Acting in the best interests of KDC in compliance with the Constitution, and all applicable laws;
- d) Promoting industrial and economic growth in Kenya fairly and responsibly;
- e) Recognizing the legitimate interests of all stakeholders through participation in policy-making, resource allocation, and access to public funds; and
- f) Ensuring that KDC acts as a good corporate citizen.

Board members have committed to act in the best interest of the organization and uphold their fiduciary responsibilities and duty of care. They are expected to act honestly and in good faith so as to create a culture that is built on principles of integrity, accountability, and transparency. As a state Corporation, KDC regards good corporate governance a primary tenet of good performance. In this regard, our operations are undertaken in cognizance of regulations and statutory requirements necessary to put us in good stead with our stakeholders. Our operations are driven by the desire to maximize shareholder value while safeguarding the rights and interests of all stakeholders. The culture of good corporate governance permeates all levels of the Corporation starting with the Board of Directors. This has led to the continued success of the Corporation. Board of Directors have approved a Board charter that defines their roles and responsibilities. Board members have signed the Board Code of Conduct and Ethics form which affirm their commitment to upholding high ethics standards.

- i. *Appointment of Board members, Process of appointment and removal of directors, The size, diversity, and demographics of the Board, Existence of the board charter*

i) Board Appointments and Composition

The KDC Board is diverse in its composition, independent but flexible, pragmatic, objective, and focused on the balanced and sustainable performance of the organization.

- a. **Size of the Board:** The Board has a minimum of seven (7) members and a maximum of nine (9) members.
- b. **Board Composition:** The Board ensures that:
- (i) Its composition complies with requirements in the Constitution of Kenya and any applicable legislation;
 - (ii) Its members can act independently;
 - (iii) Each Board Member understands the broad outline of the organization's policies;
 - (iv) Each Board Member is in good standing professionally and has sufficient expertise to perform his or her role as a Board member; and
 - (v) At least one Member is a financial expert, meaning that he or she has the necessary qualifications and expertise in financial management and accounting and is a bonafide member of a professional body regulating the Accountancy profession.
- c. **Appointment of Board Members:** The Cabinet Secretary, Investment, Trade and Industry appoints Board Members. The Chairman is appointed by the President of the Republic. Every appointment is done by name and by notice in the Kenya Gazette. Appointments cease if a member:
- (i) Serves the appointing authority with a written notice of resignation; or
 - (ii) Is absent, without the permission of the Chairperson, from three consecutive meetings; or
 - (iii) Is convicted of an offence and sentenced to imprisonment for a term exceeding six months or to a fine exceeding twenty thousand shillings; or
 - (iv) Is incapacitated by prolonged physical or mental illness from performing his duties as a member of the Board; or
 - (v) Conducts himself in a manner deemed by the appointing authority to be inconsistent with membership of the Board.
 - (vi) Any removal of a Board Member under (i) above, shall be through formal revocation.
 - (vii) The Corporation Secretary ensures that a record of the appointment letters, gazette notice, and written acceptance by the Board member are kept in the personal file of the Board member.
- d. **Independence of Board Members:** All Board members, including those nominated by stakeholders recognize that they owe their duties to KDC and not their nominating stakeholder. At least one-third of the Board members

are independent upon appointment and maintain their independence during their term of service on the Board.

e. **Term Limits:** Board Members hold office for a period not exceeding three (3) years, and are eligible for reappointment for one more term not exceeding three (3) years. A Board member may be appointed for a cumulative term not exceeding six (6) years. The renewal of a Board Member's tenure for a second term is subject to an acceptable evaluation as determined during Board performance evaluations.

f. **Resignation from the Board:** A Board Member may resign at any time by giving a written notice to the appointing authority, copied to the Chairperson of the Board and the Director General of KDC. The resignation shall take effect upon receipt of notice by the appointing authority or at any later time specified therein; and unless otherwise specified in the notice, the acceptance of such resignation shall not be necessary to make it effective.

ii. *Roles and functions of the board*

The Board as the custodian of the Corporation's resources recognizes its responsibility of providing leadership, strategic direction, and control and is accountable to all stakeholders. The Board oversees risk management, is responsible for investment decisions, and ensures compliance with relevant laws and regulations. The Board has adopted and continues to adhere to Mwongozo, Code of Governance for State Corporations so as to deliver value to Kenyans in a transparent and accountable manner.

iii. *Induction, training, and development*

Board Training and Induction: New Board members are taken through an induction program; with one induction undertaken during the financial year. Board trainings were incorporated as part of the Board work and undertaken as and when scheduled

iv. *Board and members' performance*

The Board undertakes annual self-assessment and evaluation under the guidance of the State Corporations Advisory Committee (SCAC) to improve the internal governance of the Board and its Committees. The Board undertook the Self Board Evaluation for the Financial Year 2024/2025 and attained a Corporate Board Performance Score of ---%. The Board was evaluated on various parameters including execution of its mandate and strategy, performance management, Board Management, structure and responsibilities, procedures, accountability and risk management, communication and stakeholder management. From the report, the Board noted various aspects of its

Kenya Development Corporation
Annual Report and Financial Statements for the Year ended 30th June 2025

performance and has put in place a performance improvement program to ensure continuous performance improvement.

v. Number of Board meetings held and the attendance to those meetings by members

The Board meets quarterly, with additional meetings convened as and when necessary after obtaining the necessary approvals. The established Board Committees hold meetings quarterly with special meetings convened as and when necessary to effectively discharge their functions. The committee membership was reconstituted in January 2025 in line with Mwongozo code for state corporation. The Board attendance during the financial year is as shown below;

BOARD /COMMITTEE MEETINGS IN THE FINANCIAL YEAR 2024/2025 ATTENDANCE (JULY 2024 TO DECEMBER 2024)

| NAME | BOARD | FINANCE, HUMAN RESOURCE & GOVERNANCE COMMITTEE | INVESTMENT AND STRATEGY COMMITTEE | PORTFOLIO AND RISK MANAGEMENT | BOARD AUDIT COMMITTEE |
|---|----------|--|--|-------------------------------------|--------------------------|
| Hon. Dr Sakwa Bunyasi | 2/2 | NIL | NIL | NIL | NIL |
| Abubakar Hassan Abubakar / Representative | 2/2 | 2/2 | 3/3 | 2/2 | 1/2 |
| Michael Alfred Kagika | 2/2 | 2/2 | 3/3 | 2/2 | 2/2 |
| Judith Chelang'at Kerich | 2/2 | NIL | 3/3 | NIL | NIL |
| Sigee Koech | 2/2 | 2/2 | NIL | 2/2 | NIL |
| Dr. Faith Mwaura | 2/2 | 2/2 | NIL | 2/2 | NIL |
| Caroline Muigai | 2/2 | NIL | 3/3 | NIL | 2/2 |
| Benjamin Muketha | 2/2 | NIL | NIL | 2/2 | 2/2 |
| Norah Ratemo | 2/2 | 2/2 | 3/3 | 2/2 | NIL |
| TOTAL MEETINGS | 2 | 2 | 3 | 2 | 2 |

BOARD /COMMITTEE MEETINGS IN THE FINANCIAL YEAR 2024/2025 ATTENDANCE (JANUARY 2025 TO JUNE 2025)

| NAME | BOARD | FINANCE, HUMAN RESOURCE & GOVERNANCE COMMITTEE | INVESTMENT AND STRATEGY COMMITTEE | PORTFOLIO AND RISK MANAGEMENT | BOARD AUDIT COMMITTEE |
|---|----------|--|--|-------------------------------------|-----------------------------|
| Hon. Dr. Sakwa Bunyasi | 4/4 | NIL | NIL | NIL | NIL |
| Abubakar Hassan Abubakar / Representative | 4/4 | 3/3 | 3/3 | 2/2 | 2/2 |
| Michael Alfred Kagika | 4/4 | 3/3 | 3/3 | 2/2 | 2/2 |
| Judith Chelang'at Kerich | 2/4 | NIL | NIL | NIL | NIL |
| Sigee Koech | 4/4 | NIL | 3/3 | 2/2 | NIL |
| Dr. Faith Mwaura | 4/4 | 3/3 | 3/3 | NIL | NIL |
| Caroline Muigai | 4/4 | NIL | NIL | 2/2 | 2/2 |
| Benjamin Muketha | 4/4 | 3/3 | 3/3 | NIL | NIL |
| Norah Ratemo | 4/4 | 3/3 | 3/3 | 2/2 | NIL |
| TOTAL MEETING S | 4 | 3 | 3 | 2 | 2 |

vi. Succession plan

The Board has approved the Succession Policy and Succession plan that ensures leadership continuity for key positions within the Corporation. This is to mitigate the risk of leadership gap and ensure sustained institutional performance.

vii. Policy to manage conflict of interest.

The Board has approved a **Conflict of Interest Policy** that provides guidance to the Board and members and staff on identifying, disclosing, and managing conflicts. All Board members are required to make annual declarations and disclose any real or perceived conflicts during meetings.

viii. Board remuneration

For the fiscal year ending 30th June 2025, the Corporation incurred board expenses of Kshs.26,793,836. The expenses include sitting allowance of Kshs.20,000.00 per director per sitting, travelling and subsistence allowance for Board activities undertaken outside the director registered residence as guided by the Salaries and remuneration commission guidelines, Board training and an honorarium of Kshs.80,000 payable only to the board chairman per month. This remuneration was in line with the regulatory framework governing the compensation of both executive and non-executive directors of state corporations. It ensured that remuneration of the directors was transparent and aligned to public expectations of ensuring accountability in the management of state resources. The Board remunerative expenses are broken down as per below;

| No | Director | Amount |
|----|--|------------------|
| 1 | Hon. Dr. Sakwa Bunyasi | 1,758,000 |
| 2 | Michael Alfred Kagika | 850,000 |
| 3 | Judith Chelang'at Kerich | 176,000 |
| 4 | Abubakar Hassan Abubakar / Representative | 802,000 |
| 5 | Dr. Faith Mwaura | 962,000 |
| 6 | Caroline Muigai | 694,000 |
| 7 | Sigee Koech | 680,000 |
| 8 | Benjamin Muketha | 926,000 |
| | Total | 6,848,000 |

ix. Ethics and Conduct

The Corporation upholds a strong ethical culture guided by its **Code of Ethics and Conduct**, which is applicable to Board members and staff. The Code promotes integrity, professionalism, and responsible behaviour in all operations. The Corporation also maintains a whistle-blower mechanism to report unethical conduct anonymously and without fear of retaliation.

x. Governance audit

A comprehensive **Governance Audit** was undertaken in accordance with the Mwongozo Code and the guidelines of the State Corporations Advisory Committee (SCAC). The audit assessed the Corporation's compliance with governance principles and the Corporation attained a score of 79.3%. The areas of improvement have since been noted and incorporated in the Corporation's governance enhancement plan.

xi. Communication policy

The Board has approved a **Communication Policy**. The Policy outline the principles, guidelines, practices and processes that the Corporation will embrace in fostering excellent internal and external communication, stakeholder engagement, corporate social responsibility, media relations, social media communications, brand management, and customer care.

xii. Terms of Reference of Committees

To effectively discharge its mandate, the Board has established the following four (4) Committees with specific terms of reference set out in each Committee's Charter.

- i) Finance, Human resource and Governance Committee
- ii) Investment and Strategy Committee
- iii) Portfolio and Risk Management Committee
- iv) Board Audit Committee

xiii. Policy on related party transactions

The Conflict of Interest Policy ensure the Corporation is protected from any conflicts of interest that may arise between the Company and its related parties by ensuring that all related party transactions are properly reviewed, approved and disclosed in accordance with the legal and regulatory requirements. The Policy also ensure that transactions between the Corporation and its related Parties are based on principles of transparency and are undertaken at arm's length.

11. Management Discussion and Analysis

I. Introduction

The Kenya Development Corporation was incorporated in 2020 and its mandate is to promote sustainable economic development by providing development finance, appropriate infrastructure, business support and advisory services to medium and large-scale industries and commercial undertakings in target sectors in Kenya and elsewhere.

II. Summary of the financial performance of KDC for the four years period 2021-22 to 2024-25

1) Statement of Comprehensive Income

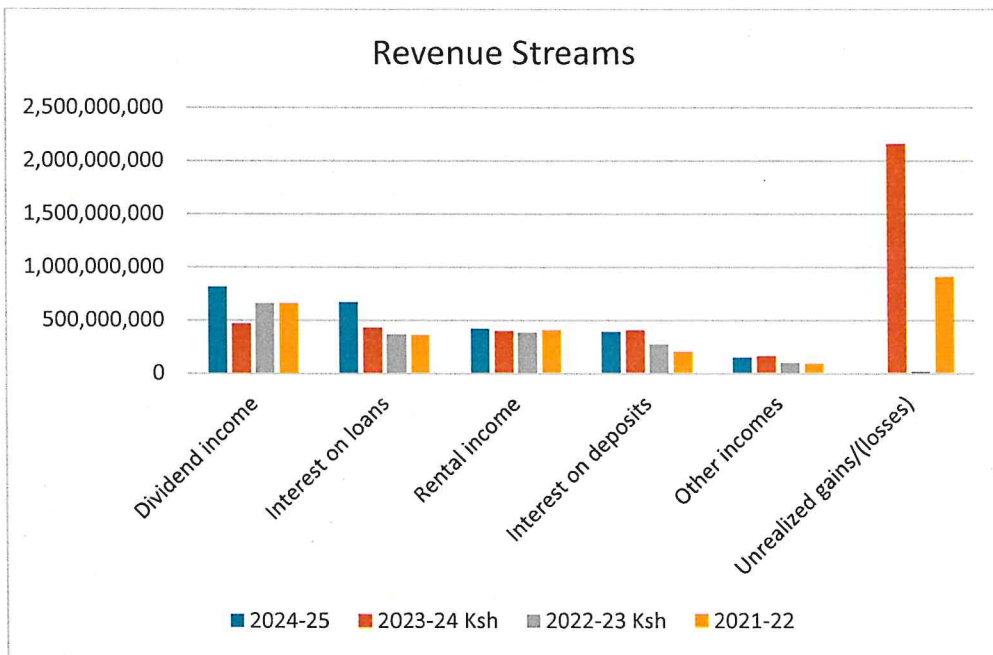
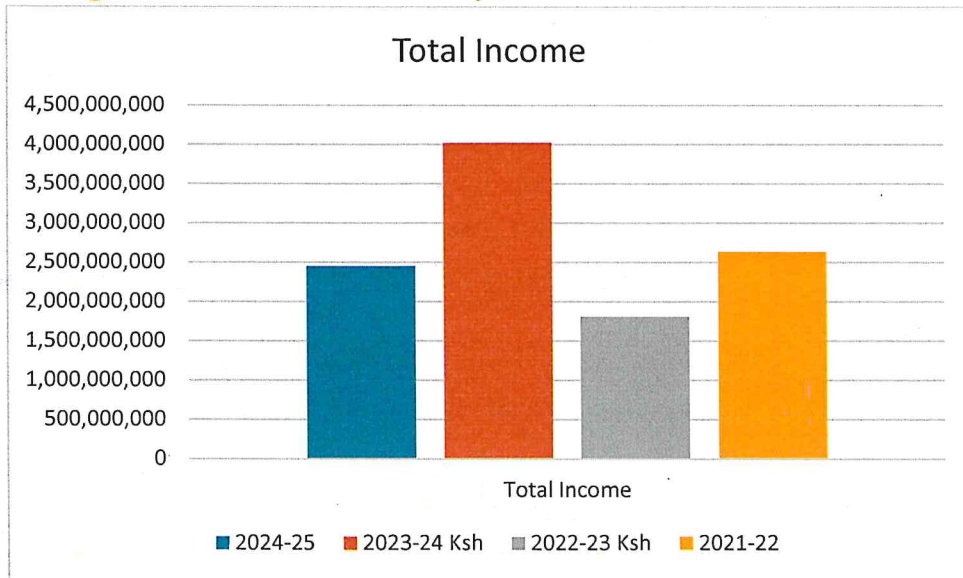
The Corporation's financial performance for the last four years of its existence can be analyzed as indicated below.

i) Revenue

The Corporation realized an operating revenue of Ksh2.46 billion during the period representing a 32% growth over the Ksh1.86 billion realized during the previous year and the 4% growth recorded in each of the last two years. This demonstrates that the merged organization has settled well and the fruits of the merger are being realized. The breakdown of the revenue from the various sources is as indicated below.

| Revenue Source | 2024-25 | 2023-24 | 2022-23 | 2021-22 |
|--------------------------------|----------------------|----------------------|----------------------|----------------------|
| | Ksh | Ksh | Ksh | Ksh |
| Dividend income | 816,080,048 | 469,435,905 | 660,418,748 | 662,849,493 |
| Interest on loans | 694,828,628 | 430,434,832 | 367,979,775 | 360,526,028 |
| Rental income | 422,915,499 | 398,213,900 | 385,597,396 | 408,295,409 |
| Interest on deposits | 393,375,710 | 404,601,859 | 274,959,683 | 202,410,097 |
| Other incomes | 128,706,993 | 161,451,024 | 101,261,605 | 91,488,579 |
| Total operating revenue | 2,455,906,878 | 1,864,137,520 | 1,790,217,207 | 1,725,569,606 |
| Unrealized gains/(losses) | - | 2,158,830,000 | 18,411,921 | 906,575,754 |
| Total Income | 2,454,574,728 | 4,022,967,520 | 1,808,629,127 | 2,632,145,360 |
| Growth in Operating Revenue | 32% | 4% | 4% | |

Management Discussion and Analysis cont'd



The performance of the various revenue streams has been analyzed as here below:-

i) Dividend Income

The Corporation realized a dividend income of Ksh816m during the period representing a 74% growth over the revenue realized during the previous year due to improved performance by the investee companies. Dividend income represents 33% of the total operating revenue for the period.

The dividend income from the various investee companies can be analyzed as indicated below:

Management Discussion and Analysis cont'd

| Company | 2024-25 | 2023-24 | 2022-23 | 2021-22 |
|---------------------------|--------------------|--------------------|--------------------|--------------------|
| | Ksh | Ksh | Ksh | Ksh |
| Almasi Beverages Limited | 222,886,537 | 211,890,564 | 249,080,211 | 218,323,235 |
| Centum Investments PLC | 48,911,327 | 91,708,738 | 89,721,716 | 50,439,806 |
| Isuzu East Africa Limited | 105,307,160 | - | 176,346,452 | 202,679,194 |
| Minet Kenya Ins Brokers | 196,237,406 | 163,198,005 | 144,269,725 | 190,605,087 |
| Afrexim Bank | 1,782,902 | 1,249,630 | 1,000,644 | 802,171 |
| Funguo Investments | 2,334,578 | 1,388,969 | - | - |
| KWAL | 217,448,277 | - | - | - |
| Focus CFS | 20,000,000 | - | - | - |
| Golf Hotel | 1,171,862 | | | |
| Total Dividend | 816,080,048 | 469,435,906 | 660,418,748 | 662,849,493 |

| | | | |
|---------------------------|-----|------|----|
| Growth in Dividend Income | 74% | -29% | 0% |
|---------------------------|-----|------|----|

During the year, two companies KWAL and Focus CFS, that were previously not paying a dividend started to pay due to improved performance. The other companies showed a general improvement in the amounts declared resulting in an overall 74% growth in dividend income over the previous year. Despite the erratic nature of dividend income which is affected by many factors including capital plans by the investee company, dividend income is expected to improve during the coming periods.

ii) Interest on Loans

Interest on loans advanced to customers realized an amount of Ksh695m compared to Ksh430m realized during the previous period representing a 56% growth. The growth in interest income is in tandem with the increase in lending which grew by 40%. Interest income comprises 27% of total revenue in 2024-25 but it is expected to be the main source of income over the coming periods contributing over 50% of total revenue.

iii) Rental Income

Rental income realized an amount of Ksh423m representing a 6% growth over the Ksh398m realized during the previous period mainly due to rental revisions and increase in occupancy levels. This revenue stream is expected to remain relatively stable as no investments in new property are planned in the medium term.

Management Discussion and Analysis cont'd

iv) Interest on deposits

Interest from short term deposits realized Ksh398m compared to Ksh404m realized during the previous period. The decline in earnings is mainly due to a decrease in interest rates in the market following the lowering of the CBR rate by Central Bank of Kenya as it seeks to lower the lending rates. With the decline in lending rates, demand for credit is expected to increase and the Corporation is looking at deploying the funds invested in short-term deposits to projects.

v) Other incomes

Other incomes which include proceeds from sale of investment property, loan application fees and write-backs on provisions realized an amount of Ksh129m compared to Ksh161m realized during the previous period with the decline being attributed mainly to a decrease in write-backs on loans due to a challenge in realizing securities on defaulted loans. The income is projected to grow further in the coming period as more loan applications are received and debt recovery efforts are stepped up.

vi) Unrealized Gains from Investment Property

The unrealized gains arise from revaluation of investment property and do not represent a cash revenue. During the period under review, the Corporation did not carry out a valuation of its Investment Property as this had been undertaken during the previous period and the property is considered to be well marked to market.

ii) Operating Expenditure

The Corporation incurred a total operating expenditure of Ksh1.46 billion during the period compared to Ksh.1.23 billion incurred in the previous period representing an increase of 18%. The increase in expenditure was less than the 32% increase in revenue, which indicates that costs are well controlled and have been used to generate revenue.

Management Discussion and Analysis cont'd

The table below gives a summary of the total expenditure over the last four years.

| Expenditure Item | 2024-25 | 2023-24 | 2022-23 | 2021-22 |
|--------------------------|----------------------|----------------------|----------------------|----------------------|
| | Ksh | Ksh | Ksh | Ksh |
| Staff Costs | 504,773,760 | 479,077,359 | 476,978,398 | 503,439,384 |
| Administrative costs | 715,534,322 | 475,735,848 | 389,870,294 | 343,786,614 |
| Cost of sales of IP | 52,650,000 | 81,500,000 | 45,250,000 | 51,500,000 |
| Finance Charges | 92,641,982 | 50,953,392 | 45,093,077 | 44,738,922 |
| Provision for loss | 99,933,274 | 150,658,632 | 312,629,421 | 684,401,173 |
| Total Expenditure | 1,465,533,338 | 1,237,925,231 | 1,269,821,191 | 1,627,866,094 |

Growth in
expenditure

18%

-3%

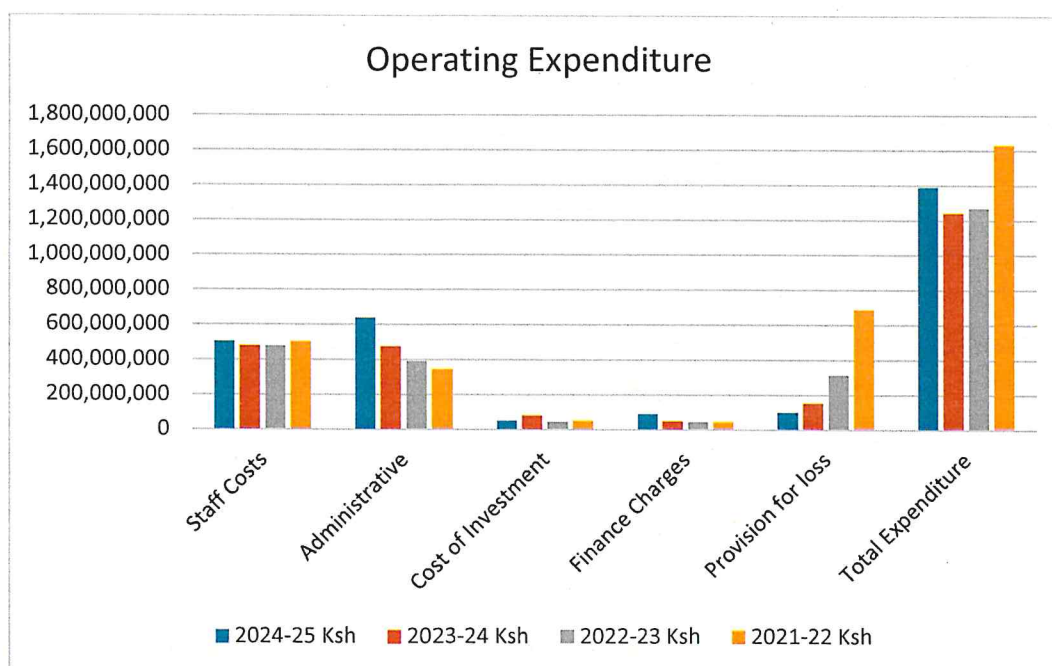
-22%

Staff costs increased by 5% which was driven mainly by annual salary increases of about 5%. The staff costs were equivalent to 21% of revenue which was well within the maximum ratio of 35% as prescribed in the PFM Act.

Administrative costs increased by 50% on account of increase in investment activities and legal claims which materialized during the period.

Cost of sales of Investment Property represents the cost of apartments which were developed for sale and were sold during the period. The number of units sold during the year declined from those sold during the previous period.

Finance charges recorded an increase of 82% on account of increased borrowing from The National Treasury under the SAFER Program.



iii) Operating Profit

The Corporation realized an operating profit before tax of Ksh.990million compared to Ksh626m realized during the period representing a growth of 58%. The growth in revenue was realized from higher dividend and interest income. The investee companies recorded improved performance thereby declaring higher dividends while the loan book grew by 40% accounting for a 56% growth in interest income.

1) Statement of Financial Position.

| | 2024-25 | 2023-24 | 2022-23 | 2021-22 |
|---------------------------------------|-----------------------|-----------------------|-----------------------|-----------------------|
| Assets | Ksh | Ksh | Ksh | Ksh |
| Equity Investments | 18,116,811,680 | 17,671,100,726 | 18,956,594,511 | 19,803,740,048 |
| Loans | 9,800,624,056 | 6,930,236,458 | 5,625,252,710 | 5,136,784,050 |
| Investment Property | 10,108,825,444 | 10,057,976,771 | 7,967,283,262 | 8,132,017,094 |
| Property Plant & Equipment | 769,782,290 | 749,822,574 | 547,031,281 | 204,976,736 |
| Intangible Assets | 10,397,600 | 16,456,050 | 21,786,993 | 23,098,473 |
| Inventory | 1,206,479 | 4,116,901 | 5,469,943 | 3,597,609 |
| Debtors | 784,782,122 | 608,875,954 | 650,849,223 | 821,561,004 |
| Cash and Bank Balance | 4,008,010,043 | 4,057,035,479 | 3,319,097,761 | 3,154,516,427 |
| Total Assets | 43,600,439,714 | 40,095,620,913 | 37,093,365,683 | 37,280,293,441 |
| FINANCED BY: | | | | |
| Equity and Liabilities | | | | |
| Capital & Reserves | 38,742,558,265 | 37,231,344,039 | 35,224,370,553 | 35,509,809,192 |
| GOK & External Loans | 3,766,983,921 | 2,158,095,582 | 1,402,780,438 | 1,356,220,179 |
| Creditors & Liabilities | 1,090,897,528 | 706,181,292 | 466,214,693 | 414,264,070 |
| Total Equity & Liabilities | 43,600,439,714 | 40,095,620,913 | 37,093,365,684 | 37,280,293,441 |

| | | | |
|------------------------|----|----|-----|
| Growth in total assets | 9% | 8% | -1% |
|------------------------|----|----|-----|

The total assets grew by 9% during the year. Equity Investments increased by 3% from Ksh17.6 billion to Ksh18.1 billion due to higher revaluation of both quoted and unquoted investments while loans to customers increased by 40% funded by loans and grants from The National Treasury.

Management Discussion and Analysis cont'd

1) Financial Performance

| | 2024-25 Ksh | 2023-24 Ksh | 2022-23 Ksh. | 2021-22 Ksh. |
|---|-----------------------|-----------------------|-----------------------|-----------------------|
| Total Revenue | 2,455,906,878 | 4,022,967,520 | 1,808,629,127 | 2,632,145,360 |
| Less Unrealized gains/(losses) | - | (2,158,830,000) | (18,411,921) | (906,575,754) |
| Total Operating Revenue | 2,455,906,878 | 1,864,137,520 | 1,790,217,206 | 1,725,569,606 |
| Total Expenses | 1,465,533,338 | 1,237,925,231 | 1,269,821,191 | 1,627,866,099 |
| Operating Profit (Loss) before tax | 990,373,540 | 626,212,289 | 520,396,015 | 97,703,511 |
| Total Assets | 43,600,439,714 | 40,095,620,913 | 37,083,887,887 | 37,280,293,444 |
| Movement in Operating Revenue | 32% | 4% | 77% | |
| Movement in Expenditure | 18% | -2.51% | 1% | |
| Movement in Total Assets | 9% | 8% | -1% | |
| Return on Assets | 2% | 7% | 1.50% | |

Risk Management.

The Corporation has put in place and operationalized risk function which is instrumental in the management and coordination of risk management activities in the Corporation guided by a robust enterprise risk and opportunities management (EROM). The EROM framework forms the foundation of our approach to holistic risk management.

This framework serves a pivotal role in safeguarding KDC's mandate and strategic objectives, ensuring stability and resilience amid the unpredictability of the global financial landscape. By systemically identifying, analysing, evaluating, treating, monitoring, and communicating risks across all levels of our Corporation, the EROM framework empowers us to respond to potential threats and exploit opportunities that arise.

Encompassing strategic, operational, financial, and reputational risks, it underscores our commitment to managing uncertainty and aligns with the Corporation's strategic

objectives and risk appetite. By incorporating risk consideration into all decision-making processes, it fosters a culture of risk awareness, enabling us to navigate complex challenges; and effectively and responsibly advance our mandate.

The Corporation strategy is to remain a strong development finance institution, resilient to possible adverse risk events and able to address such developments based on its own strengths and resources.

| RISK FOCUS | RISK TARGET |
|-------------------------------------|--|
| Capital Adequacy. | To remain solvent based on internal financial resources following a stress situation as well as meet current and forthcoming regulatory requirements |
| Liquidity Management. | The Corporation considers liquidity structure and quality by ensuring that there are adequate liquid resources to meet all projected cash requirements, periodically assess the projected net liquid asset position and ensure that the liquid assets are not excessively higher than the current liabilities to maximize the return on investments as highly liquid assets. |
| Profitability Management. | To provide sustainable returns on capital factoring risk appetite, capacity and tolerance with a low-risk appetite for risks that negatively impact on the Corporation's profitability and sustainability. |
| Governance & Compliance. | The Corporation has a low-risk appetite for governance and compliance risks by ensuring substantial governance structures and guidelines are in place, including a Code of Conduct, governance policies and charters that it expects its Board of Directors, management, and staff to adhere to. |
| Social Economic Impact. | To catalyze sustainable socio-economic development in Kenya and specifically to address unemployment, private sector development and to support growth in priority sectors. |

KDC Compliance with Statutory Requirements.

The Corporation strives to comply with all applicable laws, regulations, and standards, as well as internal policies and procedures governing its operations, and development finance industry standards of excellence.

The Corporation has adopted a comprehensive compliance management framework that defines the essential principles, roles, and responsibilities in the Corporation's

evaluation and management of compliance risk. The framework serves as the foundation for the compliance management framework.

Risks Associated with Compliance Management.

Compliance risk refers to the risk to the Corporation's existing or forecasted financial sustainability and resilience originating from infractions of laws or regulations or noncompliance with practices specified by external stakeholders and leading organizations that the corporation has chosen to adhere to, internal policies and procedures, or ethical standards.

Guided by the enterprise risk and opportunities management framework, The Corporation has a detailed Compliance Management Framework that defines the essential principles, roles, and responsibilities in the Corporation's evaluation and management of compliance risk. The KDC Enterprise Risk Management Framework serves as the foundation for the Compliance Management Framework.

This Compliance Management Framework seeks to:

- a) Establish and nurture an Enterprise-wide Compliance culture.
- b) Ensure that all KDC's stakeholders understand and commit themselves to the Company's legal obligations, i.e., compliance with legislations, compliance with internal policies, procedures, and guidelines in addition to its compliance with its legal and contractual commitments / obligations.
- c) Maintain and raise the level of awareness of KDC's regulatory obligations by the provisions of this framework for an effective Compliance Management System.
- d) Develop and deploy appropriate practices and processes to ensure compliance with KDC's regulatory obligations.
- e) Monitor KDC's compliance with its regulatory obligations.
- f) Take appropriate corrective action with a view to preventing recurrence of incidents of non-compliance, violations, or breaches.

Compliance management guiding principles include:

- a) Respect of the role of regulatory agencies
- b) Transparency, Accountability and full disclosure
- c) Independence
- d) Objectivity

- e) Ethics and Integrity
- f) Competence
- g) Authority, and
- h) Effectiveness of risk-taking within KDC's parameters of overall board approved policies.

Highlight of some risks the Corporation is Exposed to;

| Risk Category | Description |
|--------------------------|--|
| Strategic Risk | Strategic risks arise from the general strategic direction taken by the organization about the business and operations. It's the issues surrounding the path chosen towards achievement of mandate |
| Financial Risk | Financial Resilience - It encompasses all risks financial in nature including but not limited to liquidity, market, credit and cash flow risks. Risk arising out of the financial operations. |
| Operational Risk | Risks arising out of process, project implementation and all other internal processes that have not been specifically addressed in any other risk. |
| ICT Risk | This is a technologically oriented risk and refers to all issues of information and Communication technology including data protection, cyber security and business continuity. |
| Compliance Risk | This is an organization's potential exposure to the risk of legal regulatory sanctions, material financial loss, or loss to reputation because of the failure to comply with laws, regulations, rules, self-regulatory organizational requirements and relevant industry and professional standards, including internal standards. |
| Reputational Risk | This is the risk to the Corporation's capital originating from negative public opinion. This risk may impede the Corporation's ability to fulfil its mandate by interfering with its capacity to build new relationships or |

| | |
|---------------------|---|
| | preserve existing ones, or to continue servicing current client relationships or to generate new ones. |
| Climate Risk | The long-term shifts in temperatures and weather patterns caused by both natural events and human activities, regulations and costs associated with the transitioning to a low-carbon economy |

12. Environmental and Sustainability Reporting

The mandate of KDC is to promote sustainable social economic development by providing development finance, infrastructure finance, business support and advisory services to medium and large-scale industries, infrastructure projects and commercial undertakings in target sectors in Kenya and elsewhere.

The Corporation purpose “**Transforming Kenya’s socio-economic landscape**” anchors its sustainability strategy. Highlights of the Corporation sustainability focus includes but it’s not limited to:

- a) Support the prioritized National Government Sustainable Development Goals (SDG) on Sustainable GDP growth and poverty eradication.
- b) Align with National Government Economy Recovery focus and master plan: Positive impact on bringing down the cost of living, eradicating hunger, creating jobs, expanding the tax base, improving foreign exchange balance of trade and inclusive growth.
- c) KDC Staff and investee companies job security thus sustainable decent lifestyle.
- d) Sustainability of financed investments thus enhance quality life for investors, their employees and related value chain.
- e) Environment conscious investments that do not harm the environment and ecological ecosystems.

Key to achieving the sustainability strategy, the Corporation is cognisant of emerging sustainability risks and opportunities that has direct impact on its ability to meet its current needs without affecting the needs of future generations.

Sustainability-Related Risks.

- i) **Physical Risk.** Risks emerging from growing environmental challenges for example floods or droughts because of climate change, can threaten agricultural assets or property manufacturing businesses funded by KDC. This may negatively impact numerous risk types including credit, market and insolvency risks. On the other hand, new opportunities are created such as renewable energy, sustainable agriculture and food systems such opportunities need to be identified and scrutinized a part of risks and opportunities analysis.
- ii) **Non-Physical Risk.** Epidemic or pandemic diseases, civil unrest, cyber-attacks can seriously damage the operational capacity of both KDC and the funded

business. Nonetheless, such crisis opens new opportunities that provides crisis mitigation goods and services, offering import substitution of those goods that are unavailable due to global supply chain disruption or providing digital solutions. By addressing both risks and opportunities institutions can navigate crises more effectively and emerge stronger.

- iii) **Social Risk.** Harming the health of the communities or employees through use of hazardous material in production process such as through water contamination, violation of labour rights, child labour and gender discrimination are social risks that can lead to existential crisis. Identifying and mitigating these risks is essential for legal, moral and economic reasons, protecting reputation while enhancing business performance. Moreover, it creates opportunities such as mobilizing funds from international and domestic impact investors, funding better and future-proof businesses and becoming the employer of choice in a competitive talent market.
- iv) **Transition Risk.** The scope of laws and regulations is expanding and sustainability issues such as environmental and societal well-being are reshaping legal and regulatory framework in industries. New technologies and business models are changing the way goods and services are produced, traded or consumed. Funded business that are not responsive to changing customer preferences or reliant on absolute equipment risk market loss or legal restrictions will lose their market share. Funding such businesses can create stranded assets which will negatively impact KDC financial stability. However, the transition presents enormous opportunities for KDC to diversify their loan and investment portfolio by investing in fast growing environmentally friendly, climate resilient and technology-based business.
- v) **Anti-Money Laundering (AML) Compliance Risk.** The resolve of global community and national regulations to prevent financial crimes including money laundering, tax evasion and anti-terror financing is unpredicted. If KDC fail to put effective measures on a timely basis it can possess an existential threat. However, the solution to comply with AML regulations opens new possibilities to reduce operational costs and human errors enhancing customer experience and launching new products for emerging businesses.



i) Sustainability strategy and profile

As a Development Finance Institution (DFI), the Corporation plays a key role in the achievement of the Sustainable Development Goals (SDGs) by mobilizing financial resources, promoting sustainable investments, and supporting development initiatives across various sectors.

The Corporation prioritizes projects and initiatives that contribute to the achievement of SDGs, including poverty eradication, gender equality, clean energy access, climate action, sustainable cities, and responsible consumption. The objectives and strategies in the current strategic plan have been aligned to make effective contributions towards the realization of specific SDGs.

To achieve the envisioned sustainability impact as per the SDGs, the Corporation has established and adopted sustainability approach in its operations guided by the Environmental, Social, and Governance framework (ESG). The ESG framework establishes a screening/assessment process that help in identifying stakeholders that have built sound environmental practices, strong social responsibility tenets, and ethical governance initiatives into their corporate policies and everyday operations. Environmental criteria shall consider if a company operates with concern towards nature.

The ESG processes and procedures focus on non-financial performance indicators that address a stakeholders’ approach towards responsible investment, sustainability, its impact on society and the environment, as well as other ethical and corporate governance considerations.

To ascertain inclusivity and national focus, the Corporation’s investments as the current reporting period spread across 27 counties of the country and a majority of the business have women, youth and PWD as part of employees, shareholders and or in leadership/control.

While we note concentration within Nairobi County, this is attributed to registered head office for operations and availability of adequate infrastructure for operation, ease of access to the market and interconnectivity with suppliers and other stakeholders. The Corporation has a strategic focus on spreading investments across the republic by developing products and engaging in partnerships that shall serve/penetrate the underserved areas.

Fig.1KDC's Number of Investments per County

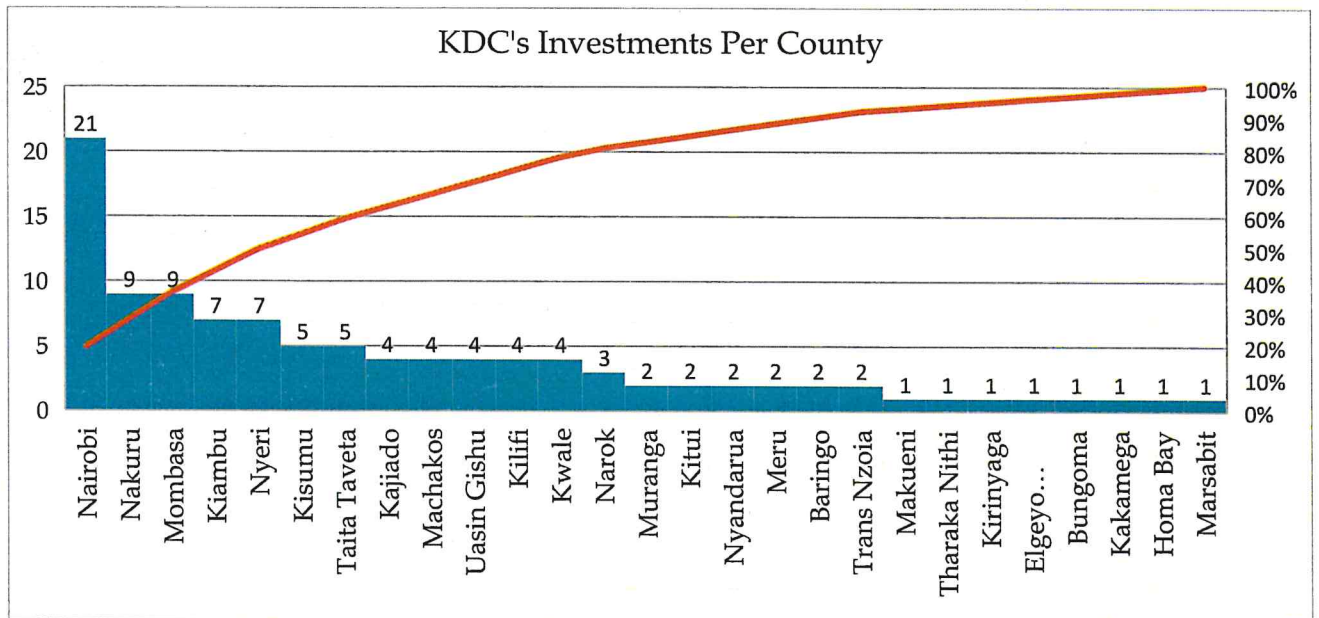
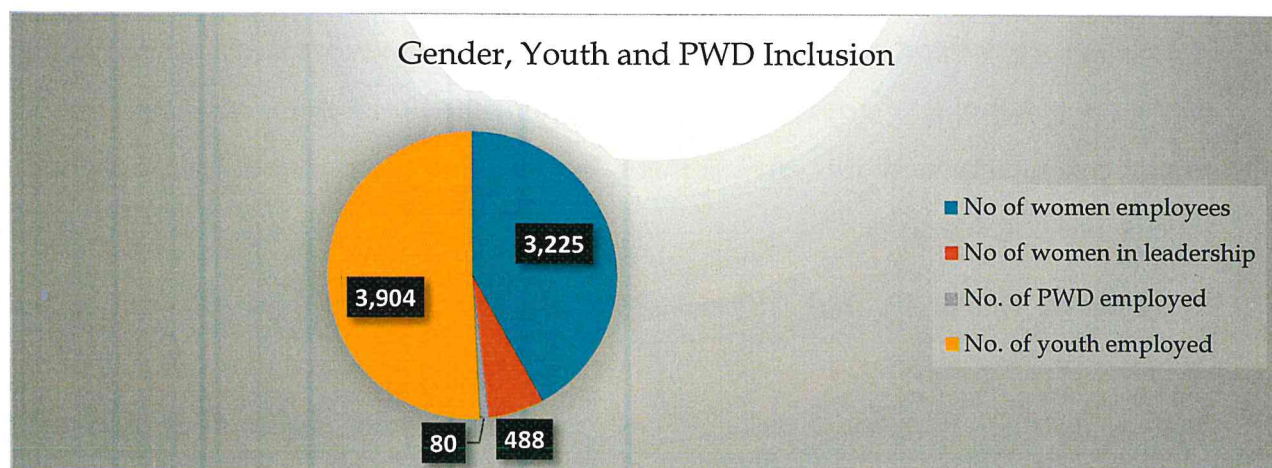


Fig 2. Inclusivity Statistics



The Corporation is focused on providing opportunities for all potential investors subject to a sustainability evaluation process. However significant challenges on equal distribution of investments due to availability of infrastructure that support establishing functional. To effectively contribute to sustainability, the Corporation is enhancing its internal capacity in terms of financial resilience, business processes, human capital and governance.

The Corporation investment assessment criteria has been enhanced to include but not limited to:

Table 1.0 Sustainability Assessment

| CATEGORY | ITEMS |
|---------------------------|--|
| Economic Welfare | <ul style="list-style-type: none"> Foreign Exchange earned/Savings Cost Savings |
| Social Welfare | <ul style="list-style-type: none"> Salaries and wages paid Pension and social welfare statutory payments - NSSF, Private Pension, Gratuity, NHIF, Other health costs, Staff welfare costs including Occupation Health and safety requirements Corporate social responsibility spent on Education, health, community service, sectors Students sponsored to school |
| Contribution to State GDP | <ul style="list-style-type: none"> Corporate tax PAYE VAT Excise duty Housing Levy |

ii) Environmental performance

The Corporation has developed and is implementing an Environmental and Social Management System (ESMS) which includes an E&S policy, and procedures for integrating E&S considerations into investment and advisory decisions related to the World Bank (DRIVE and SAFER) supported projects. Through this ESMS, KDC ensures consistent and effective implementation of E&S risk management practices in all its activities, products and services related.

The ESMSs are guided by National and County Environmental and Social laws and regulations and the World Bank’s (WB) Environmental and Social Standards (ESSs). For every project and participating financial institution, an Environmental and Social Due Diligence is carried out and an environmental and social action plan (ESAP) developed to guide the management of the identified E&S risks and impacts.

All projects are subject to a **rigorous screening process by KDC**, aligned with World Bank Environmental and Social Standards (ESSs).

This includes a review of:

- **Environmental and social risks**
- **Inclusion and gender responsiveness**
- **Climate adaptation or mitigation co-benefits**
- **Economic and operational feasibility**

Fig.3. Applicable ESS Standards.



These projects have established sustainability strategies centered on inclusive growth, environmental stewardship, and long-term business viability. In each case, leadership—often including managing directors and operations heads—played an active role in embedding ESG (Environmental, Social, and Governance) principles into both strategic planning and daily operations.

Key characteristics observed across these projects include:

- Development and implementation of formal ESMS policies, such as Environmental and Social Management Plans (ESMPs) and codes of conduct.
- Compliance with national labor laws and international standards related to fair pay, safe working conditions, and workers' rights.
- Adoption of renewable energy systems (e.g., solar panels for lighting and water pumping), reducing carbon footprints.
- Investment in sustainable infrastructure, including water conservation structures like dams, and solar-powered fencing to manage security and wildlife impacts.
- Integration of risk mitigation strategies that address political, climatic, and market-related uncertainties.

These strategies demonstrate a proactive, structured, and replicable approach to sustainability integration within the business value chains. Most projects implemented clear environmental policies focused on responsible natural resource use, pollution prevention, and biodiversity conservation.

Environmental initiatives commonly included:

- Use of solar power and other low-emission energy sources to reduce fossil fuel reliance.
- Construction of rainwater harvesting systems and water catchment infrastructure for enhanced resilience during dry seasons.
- Adoption of soil conservation measures, tree planting, and controlled grazing to protect ecosystems.
- Implementation of proper waste management systems, including composting and safe chemical handling.

| CATEGORY | ITEMS |
|-----------------------------------|--|
| Economic Welfare | <ul style="list-style-type: none"> Foreign Exchange earned/Savings Cost Savings |
| | <ul style="list-style-type: none"> Advance Tax Import and export duties |
| Creation of New Jobs. | <ul style="list-style-type: none"> No. of permanent employees No. of casuals No. of jobs created after KDC financing Staff gender distribution at all levels of the organization; no. of women in leadership Staff distribution - Women, youth, PWDs |
| Quality Control. | <ul style="list-style-type: none"> Product safety requirements certification body. |
| Climate/Environmental Activities. | <ul style="list-style-type: none"> No. of trees planted. Rehabilitation of dilapidated land/rivers and ecological sites Quantities of raw materials processed and replacement cycle. Utilization of climate resilient/smart practices - solar, biogas, water management, recycling/upcycling, etc. |

The Corporation has set out a deliberate sustainability path by aligning the business and internal activities with Government priority sectors and economic transformation model. The key focus is creating sustainable good quality jobs, inclusive customer offering considering youth, women and arid and semi-arid regions and anchoring this on clean energy and sustainable climate smart operations.

Though Procurement process, the Corporation has ensured equity and adopted sustainable procurement practices aligned with the procurement act and regulations with regard to proportion of contracts allocated to local suppliers/contractors/ special groups (Youth, Women) and PWD categories

Table 2. Proportion of contracts allocated to local suppliers'/contractors'/ special groups.

| Category | No of Contract awarded | Total Value of Contracts awarded (KSHS) | % |
|-------------------|------------------------|---|-------------|
| PWD | 14 | 9,719,500.00 | 5% |
| Women | 59 | 69,565,178.21 | 32% |
| Youth | 19 | 135,150,194.12 | 63% |
| Total cost | | 214,434,872.33 | 100% |

Alignment with the Sustainable Development Goals (SDGs)

Guided by the ESG framework and a detailed Environment and Social Risk Management System (ESMS), the Corporation has created a portfolio that contributes directly to several Sustainable Development Goals.

By enabling inclusive, climate-smart, and environmentally responsible development, the ESMS supports SDG 1 by increasing income and livelihood security through market access and de-risked investments. It promotes SDG 2 by enhancing livestock productivity and supporting sustainable food systems. SDG 5 is addressed by enabling women to lead and participate actively in value chains. SDG 7 by enabling access to affordable, reliable, sustainable and modern energy for all through Green energy investments, while SDG 8 benefits from the creation of decent, ESG-compliant jobs in rural areas. The ESMS also promotes SDG 10 by including marginalized pastoralist groups and contributes to SDG 12 through sustainable production practices. Importantly, SDG 13 is supported by mainstreaming climate risk management, SDG 15 by protecting rangelands and restoring degraded ecosystems, and SDG 17 by through strategic partnerships to support enterprises affected by Covid 19 for recovery and job creation.

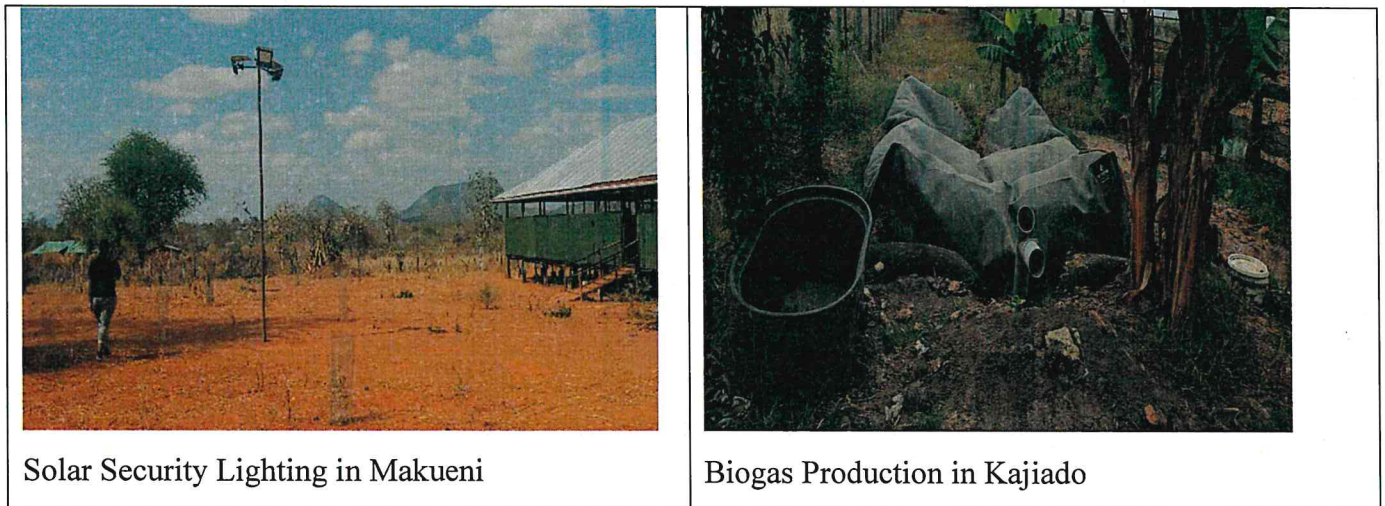


- Maintenance of ESMPs and environmental risk registers to support compliance and continuous improvement.

Even where formal biodiversity impact assessments were not conducted, projects demonstrated tangible efforts to minimize ecological disruption.

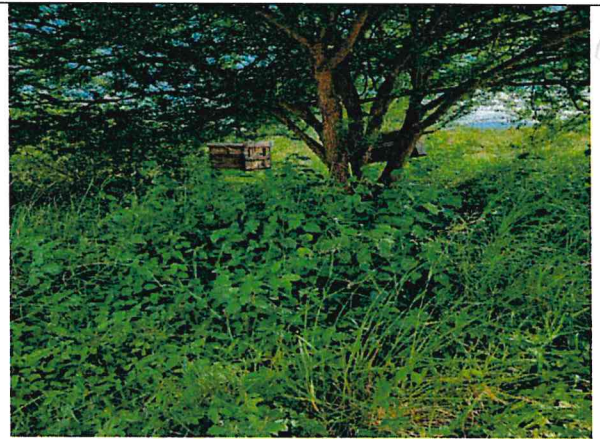
Through the DRIVE project, the Corporation has embedded Climate resilience through interventions that mitigate climate-related risks such as drought, rangeland degradation, and water scarcity. These include promoting climate-smart infrastructure (e.g., solar-powered facilities), harvesting and storage of rainwater, sustainable grazing practices, mandatory tree growing of at least 50 trees for every acre of natural vegetation cleared for livestock activities and supporting enterprises with measurable adaptation or mitigation co-benefits.

Fig 4. Climate resilience activities in the projects.

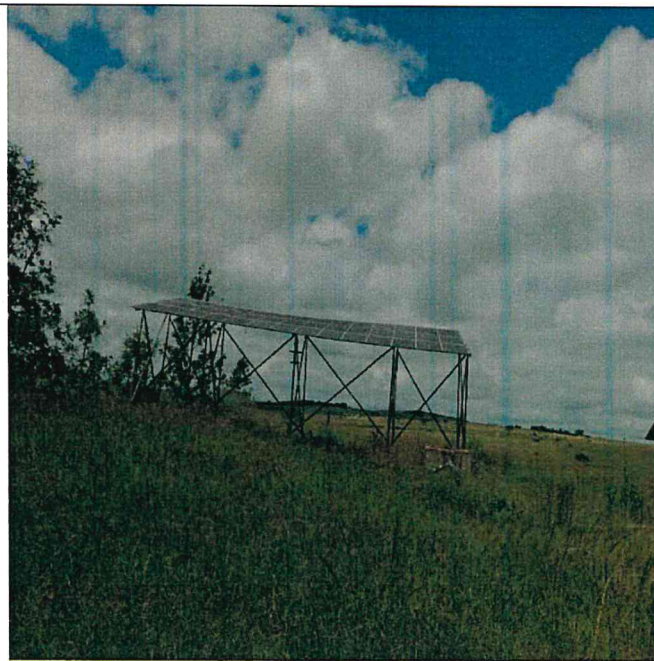




Borehole, water harvesting & storage in Laikipia



Biodiversity conservation. Retaining natural habitat for bee farming within the feedlot



Solar Power water pumping system in Narok



Solar Powered electric fence in Narok

iii) **Employee welfare**

The Corporation Human Resource Management policy and procedures align with SDG No 8. (Employee Involvement – decent work, economic growth & employee involvement). The strategic plan, budgeting process and business continuity policy gives priority to staff wellness and welfare and ensures there is no discrimination or favouritism.

To drive sustainable operations and performance, the Corporation has an annual performance management plan, that is reviewed and reported periodically including

collaboration with state agencies. This is also supported by a rewards and sanctions policy that enumerates causes for action and inaction.

The Corporation has provided an elaborate policy and implementation plan for capacity enhancement and training, succession planning, open and anonymous channels for staff feedback, whistle blowing and witness protection as provided for by the witness protection laws and regulations.

The Corporation has a detailed mechanism to ensure compliance with Occupational Safety and Health Act of 2007, (OSHA), this has been implemented both at office design, internal operations and periodic sensitization to relevant stakeholders. The corporation also allows freedom of expression, association to collectively express, promote, pursue and defend common interests.

These requirements on employee welfare has been mainstreamed including project appraisal process where most projects have been assessed and exhibited good labour practices, fostering ethical, inclusive, and safe work environments.

Key employee welfare practices at project level include:

- Formal employment contracts detailing compensation, grievance mechanisms, and leave entitlements.
- Payment of statutory wages and provision of additional in-kind benefits such as housing and transport.
- Safe and decent on-site accommodation for workers.
- Accessible Grievance Redress Mechanisms (GRMs) and maintained grievance registers.
- Commitment to gender diversity, with deliberate recruitment of women in technical and administrative roles.
- Regular training and upskilling opportunities on animal handling, sanitation, and safety protocols.
- Compliance with the Occupational Safety and Health Act (OSHA), 2007, with provision of PPE, first-aid kits, and routine safety briefings.

iv) Market place practices-

a) Responsible competition practice.

To ensure fair and responsible practices, the Corporation policy framework is anchored in the Kenyan constitution as supreme and laws that are passed from time to time.

The Corporation has elaborate investment policy, procurement policy, code of ethics and Anti-money laundering policy that provides the policy framework to drive responsible actions and engagements cutting across anticorruption, engaging with political exposed persons a public exposed persons and fair engagement in business.

Specific to business the clients' appraisal and engagement process is guided by defined criteria that ensure fair assessment. The corporation also abided with Privatisation act in its divestiture process ensuring all transactions are within the legal framework.

To drive ethical business practices, the corporation has adopted the following: -

- Adoption of anti-corruption policies and transparent procurement processes.
- Oversight of procurement decisions via internal committees, with mandatory conflict-of-interest declarations.
- Political neutrality in operations, avoiding affiliations that might influence business unfairly.

b) Responsible supply chain and supplier relations

The procurement policy and procedure manual are aligned with the existing supply chain regulatory framework (Public Procurement and Asset Disposal Act and regulations).

The procurement plan is linked to the budget and the supply chain team works closely with contracting user department to ensure contract

protecting enterprise integrity, increasing investor confidence and help attract investments, contribute to the sustainability of the institution and National Development.

KDC developed, approved and adopted the PSGRS compliance framework, which has been implemented during the reporting period. The purpose of this framework is to help KDC in adopting and complying with the standards, implementing good corporate governance principles and identify areas of improvement.

The Corporation has adopted the requirements as per the Data protection act, and Proceeds of Crime and Anti-Money Laundering Act, 2009, the Proceeds of Crime and Anti-Money Laundering Regulations 2013, the Prevention of Terrorism Act, 2012 and the Prevention of Terrorism Regulations, 2013, the Anti-Money Laundering and Combating of Terrorism Financing Laws (Amendment) Act No. 10 of 2023, to put in place appropriate systems and controls to forestall money laundering and terrorist financing.

Guided by the Association of Africa Development Financial Institutions (AADFI) Prudential Standards and Guidelines, the Corporation has adopted the Central bank of Kenya Prudential Standards. Specific to product stewardship, the Corporation has adopted the principle of treating consumers fairly guided by five key principles: (a) Fairness; (b) Reliability; (c) Transparency; (d) Equity; (e) Responsiveness. These principles anchor the Investment policy and an Environment Social Management System which are operationalised through various approved products processes and procedures.

The investment policy and linked procedures have defined clear selection criteria, defining sectors, products or areas where the Corporation shall not engage in as they are deemed to have negative impact to the sustainable development goals. These are: -

- a) Arms manufacture and distribution or military related activities;
- b) Casinos, nightclubs, gambling resorts, betting companies and brothels or escort services;

- c) Manufacture of illicit alcoholic beverages, cigarettes and any other intoxicants;

Through the Environment Social Management System, the Corporation has identified activities where it shall not engage in including but not limited to the following: -:

- a) Any activities resulting or anticipated to result in permanent or temporary physical or economic displacement;
- b) Any activities involving adverse impacts on biodiversity conservation and sustainable management of living natural resources;
- c) Any activities that have adverse impacts on cultural heritage as defined under ESS8 on Cultural Heritage;
- d) Any activities that, due to the nature and scale of the activities, would result in a wide range of significant adverse impacts and risks, which are long-term, permanent, and/or irreversible, impossible to avoid entirely, and cannot be mitigated or required complex, unproven mitigation and excessive associated costs, rendering its risk classification as high;
- e) Production or trade in any product or activity deemed illegal under the Kenyan laws or regulations or ratified international conventions and agreements;
- f) Production or trade-in pesticides/herbicides subject to international phase-outs or bans;
- g) Any activities that would curtail workers' fundamental rights; and,
- h) Production or activities that impinge on the lands owned, or claimed under adjudication, by indigenous peoples, without full documented consent of such peoples.

v) Corporate Social Responsibility / Community Engagements

Kenya Development Corporation (KDC) is committed to driving sustainable development through initiatives that balance economic growth with environmental stewardship and social well-being. Guided by the Performance Contract (PC) for the financial year 2024/25, KDC pledged to actively contribute to national initiatives that

including local leaders, community members, and learners, emphasizing the importance of partnerships and community involvement in building resilient ecosystems and promoting sustainable livelihoods.



15 BILLION TREES TARGET

**KBC
NEWS**

Kenya Development Corporation (KDC) staff participate in a tree planting exercise in Chepalungu Forest, Bomet County. The Corporation also donated 10,000 tree seedlings.

🌐 www.kbc.co.ke 📺 📷 📞 kbcchannel1

14TH MAY, 2025

KDC's Corporate Social Responsibility efforts in FY 2024/25 demonstrate the Corporation's strong commitment to environmental conservation, community empowerment, and sustainable development. By aligning its initiatives with national priorities and strengthening partnerships with government institutions and local communities, KDC remains a key player in advancing a greener, more resilient Kenya for current and future generations.

13. Report of the Directors

The Directors submit their report together with the audited financial statements for the year ended June 30, 2025, which show the state of the Corporations' affairs.

i) Principal activities

The principal activity of KDC is to promote sustainable socio-economic development by providing development finance, infrastructure finance, business support and advisory services to medium and large-scale industries, infrastructure projects and commercial undertakings in target sectors in Kenya and elsewhere. In fulfilling this mandate, the Corporation's will play a catalytic role through provision of long-term financing and other financial investments as well as business advisory services.

ii) Results

The results of the entity for the year ended June 30, 2025 are set out on page 1 Below is summary of the profit or loss made during the year.

iii) Dividends

Subject to the approval of the shareholders, the Directors recommend the payment of a first and final dividend for the year of Kshs.61,464,682.

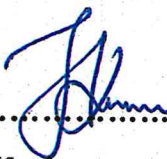
iv) Directors

The members of the Board of Directors who served during the year are shown on pages viii in accordance with the State Corporations ACT and the Corporations' Articles of Association, Directors retire and are eligible for re-appointment from the appointing authority.

v) Auditors

The Auditor-General is responsible for the statutory audit of the Corporation in accordance with Article 229 of the Constitution of Kenya and the Public Audit Act 2015.

By Order of the Board



.....
John Karia

Ag. Corporation Secretary/Secretary to the Board

Date

aim to increase the country's forest cover from 12% to 32% by 2032, in line with the Presidential Directive on the National Tree Growing Restoration Campaign.

As part of this commitment, KDC set a target to plant at least 3,240 trees within the financial year. Through strategic partnerships and active participation in national and community-led restoration exercises, the Corporation surpassed this target, contributing a total of **18,000 tree seedlings** towards Kenya's reforestation agenda.

Tree Growing Initiatives:

a) Kaptagat Forest - 13th July 2024

KDC made a significant contribution to the Kaptagat Restoration and Livelihoods Programme by donating **5,000 seedlings** to support the rehabilitation of the Kaptagat landscape. Situated within the Elgeyo Hills-Cherangany ecosystem, this area is critical for biodiversity conservation, water catchment protection, and carbon sequestration. Through this contribution, KDC helped advance efforts to reverse land degradation, enhance ecological resilience, and safeguard ecosystem services vital for local communities.



Kaptagat Tree planting (13th July 2024): KDC participated in the tree planting and donated 5,000 seedlings.

b) Enosopukia Forest, Narok - 1st November 2024

In November 2024, KDC participated in a large-scale tree planting exercise at Enosopukia Forest in Narok County, organized in collaboration with the State

Department for Investment Promotion. During this exercise, KDC contributed 3,000 seedlings as part of the wider Green Kenya campaign.

The initiative drew participation from Government representatives, local communities, and stakeholders, demonstrating the power of collective action in restoring degraded landscapes, supporting biodiversity, conserving water resources, and strengthening community livelihoods.



KBC
NEWS

Kenya Development Corporation (KDC) staff participate in a tree growing exercise in Enosopukia Forest, Narok County. Together with other SAGAS in the State Department for Investment Promotion planted 15,000 trees.

www.kbc.co.ke [f](#) [@](#) [X](#) kbcchannel1

1ST NOVEMBER 2024

c) Chepalungu Forest, Bomet County – 12th May 2025

KDC joined the Office of the Chief of Staff and Head of Public Service in a major tree planting exercise at Chepalungu Forest, Bomet County. KDC contributed 10,000 seedlings, reinforcing its commitment to supporting Kenya’s target of planting 15 billion trees by 2032.

This initiative is part of the national effort to restore 10.6 million hectares of forest and improve ecosystem health. The event brought together diverse stakeholders,

monitoring and delivery as per the agreed terms of delivery, any challenges are resolved within the provisions of the law.

To ensure clear supply chain engagement, the corporation has established responsible supplier relationships through:

- Clear, written contracts and timely payments.
- Preference for local suppliers, promoting local economic development.
- Systems to ensure traceability of delivery per contract and supply of goods and services.

c) Responsible marketing and advertisement or *Responsible engagement with the citizens.*

Kenya Development Corporation (KDC) has developed Communication, and Marketing Strategies rooted in the Strategic Plan 2.0, positioning the Corporation as a key catalyst for Kenya's socio-economic transformation. As a development finance institution, KDC mobilizes and deploys long-term capital to strategic sectors aligned with national priorities. Its focus extends beyond financing, aiming to support enterprises and industries that drive inclusive, sustainable, and transformative development across the country.

Guided by research and a client-centered approach, KDC ensures that its interventions are responsive to market needs while addressing structural barriers that hinder enterprise growth. This strategic framework is anchored in the Corporation's core values of integrity, sustainability, inclusivity, collaboration, and customer-centric service delivery, and is fully aligned with its overarching mandate.

To complement its investment activities, KDC has established a robust communication and marketing strategy designed to enhance public awareness, foster trust, and deepen stakeholder engagement. Annual and quarterly workplans guide the execution of the strategies, clearly outlining targeted activities, audiences, messaging themes, communication tools, timelines, and success indicators. This ensures consistency, clarity, and timeliness in how the Corporation shares its work and impact.

Stakeholder engagement is a critical pillar of the strategy. Recognizing the diversity of its stakeholders, KDC organizes a variety of tailored engagement forums. These include investment summits, regional sensitization workshops, business roundtables,

and sector-specific dialogues, which serve to share information, gather feedback, and align KDC's interventions with the evolving needs of stakeholders.

In its media relations efforts, KDC employs a proactive and structured approach. It regularly shares press releases, success stories, op-eds, and event highlights with both national and regional media outlets. Through strong relationships with journalists and editors, KDC has secured ongoing and accurate coverage of its programs and investment opportunities. In parallel, the Corporation actively leverages digital platforms; particularly its website, social media channels, and newsletters to engage a wider audience and provide timely updates. The website and KDC social media handles functions as a central knowledge hub, offering accessible, up-to-date information on financing products, eligibility criteria, project highlights, and client testimonials.

To ensure ongoing relevance and impact, KDC continuously monitors and evaluates its communication and stakeholder engagement activities through media tracking, analytics, stakeholder feedback, and satisfaction surveys. The insights gained inform adaptive management and help refine strategies to respond to emerging trends and stakeholder needs.

KDC's strategies executed through well-structured workplans plays a vital role in driving the Corporation's mission. By aligning investment priorities with deliberate communication and engagement efforts, KDC continues to amplify its visibility, deepen public trust, and deliver sustainable impact across Kenya's economic landscape.

d) Product stewardship or Awareness creation

Kenya Development Corporation (KDC) is a member of the Association of African Development Finance Institutions (AADFI). AADFI in collaboration with African Development Bank (AfDB) developed a set of Prudential Standards, Guidelines and Rating Systems (PSGRS) for Development Finance Institutions (DFIs). These standards were developed as a way of doing things above board under the auspice of wider commitments made by the New Partnership for Africa's Development (NEPAD).

Adhering to standards is expected to yield greater clarity in the framework of economic and business decisions as well as improve regulation thereby

14. Statement of Directors' Responsibilities

Section 81 of the Public Finance Management Act, 2012 and section 14 of the State Corporations Act, require the Directors to prepare financial statements in respect of that Corporation, which give a true and fair view of the state of affairs of the Corporation, at the end of the financial year and the operating results of the Corporation, for that period. The Directors are also required to ensure that the Corporation, keeps proper accounting records which disclose with reasonable accuracy the financial position of the Corporation. The Directors are also responsible for safeguarding the assets of the Corporation,

The Directors are responsible for the preparation and presentation of the Corporation's financial statements, which give a true and fair view of the state of affairs of the Corporation, for and as at the end of the financial year (period) ended on June 30, 2025. This responsibility includes: (i) Maintaining adequate financial management arrangements and ensuring that these continue to be effective throughout the reporting period, (ii) maintaining proper accounting records, which disclose with reasonable accuracy at any time the financial position of the entity, (iii) Designing, implementing and maintaining internal controls relevant to the preparation and fair presentation of the financial statements, and ensuring that they are free from material misstatements, whether due to error or fraud, (iv) Safeguarding the assets of the Corporation, (v) selecting and applying appropriate accounting policies, and (vi) Making accounting estimates that are reasonable in the circumstances.

The Directors responsibility for the Corporation's financial statements, which have been prepared using appropriate accounting policies supported by reasonable and prudent judgements and estimates, in conformity with International Financial Reporting Standards (IFRS), and in the manner required by the PFM Act, 2012 and the State Corporations Act.

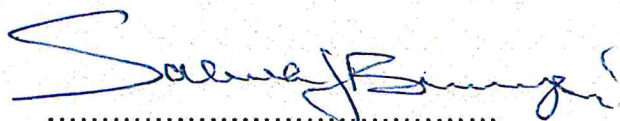
The Directors are of the opinion that the Corporation's financial statements give a true and fair view of the state of Corporation's transactions during the financial year ended June 30, 2025 and of the Corporation's financial position as at that date. The Directors further confirm the completeness of the accounting records maintained for the Corporation, which have been relied upon in the preparation of the Corporation's financial statements as well as the adequacy of the systems of internal financial control.

Statement of Directors' Responsibilities (Continued)

Nothing has come to the attention of the Directors to indicate that the Corporation, will not remain a going concern for at least the next twelve months from the date of this statement.

Approval of the financial statements

The Corporation's financial statements were approved by the Board on 27th August 2025 and signed on its behalf by:



Hon. Dr. Sakwa Bunyasi
Chairperson of the Board



CPA/FA Norah Ratemo
Accounting officer

REPUBLIC OF KENYA

Telephone: +254-(20) 3214000
Email: info@oagkenya.go.ke
Website: www.oagkenya.go.ke



HEADQUARTERS
Anniversary Towers
Monrovia Street
P.O Box 30084-00100
NAIROBI

REPORT OF THE AUDITOR-GENERAL ON KENYA DEVELOPMENT CORPORATION FOR THE YEAR ENDED 30 JUNE, 2025

PREAMBLE

I draw your attention to the contents of my report which is in three parts:

- A. Report on Financial Statements that considers whether the financial statements are fairly presented in accordance with the applicable financial reporting framework, accounting standards and the relevant laws and regulations that have a direct effect on the financial statements;
- B. Report on Lawfulness and Effectiveness in the Use of Public Resources which considers compliance with applicable laws, regulations, policies, gazette notices, circulars, guidelines and manuals and whether public resources are applied in a prudent, efficient, economic, transparent and accountable manner to ensure the Government achieves value for money and that such funds are applied for the intended purpose; and,
- C. Report on Effectiveness of Internal Controls, Risk Management and Governance which considers how the entity has instituted checks and balances to guide internal operations. This responds to the effectiveness of the governance structure, risk management environment and internal controls, developed and implemented by those charged with governance for orderly, efficient and effective operations of the entity.

A Qualified Opinion is issued when the Auditor-General concludes that, except for material misstatements noted, the financial statements are fairly presented in accordance with the applicable financial reporting framework. The Report on Financial Statements should be read together with the Report on Lawfulness and Effectiveness in the Use of Public Resources, and the Report on Effectiveness of Internal Controls, Risk Management and Governance.

The three parts of the report are aimed at addressing the statutory roles and responsibilities of the Auditor-General as provided by Article 229 of the Constitution, the Public Finance Management Act, 2012, and the Public Audit Act, 2015. The three parts of the report when read together constitute the report of the Auditor-General.

REPORT ON THE FINANCIAL STATEMENTS

Qualified Opinion

I have audited the accompanying financial statements of Kenya Development Corporation set out on pages 1 to 90, which comprise of the statement of financial position as at

30 June, 2025 and the statement of profit or loss and other comprehensive income, statement of changes in equity, statement of cash flows and statement of comparison of budget and actual amounts for the year then ended and a summary of significant accounting policies and other explanatory information in accordance with the provisions of Article 229 of the Constitution of Kenya and Section 35 of the Public Audit Act, 2015. I have obtained all the information and explanations which to the best of my knowledge and belief, were necessary for the purpose of the audit.

In my opinion, except for the effect of the matters described in the Basis for Qualified Opinion section of my report, the financial statements present fairly, in all material respects, the financial position of Kenya Development Corporation as at 30 June, 2025 and of its financial performance and its cash flows for the year then ended, in accordance with International Financial Reporting Standards and comply with the Companies Act, 2015, Kenya Development Corporation (Vesting) Order, 2021 and the Public Finance Management Act, 2012.

Basis for Qualified Opinion

1. Presentation and Accuracy of the Financial Statements

Review of the financial statements revealed the following anomalies:

The reporting template under the statement of profit or loss and other comprehensive income shows revenue from contracts with customers and cost of sales but the Corporation did not insert these sub headings to capture the proceeds for investment property of Kshs.52,650,000. Further, Note 20 to the financial statements reflects disposals of investment property of Kshs.52,650,000. However, Management captured the same amount as other miscellaneous income and under administration costs implying that no gain or loss upon disposal.

- i. The statement of profit or loss and other comprehensive income reflects other miscellaneous income of Kshs.128,683,154 which includes grant income for Drive and KJET Projects of Kshs.34,375,503 as disclosed in Note 10 to the financial statements. However, the agreements and basis of how the amounts were arrived at was not provided for audit.
- ii. The statement of comparison of budget and actual reflects surplus amount of Kshs.839,800,256 which was not reconciled to the closing cash and cash equivalents balance of Kshs.4,008,010,043 as per the statement of cash flows.
- iii. Note 18 to the financial statements reports property, plant and equipment balance of Kshs.769,782,290. Included in this amount is Kshs.568,330,000 in respect of buildings and civil works. However, the table summary of cost and accumulated depreciation reflects buildings at a cost of Kshs.374,960,000 resulting in variance of Kshs.193,370,000.
- iv. The financial statements for Kenya Jobs and Economic Transformation Project reflect project expenses as Kshs.15,945,838 whereas the Corporation reflects the

expenses as Kshs.21,089,433 resulting in unexplained variance of Kshs.5,143,595.

- v. Appendix V - inter-entity confirmation letters were not signed by the heads of accounts department from the respective disbursing entities.

In the circumstances, the accuracy and completeness of the financial statements could not be confirmed.

2. Variances in Investments Property

The statement of financial position reflects investment property balance of Kshs.10,108,825,444 as disclosed in Note 20 to the financial statements. Included in this balance is additions for the year amounting to Kshs.103,498,673 for the supply, installation, testing and commissioning of lifts for both Utalii and Finance Houses. However, only Kshs.103,498,673 out of Kshs.123,098,065 certified works was capitalized resulting to an unexplained variance of Kshs.19,599,392.

Further, out of Kshs.123,098,065 of the certified works, only kshs.102,316,851 was paid as at 30 June, 2025 and the difference of Kshs.20,781,214 was not recognized as a payable.

In the circumstances, the accuracy and completeness of investment property of Kshs.10,108,825,444 could not be confirmed.

3. Varying Depreciation Rates on Property, Plant and Equipment

Note 18 to the financial statements on property, plant and equipment reflects depreciation charge for the year of Kshs.29,888,428. However, the depreciation rates used as per Note 4(c) to the financial statements for motor vehicles at 20% and office equipment, furniture and fittings at 10% were not corresponding to the rates of 25% and 12.5% on the two assets respectively as indicated in the Corporation's Finance and Accounts Policy approved by the Board on 9 December, 2021.

Further, Note 4(c) to the financial statements provides that depreciation on property, plant and equipment is recognised in the statement of profit or loss and comprehensive income on a straight-line basis to write down the cost of each asset or the revalued amount to its residual value over its estimated useful life and that the annual depreciation amount is pro-rated on a monthly basis. In addition, the financial statements discloses that a full year's depreciation charge is recognized both in the year of asset purchase and in the year of asset disposal contradicting the use of straight-line pro-rata basis.

In the circumstances, the accuracy and completeness of depreciation charge for the year of Kshs.29,888,428 could not be confirmed.

4. Unconfirmed Receipts in the Bank Statement Posted in the Cash Book

The statement of financial position reflects bank and cash balance of Kshs.192,510,611 as disclosed in Note 28 to the financial statements. Review of the bank reconciliation

statements revealed that as at 30 April, 2025 various bank accounts of the Corporation omitted receipts of Kshs.27,096,061 in the bank statements dating back to May 2002 which as at 30 June, 2024 were recorded as unallocated receipts in the cash books and included trade and other payables as unallocated bank credits. Management did not comply with the regulations on cash management which provides that the bank reconciliations shall be prepared on a monthly basis and all the outstanding effects continuously captured until they are investigated and appropriate action taken including updating the relevant cash books.

In the circumstances, the accuracy and completeness of bank and cash balance of Kshs.192,510,611 could not be confirmed.

5. Unsupported Unquoted Investments

Note 22 to the financial statements reflects unquoted investments balance of Kshs.16,295,931,903. However, as previously and as per the accounting policy, is measured at fair value through other comprehensive income (FVTOCI). However, the value attached to each investment was not supported by a valuation report from an independent valuer as detailed working to demonstrate how the amount was arrived at.

In the circumstances, the accuracy and completeness of the unquoted investments balance of Kshs.16,295,931,903 could not be confirmed.

6. Non-Compliance with International Accounting Standards 20 - Accounting for Government Grants

The statement of financial position reflects grant balance of Kshs.4,237,857,051 as disclosed in Note 33 to the financial statements. As previously reported, the accounting treatment was not as per the International Accounting Standards (IAS) 20 which describes the accounting for and disclosure of Government grants which require grants to be accounted for either using the capital or the income approach. Management has not used any of these approaches. Further, the Corporation does not have an accounting policy to guide recognition and accounting for grants.

In the circumstances, the accuracy and completeness of the grant balance of Kshs.4,237,857,051 could not be confirmed.

7. Unsupported Deferred Tax Liability and Non-Compliance with IAS 12

Note 35 to the financial statements reflects deferred tax liability of Kshs.8,901,708. However, the amount has remained constant for the last three years yet there are reversals of timing differences and new timing differences. This is non-compliance with International Accounting Standards 12.

In the circumstances, the accuracy, completeness and compliance with International Accounting Standards 12 could not be confirmed.

The audit was conducted in accordance with International Standards of Supreme Audit Institutions (ISSAIs). I am independent of the Kenya Development Corporation Management in accordance with ISSAI 130 on the Code of Ethics. I have fulfilled other ethical responsibilities in accordance with the ISSAI and in accordance with other ethical requirements applicable to performing audits of financial statements in Kenya. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my qualified opinion.

Emphasis of Matter

1. Budgetary Control and Performance

The statement of comparison of budget and actual amounts reflects final receipts budget and actual on comparable basis of Kshs.2,672,055,336 and Kshs.2,455,906,878 respectively resulting to an under-collection of Kshs.216,148,458 of the budget. However, the Corporation spent Kshs.1,771,829,023 against actual receipts of Kshs.2,455,906,878 resulting to an under-expenditure of Kshs.684,077,855 or 28% of the actual receipts.

In the circumstances, the under expenditure affected the planned activities and may have impacted negatively on service delivery to the public.

2. Non-Performing Loans

Note 23 to the financial statements reflects loans receivables of Kshs.9,800,624,056. As previously reported, review of loan listings reflected loans classified as loss amounting to Kshs.3,179,613,165. These are loans which are considered uncollectible or of such collateral value that their containing recognition as bankable assets is not warranted. Principal and interest payments are past due for more than three hundred and sixty-five (365) days. Contrary to the loan agreement, the Corporation may either not be able to recover the balances or it will take long to recover its loan from its clients. Further, as previously reported, the Corporation has stopped accrual of interest on the loans in line with the In Duplum principle which requires that interest accrued should not exceed the principal amount outstanding when the loan becomes non-performing. In addition, the securities related to some of the old non-performing loans being borrowers' ancestral lands, were reported to be missing, impaired or irredeemable.

Further, one (1) investment that has currently ceased operations namely Kenya Hotel Properties (Intercon Nairobi) Limited has been valued at Kshs.117,603,012 which is an amount that may not be realizable. In addition, several investments in Companies that are currently in operation including Sunset Hotel Limited, KENATCO Taxis Limited, Kenya National Trading Corporation, South Nyanza Sugar Company, Agro Chemical and Food Industries and Nzoia Sugar Company Limited have been fully written off from the books of the Corporation.

The Corporation may not recover these amounts leading to loss of public funds or may not realize value for money for loans which are taking too much time to be recovered.

My opinion is not modified in respect of these matters.

Key Audit Matters

Key audit matters are those matters that, in my professional judgement, are of most significance in the audit of the financial statements. Except for the effect of the matters described in the Basis for Qualified Opinion, I have determined that there are no other key audit matters to communicate in my report.

Other Matter

Unresolved Prior Year Matters

In the audit report of the previous year, several issues were raised under the Report on the Financial Statements, Emphasis of Matter, Other Matter and Report on Lawfulness and Effective in the Use of Public Resources. The issues as detailed in **Appendix I** remain unresolved.

Other Information

The Management is responsible for the Other Information set out on page iii to lxxii which comprise of Key Entity Information, The Board of Directors, Key Management Team, Fiduciary Management, Fiduciary Oversight Arrangements, Chairman's Statement, Report of the Director General, Statement of Performance against Predetermined Objectives, Corporate Governance Statement, Management Discussion and Analysis, Environmental and Sustainability Reporting, Report of the Directors and Statement of Directors Responsibilities. The Other Information does not include the financial statements and my audit report thereon.

In connection with my audit on the Corporation's financial statements, my responsibility is to read the Other Information and in doing so, consider whether the Other Information is materially inconsistent with the financial statements or my knowledge obtained in the audit or otherwise appears to be materially misstated. If based on the work I have performed, I conclude that there is a material misstatement of this Other Information, I am required to report that fact. I have nothing to report in this regard.

My opinion on the financial statements does not cover the Other Information and accordingly, I do not express an audit opinion or any form of assurance conclusion thereon.

REPORT ON LAWFULNESS AND EFFECTIVENESS IN THE USE OF PUBLIC RESOURCES

Conclusion

As required by Article 229(6) of the Constitution, based on the audit procedures performed, except for the effect of the matter described in the Basis for Conclusion on Lawfulness and Effectiveness in the Use of Public Resources section of my report, I confirm that nothing else has come to my attention to cause me to believe that public resources have not been applied lawfully and in an effective way.

Basis for Conclusion

Non-Compliance with Government Directive on Revenue Collection through eCitizen

Review of the revenue records revealed that the Corporation had earned a total of Kshs.2,454,574,728. However, it was established that the Corporation continued to receive all its revenue directly into its bank accounts. This was contrary to the Government directive vide Gazette Notice No.16008 on the introduction of the Government services digital payments programme dated 20 December, 2022 requiring that all public revenue be collected through the eCitizen platform.

In the circumstances, Management was in breach of the law.

The audit was conducted in accordance with ISSAI 3000 and ISSAI 4000. The standards require that I comply with ethical requirements and plan and perform the audit to obtain assurance about whether the activities, financial transactions and information reflected in the financial statements comply in all material respects, with the authorities that govern them. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my conclusion.

REPORT ON EFFECTIVENESS OF INTERNAL CONTROLS, RISK MANAGEMENT AND GOVERNANCE

Conclusion

As required by Section 7(1)(a) of the Public Audit Act, 2015, based on the audit procedures performed, I confirm that, nothing has come to my attention to cause me to believe that internal controls, risk management and governance were not effective.

Basis for Conclusion

The audit was conducted in accordance with ISSAI 2315 and ISSAI 2330. The standards require that I plan and perform the audit to obtain assurance about whether effective processes and systems of internal controls, risk Management and overall governance were operating effectively in all material respects. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my conclusion.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

Conclusion

As required by the Companies Act, 2015, I report, based on my audit, that:

- i. I have obtained all the information and explanations which to the best of my knowledge and belief, were necessary for the purpose of the audit;

- ii. The information given in the Directors' report on pages lxx is consistent with the financial statements; and
- iii. The auditable part of the Directors' remuneration report on pages 23 has been properly prepared in accordance with the Companies Act, 2015.

Basis for Conclusion

The Companies Act, 2015 requires that I report on the legal or regulatory requirements, or on performance information disclosed. These matters require expressing a separate opinion as to Corporation's compliance with laws and regulations. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my conclusion.

Responsibilities of the Management and Board of Directors

Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards and for maintaining effective internal controls as Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error and for its assessment of the effectiveness of internal controls, risk management and governance.

In preparing the financial statements, Management is responsible for assessing the Corporation's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless Management is aware of the intention to cease operations.

Management is also responsible for the submission of the financial statements to the Auditor-General in accordance with the provisions of Section 47 of the Public Audit Act, 2015.

In addition to the responsibility for the preparation and presentation of the financial statements described above, Management is also responsible for ensuring that the activities, financial transactions and information reflected in the financial statements comply with the authorities which govern them and that public resources are applied in an effective way.

The Board of Directors is responsible for overseeing the Corporation's financial reporting process, reviewing the effectiveness of how Management monitors compliance with relevant legislative and regulatory requirements, ensuring that effective processes and systems are in place to address key roles and responsibilities in relation to governance and risk management, and ensuring the adequacy and effectiveness of the control environment.

Auditor-General's Responsibilities for the Audit

My responsibility is to conduct an audit of the financial statements in accordance with Article 229(4) of the Constitution, Section 35 of the Public Audit Act, 2015 and the

International Standards of Supreme Audit Institutions (ISSAIs). The standards require that, in conducting the audit, I obtain reasonable assurance about whether the financial statements as a whole are free from material misstatements, whether due to fraud or error and to issue an auditor's report that includes my opinion in accordance with Section 48 of the Public Audit Act, 2015. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISSAIs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

In conducting the audit, Article 229(6) of the Constitution also requires that I express a conclusion on whether or not in all material respects, the activities, financial transactions and information reflected in the financial statements are in compliance with the authorities that govern them and that public resources are applied in an effective way. In addition, I consider the entity's control environment in order to give an assurance on the effectiveness of internal controls, risk management and governance processes and systems in accordance with the provisions of Section 7(1)(a) of the Public Audit Act, 2015.

Further, I am required to submit the audit report in accordance with Article 229(7) of the Constitution.

Detailed description of my responsibilities for the audit is located at the Office of the Auditor-General's website at: <https://www.oagkenya.go.ke/auditor-generals-responsibilities-for-audit/>. This description forms part of my auditor's report.


FCPA Nancy Gathungu, CBS
AUDITOR-GENERAL

Nairobi

11 December, 2025

Appendix I

Unresolved Prior Year Matters

| No. | Observation |
|-----|--|
| | Basis of Qualified Opinion |
| 1 | Unsupported Unquoted Investments |
| 2 | Non-Compliance with IFRS 10 – Consolidated Financial Statements |
| 3 | Unresolved Borrowings |
| 4 | Non-Compliance with International Accounting Standards 20 – Accounting for Government Grants |
| | Emphasis of Matter |
| 5 | Non-Performing Loans |
| 6 | Budgetary Control and Performance |
| | Other Matter |
| 7 | Unrealized Revenue on Investment in Property |
| | Lawfulness and Effectiveness in Use of Public Resources |
| 8 | Prolonged Acting Appointments |
| 9 | Lack of Appointment Letter of an Alternate Member |
| 10 | Long Outstanding Trade Payables |

16. Statement of Profit or Loss and Other Comprehensive Income for the year ended 30th June 2025.

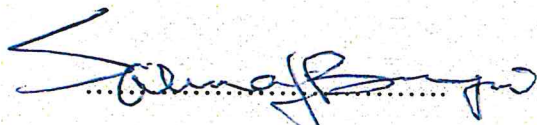
| Description | Note | 2024/2025 | 2023/2024 |
|--|------|----------------------|----------------------|
| | | Kshs | Kshs |
| Revenues | | | |
| Dividend income | 6 | 816,080,048 | 469,435,905 |
| Interest income | 7 | 694,828,628 | 430,434,832 |
| Finance income | 8 | 393,375,710 | 404,601,858 |
| Rental income | 9 | 422,915,499 | 398,213,901 |
| Other miscellaneous Income | 10 | 128,683,154 | 160,627,531 |
| Other gains/(losses) | 11 | 23,839 | 2,159,329,850 |
| Total Revenues | | 2,455,906,878 | 4,022,967,520 |
| Operating expenses | | | |
| Administration costs | 12 | 1,372,891,356 | 1,186,971,839 |
| Finance costs | 13 | 92,641,982 | 50,953,392 |
| Total operating expenses | | 1,465,533,338 | 1,237,925,231 |
| Profit/(loss) before taxation | | 990,373,540 | 2,785,042,289 |
| Income tax (expense)/credit | 15 | (150,573,284) | (107,748,431) |
| Profit/ (Loss) after taxation | | 839,800,256 | 2,677,293,858 |
| Other comprehensive income | | | |
| Fair value gain/(loss) on unquoted investments | | - | (1,237,746,293) |
| Fair value gain on quoted investments | | 443,414,153 | (50,845,798) |
| Total comprehensive income for the year | | 1,283,214,409 | 1,388,701,768 |

Kenya Development Corporation
Annual Report and Financial Statements for the year ended June 30, 2025

17. Statement of Financial Position as at 30 June 2025

| Description | Note | 2024/2025 | 2023/2024 |
|--------------------------------------|------|-----------------------|-----------------------|
| | | Kshs | Kshs |
| Assets | | | |
| Non-Current Assets | | | |
| Property, plant and equipment | 18 | 769,782,290 | 749,822,574 |
| Intangible assets | 19 | 10,397,600 | 16,456,050 |
| Investment property | 20 | 10,108,825,444 | 10,057,976,771 |
| Quoted investments | 21 | 1,820,879,777 | 1,377,465,623 |
| Unquoted investments | 22 | 16,295,931,903 | 16,293,635,103 |
| Loans to Customers | 23 | 9,800,624,056 | 6,930,236,458 |
| Total Non-Current Assets | | 38,806,441,070 | 35,425,592,579 |
| Current Assets | | | |
| Inventories | 24 | 1,206,479 | 4,116,901 |
| Trade and other receivables | 25 | 693,970,228 | 518,064,060 |
| Tax recoverable | 26 | 90,811,894 | 90,811,894 |
| Short-term deposits | 27 | 3,815,499,432 | 3,155,487,791 |
| Bank and cash balances | 28 | 192,510,611 | 901,547,688 |
| Total Current Assets | | 4,793,998,644 | 4,670,028,334 |
| Total assets | | 43,600,439,714 | 40,095,620,913 |
| Equity And Liabilities | | | |
| Capital And Reserves | | | |
| Revaluation reserve | 29 | 1,184,141,035 | 1,184,141,035 |
| Fair Value Reserves | 30 | 15,541,485,628 | 15,098,071,475 |
| Retained Earnings | 31 | 16,842,267,317 | 16,063,931,743 |
| Share Capital | 32 | 936,807,234 | 936,807,234 |
| Grant | 33 | 4,237,857,051 | 3,948,392,552 |
| Capital And Reserves | | 38,742,558,265 | 37,231,344,039 |
| Non-Current Liabilities | | | |
| Borrowings | 34 | 3,766,983,921 | 2,158,095,582 |
| Deferred tax liability | 35 | 8,901,708 | 8,901,708 |
| Deferred Income | 36 | 59,026,236 | 39,001,143 |
| Total Non-Current Liabilities | | 3,834,911,865 | 2,205,998,433 |
| Current Liabilities | | | |
| Trade and other payables | 37 | 995,443,098 | 604,724,353 |
| Related companies' current balances | | | |
| Tax Payable | 15 | 27,526,486 | 53,554,088 |
| Total Current Liabilities | | 1,022,969,584 | 658,278,441 |
| Total Equity And Liabilities | | 43,600,439,714 | 40,095,620,913 |

The financial statements were approved by the Board on 27th August 2025 and signed on its behalf by:



Hon. Dr. Sakwa Bunyasi

Chairman of the Board

CPA/FA Norah Ratemo



Director General



CPA Kennedy Wanderi
Deputy Director Finance
& Accounts

ICPAK M/NO: 3349

18. Statement of Changes in Equity for the year ended 30 June 2025

| Description | Revaluation Reserve | Fair value adjustment reserve | Retained Earnings | Share Capital | Grant | Total |
|---|----------------------|-------------------------------|-----------------------|--------------------|----------------------|-----------------------|
| As at July 1, 2023 | 990,771,035 | 16,386,663,566 | 13,398,142,469 | 936,807,234 | 3,511,986,250 | 35,224,370,554 |
| Receipt of Development Grant for DRIVE Projects-Net | - | - | - | - | 436,406,302 | 436,406,302 |
| Revaluation gain | 193,370,000 | - | - | - | - | 193,370,000 |
| Fair value adjustment on investments | - | (1,288,592,090) | - | - | - | (1,288,592,090) |
| Dividends paid | - | - | (11,504,585) | - | - | (11,504,585) |
| Retained Profit for the year | - | - | 2,677,293,858 | - | - | 2,677,293,858 |
| At June 30, 2024 | 1,184,141,035 | 15,098,071,475 | 16,063,931,743 | 936,807,234 | 3,948,392,552 | 37,231,344,039 |
| As at July 1, 2024 | 1,184,141,035 | 15,098,071,475 | 16,063,931,743 | 936,807,234 | 3,948,392,552 | 37,231,344,039 |
| Receipt of Development Grant for DRIVE & KJET Projects - Net of Costs | - | - | - | - | 289,464,499 | 289,464,499 |
| Fair value adjustment on investments | - | 443,414,153 | - | - | - | 443,414,153 |
| Dividends paid | - | - | (61,464,682) | - | - | (61,464,682) |
| Retained Profit for the year | - | - | 839,800,256 | - | - | 839,800,256 |
| At June 30, 2025 | 1,184,141,035 | 15,541,485,628 | 16,842,267,317 | 936,807,234 | 4,237,857,051 | 38,742,558,265 |

19. Statement of Cash Flows for the year ended 30 June 2025

| Description | Note | 2024/2025 | 2023/2024 |
|---|------|------------------------|----------------------|
| | | Kshs | Kshs |
| Cash flows from operating activities | | | |
| Cash generated from/(used in) operations | 41 | (1,575,641,726) | (394,479,445) |
| Interest expense | | 92,641,982 | 50,953,392 |
| Taxation paid | | (93,167,336) | (97,729,663) |
| Net cash generated from/(used in) operating activities | | (1,576,167,080) | (441,255,716) |
| Cash flows from investing activities | | | |
| Purchase of property, plant and equipment | | (49,868,728) | (40,585,756) |
| Proceeds from disposal of property, plant and equipment | | 66,450 | 499,850 |
| Purchase of intangible assets | | (2,355,000) | (3,471,497) |
| Investment Property-Addition | | (103,498,673) | (13,363,510) |
| Investments in Equity | | (2,296,800) | (3,098,306) |
| Net cash generated from/(used in) investing activities | | (157,952,751) | (60,019,218) |
| Cash flows from financing activities | | | |
| Grant advanced from GOK - DRIVE Project Grant | | 300,000,000 | 444,920,558 |
| Proceeds from borrowings - SAFER Project | | 1,500,000,000 | 850,000,000 |
| Grant advanced from GOK - KJET Project Grant | | 23,840,001 | |
| Repayment of borrowings | | (77,280,925) | (44,203,321) |
| Dividends paid | | (61,464,682) | (11,504,585) |
| Net cash generated from/(used in) financing activities | | 1,685,094,394 | 1,239,212,652 |
| Increase/(decrease) in cash and cash equivalents | | (49,025,436) | 737,937,718 |
| Cash and cash equivalents at beginning of year | | 4,057,035,479 | 3,319,097,761 |
| Cash and cash equivalents at end of the year | 41 | 4,008,010,043 | 4,057,035,479 |

20. Statement of Comparison of Budget and Actual amounts for the period ended 30 June 2025

| Description | Original budget | Adjustments | Final budget | Actual on comparable basis | Performance difference | %-age of utilization |
|--|----------------------|------------------------|----------------------|----------------------------|------------------------|----------------------|
| | A | B | C = A + B | D | E= C - D | F = (D/C) x 100 |
| Revenue | Kshs | Kshs | Kshs | Kshs | Kshs | % |
| Dividend income | 691,749,969 | (27,326,304) | 664,423,665 | 816,080,048 | (151,656,383) | 123% |
| Interest on loans | 1,232,771,463 | (417,469,058) | 815,302,405 | 694,828,628 | 120,473,777 | 85% |
| Rental income | 450,704,450 | (18,217,719) | 432,486,731 | 422,915,499 | 9,571,232 | 98% |
| Interest on deposits | 189,217,918 | 127,124,231 | 316,342,149 | 393,375,710 | (77,033,561) | 124% |
| Un-realized gains on revaluation/sale of investment property | - | - | - | - | - | - |
| Disposal of equity investments | 5,495,080,606 | (5,495,080,606) | - | - | - | - |
| Other incomes | 345,098,294 | 98,402,092 | 443,500,386 | 128,706,993 | 314,793,393 | 29% |
| Total income | 8,404,622,700 | (5,732,567,364) | 2,672,055,336 | 2,455,906,878 | 216,148,458 | 92% |
| Expenses | | | | | | |
| Compensation of employees | 653,961,009 | (13,146,880) | 640,814,129 | 504,773,760 | 136,040,369 | 79% |
| Administration Expenses | 842,148,492 | 458,719,225 | 1,300,867,718 | 868,117,596 | 432,750,122 | 67% |
| Finance cost | 90,771,249 | 41,741,241 | 132,512,490 | 92,641,982 | 39,870,508 | 70% |
| Rent Paid | - | - | - | - | - | - |
| Taxation provided/paid | 521,847,899 | (414,262,793) | 107,585,106 | 150,573,284 | 42,988,178 | 140% |
| Other payments | - | - | - | - | - | - |
| Total expenditure | 2,108,728,649 | 73,050,794 | 2,181,779,443 | 1,616,106,622 | 565,672,821 | 70% |
| Surplus for the period | 6,295,894,051 | (5,805,618,157) | 490,275,893 | 839,800,256 | (349,524,363) | 171% |
| Capital Expenditure | 387,749,531 | (24,000,000) | 363,749,531 | 155,722,401 | 208,027,130 | 43% |

Budget notes:

- i) Dividend income realized during the year was 123% above budget due to improved performance by the investee companies. Some investee companies which did not pay a dividend during the previous period declared a dividend during the period under review hence the significantly higher earnings.
- ii) Interest on loans was lower than budget by 15% due to a lower level of loan disbursements arising from lower level of funding from The National Treasury. However, the amount of interest earned was 56% higher than the previous period.
- iii) Interest on short term deposits was 24% above budget mainly due to higher interest rates in the market during the period than was anticipated. The interest rates have come down while disbursement of the funds to projects is being enhanced and therefore the income from this line is expected to decline going forward.
- iv) Other incomes realized 29% of the budgeted amount mainly due to lower level of sales of investment property due to depressed demand. Marketing efforts for the property has been enhanced to accelerate the sales.
- v) Compensation to employees was lower than budget by 21% due to some vacancies which have remained unfilled due to a current freeze the Government on new recruitment.
- vi) Administrative expenses were 39% below budget mainly due to a County Aggregation and Industrial Parks (CAIPS) conference that was planned for the Western Region Counties but was not held, lower expenditure on World Bank funded projects due to unrealized funding and enhanced cost management.
- vii) Finance costs were lower than budget due to late disbursement of project loans from The National Treasury
- viii) Taxation was higher than budget due to higher profitability.

21. Notes to the Financial Statements

1. General Information

Kenya Development Corporation is established by and derives its authority and accountability from the Companies Act and its Articles of Association. Kenya Development Corporation is wholly owned by the Government of Kenya and is domiciled in Kenya. The Corporation's principal activity is to promote sustainable socio-economic development by providing development finance, infrastructure finance, business support and advisory services to medium and large-scale industries, infrastructure projects and commercial undertakings in target sectors.

For Kenyan Companies Act reporting purposes, the balance sheet is represented by the statement of financial position and the profit and loss account by the statement of profit or loss and other comprehensive income in these financial statements.

2. Statement of Compliance and Basis of Preparation

The financial statements have been prepared on a historical cost basis except for the measurement at re-valued amounts of certain items of property, plant and equipment, marketable securities and financial instruments at fair value, impaired assets at their estimated recoverable amounts and actuarially determined liabilities at their present value. The preparation of financial statements in conformity with International Financial Reporting Standards (IFRS) allows the use of estimates and assumptions. It also requires management to exercise judgement in the process of applying the entity's accounting policies. The areas involving a higher degree of judgement or complexity, or where assumptions and estimates are significant to the financial statements, are disclosed in *Note 5*. The financial statements have been prepared and presented in Kenya Shillings, which is the functional and reporting currency of the *corporation*, and all values are rounded off to the nearest Kenya shillings. The financial statements have been prepared in accordance with the PFM Act, the State Corporations Act and International Financial Reporting Standards (IFRS). The accounting policies adopted have been consistently applied to all the years presented.

Notes to the Financial Statements (Continued)

3. Application of New and Revised International Financial Reporting Standards (IFRS)

- i. *New and amended standards and interpretations in issue and effective in the year ended 30 June 2025.*

| Title | Description | Effective Date |
|--|---|--|
| Amendments to IAS 1 titled Classification of Liabilities as Current or Non-current (issued in January 2020, amended in October 2022) | The amendments, applicable to annual periods beginning on or after 1st January 2024, clarify a criterion in IAS 1 for classifying a liability as non-current: the requirement for an entity to have the right to defer settlement of the liability for at least 12 months after the reporting period | The amendments are effective for annual periods beginning on or after January 1, 2024. Earlier application is permitted. |
| Amendment to IFRS 16 titled Lease Liability in a Sale and Leaseback (issued in September 2022) | The amendment, applicable to annual periods beginning on or after 1st January 2024, requires a seller-lessee to subsequently measure lease liabilities arising from a leaseback in a way that it does not recognise any amount of the gain or loss. | The amendments are effective for annual periods beginning on or after January 1, 2024. Earlier application is permitted. |
| Amendments to the Classification and Measurement of Financial Instruments Amendments to IFRS 9 and IFRS 7 | The amendments specify: <ul style="list-style-type: none"> i. when a financial liability settled using an electronic payment system can be deemed to be discharged before the settlement date. ii. how to assess the contractual cash flow characteristics of financial assets with contingent features when the nature of the contingent event does not relate directly to changes in basic lending risks and costs; and iii. new or amended disclosure requirements relating to investments in equity instruments designated at fair value through other comprehensive income and financial instruments with contingent features that do not relate directly to basic lending risks and costs. | 1 January 2026 |

(The Directors have assessed the applicable standards and amendments. Based on their assessment of impact of application of the above, they do not expect that there will be a significant impact on the company's financial statements.)

Application of New and Revised International Financial Reporting Standards (IFRS)

ii. New and amended standards and interpretations in issue but not yet effective in the year ended 30 June 2025.

| Title | Description | Effective Date |
|--|---|--|
| IFRS 18 Presentation and Disclosure in Financial statements | The objective of IFRS 18 is to set out requirements for the presentation and disclosure of information in general purpose financial statements (financial statements) to help ensure they provide relevant information that faithfully represents an entity's assets, liabilities, equity, income and expenses. | The new standard is effective for annual periods beginning on or after January 1, 2027. Earlier application is permitted. |
| IFRS 19 Subsidiaries without Public Accountability | IFRS 19 Subsidiaries without Public Accountability: Disclosures was issued in May 2024. IFRS 19 permits some subsidiaries to apply IFRS Accounting Standards with reduced disclosure requirements. These entities apply the requirements in other IFRS Accounting Standards except for their disclosure requirements. Instead, these entities apply the requirements in IFRS 19 | An entity may elect to apply this Standard for reporting periods beginning on or after 1 January 2027. Earlier application is permitted. |

(The Directors do not plan to apply any of the above until they become effective. Based on their assessment of the potential impact of application of the above, they do not expect that there will be a significant impact on the company's financial statements).

iii. Early adoption of standards

The Corporation did not early – adopt any new or amended standards in the financial year.

Notes to the Financial Statements (Continued)

4. Summary of Accounting Policies

The principle accounting policies adopted in the preparation of these financial statements are set out below:

a) Revenue recognition

Revenue is measured based on the consideration to which the entity expects to be entitled in a contract with a customer and excludes amounts collected on behalf of third parties. The Corporation recognizes revenue when it transfers control of a product or service to a customer.

- i) **Revenue from the sale of goods and services** is recognized in the year in which the Corporation delivers products to the customer, the customer has accepted the products and collectability of the related receivables is reasonably assured.
- ii) **Grants from National Government** are recognized in the year in which the corporation actually receives such grants. Recurrent grants are recognized in the statement of comprehensive income. Development/capital grants are recognized in the statement of financial position and realised in the statement of comprehensive income over the useful life of the assets that has been acquired using such funds.
- iii) **Finance income** comprises interest receivable from bank deposits and investment in securities, and is recognized in profit or loss on a time proportion basis using the effective interest rate method.
- iv) **Dividend income** is recognized in the income statement in the year in which in which the right to receive the payment is established.
- v) **Rental income** is recognized in the income statement as it accrues using the effective interest implicit in lease agreements.
- vi) **Other income** is recognized as it accrues.

b) Property, plant and equipment

All categories of property, plant and equipment are initially recorded at cost less accumulated depreciation and impairment losses.

Certain categories of property, plant and equipment are subsequently carried at re-valued amounts, being their fair value at the date of re-valuation less any subsequent accumulated depreciation and impairment losses.

Increases in the carrying amounts of assets arising from re-valuation are credited to other comprehensive income. Decreases that offset previous increases in the carrying amount of the same asset are charged against the revaluation reserve account; all other decreases are charged to profit or loss in the income statement. Gains and losses on disposal of items of property, plant and equipment are determined by comparing the proceeds from the disposal with the net carrying amount of the items, and are recognised in profit or loss in the income statement.

c) Depreciation and impairment of property, plant and equipment

Freehold land and capital work in progress are not depreciated. Capital work in progress relates mainly to the cost of ongoing but incomplete works on buildings and other civil works and installations.

Depreciation on property, plant and equipment is recognized in the income statement on a straight-line basis to write down the cost of each asset or the re-valued amount to its residual value over its estimated useful life. However, the annual depreciation amount is pro-rated on a monthly basis and the resultant monthly depreciation posted into the general ledger to match it with monthly revenues as a matter of financial prudence

The annual rates in use, as guided by National Treasury policy on assets depreciation are:

| Item | Years | Rates |
|--|------------------------|--------|
| Freehold Land | Nil | Nil |
| Buildings and civil works | Unexpired lease period | - |
| Plant and machinery | 10 | 10% |
| Motor vehicles, including motorcycles | 5 | 20% |
| Computers and related equipment | 3 | 33.33% |
| Office equipment, furniture and fittings | 10 | 10% |

A full year's depreciation charge is recognised both in the year of asset purchase and in the year of asset disposal.

Items of property, plant and equipment are reviewed annually for impairment. Where the carrying amount of an asset is assessed as greater than its estimated recoverable amount, an impairment loss is recognised so that the asset is written down immediately to its estimated recoverable amount.

Notes to the Financial Statements (Continued)

Summary of Accounting Policies

d) Intangible assets

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortization and accumulated impairment losses. Amortization is recognized on a straight-line basis over their estimated useful lives. The estimated useful life and amortization method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

e) Amortisation and impairment of intangible assets

Amortisation is calculated on the straight-line basis over the estimated useful life which is estimated to be three (3) Years of the intangible assets. All intangible assets are reviewed annually for impairment. Where the carrying amount of an intangible asset is assessed as greater than its estimated recoverable amount, an impairment loss is recognised so that the asset is written down immediately to its estimated recoverable amount.

f) Investment property

Investment property, which is property held to earn rentals and/or for capital appreciation (including property under construction for such purposes), is measured initially at cost, including transaction costs. Subsequent to initial recognition, investment property is measured at fair value. Gains or losses arising from changes in the fair value of investment property are included in profit or loss in the period in which they arise. An investment property is derecognized upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on derecognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the period in which the property is derecognized.

Notes to the Financial Statements (Continued)

Summary of Accounting Policies

g) Quoted investments

Quoted investments are classified as non-current assets and comprise marketable securities traded freely at the Nairobi Securities Exchange or other regional and international securities exchanges. Quoted investments are stated at fair value through other comprehensive income.

h) Unquoted investments

Unquoted investments are measured at fair value through other comprehensive income (FVTOCI). Unquoted investments are stated at their fair values under non-current assets, and comprise equity shares held in other entities that are not quoted in the Securities Exchange.

i) Inventories

Inventories are stated at the lower of cost and net realizable value. Cost comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the inventories to their present location and condition. Cost is calculated using the weighted average cost method. Net realizable value represents the estimated selling price less all estimated costs of completion and costs to be incurred in marketing, selling and distribution.

j) Trade and other receivables

Trade and other receivables are recognized at amortized cost less allowances for any uncollectible amounts. These are assessed for impairment on a continuing basis. An estimate is made of doubtful receivables based on a review of all outstanding amounts at the year end. Bad debts are written off after all efforts at recovery have been exhausted.

k) Taxation

i) Current income tax

Current income tax assets and liabilities for the current period are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the area where the Entity operates and generates taxable income. Current income tax relating to items recognized directly in net assets is recognized in net assets and not in the statement of financial performance.

Current income tax assets and liabilities for the current period are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the area where the Entity operates and generates taxable income.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

1) Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognized for all taxable temporary differences, except in respect of taxable temporary differences associated with investments in controlled entities, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future. Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized, except in respect of deductible temporary differences associated with investments in controlled entities, associates and interests in joint ventures, deferred tax assets are recognized only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognized outside surplus or deficit is recognized outside surplus or deficit. Deferred tax items are recognized in correlation to the underlying transaction in net assets. Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current income tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Notes to the Financial Statements (Continued)

Summary of Accounting Policies

m) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. To the extent that variable rate borrowings are used to finance a qualifying asset and are hedged in an effective cash flow hedge of interest rate risk, the effective portion of the derivative is recognized in other comprehensive income and reclassified to profit or loss when the qualifying asset impacts profit or loss. To the extent that fixed rate borrowings are used to finance a qualifying asset and are hedged in an effective fair value hedge of interest rate risk, the capitalized borrowing costs reflect the hedged interest rate. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization. All other borrowing costs are recognized in profit or loss in the period in which they are incurred.

n) Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and cash at bank, short-term deposits on call and highly liquid investments with an original maturity of three months or less, which are readily convertible to known amounts of cash and are subject to insignificant risk of changes in value. Bank account balances include amounts held at the Central Bank of Kenya and at various Commercial Banks at the end of the reporting period. For the purposes of these financial statements, cash and cash equivalents also include short term cash imprests and advances to authorised public officers and/or institutions which were not surrendered or accounted for at the end of the financial year.

o) Borrowings

Interest bearing loans and overdrafts are initially recorded at fair value being received, net of issue costs associated with the borrowing. Subsequently, these are measured at amortised cost using the effective interest rate method. Amortised cost is calculated by taking into account any issue cost and any discount or premium on settlement. Finance charges, including premiums payable of settlement or redemption are accounted for on accrual basis and are added to the carrying amount of the instrument to the extent that they are not settled in the period in which they arise. Loan interest accruing during the construction of a project is capitalised as part of the cost of the project.

Notes to the Financial Statements (Continued)

p) Trade and other payables

Trade and other payables are non-interest bearing and are carried at amortised cost, which is measured at the fair value of contractual value of the consideration to be paid in future in respect of goods and services supplied, whether billed to the entity or not, less any payments made to the suppliers.

q) Retirement benefit obligations

The entity operates a defined contribution scheme for all full-time employees from July 1, 2021. The scheme is administered by an in-house team of Trustees and is funded by contributions from both the company and its employees. The company also contributes to the statutory National Social Security Fund (NSSF). This is a defined contribution scheme registered under the National Social Security Act. The company's obligation under the scheme is limited to specific contributions legislated from time to time and is currently at Kshs.4,320 per employee per month effective February 2025 up from Kshs.2,160 which was previously effective February 2024.

r) Provision for staff leave pay

Employees' entitlements to annual leave are recognised as they accrue at the employees. A provision is made for the estimated liability for annual leave at the reporting date.

s) Exchange rate differences

The accounting records are maintained in the functional currency of the primary economic environment in which the entity operates, Kenya Shillings. Transactions in foreign currencies during the year ended 30th June 2025 are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are re-measured. Any foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

Notes to the Financial Statements (Continued)

t) Budget information

The original budget for FY 23/24 was approved by The National Treasury on 30th June 2024. Subsequent revisions or additional appropriations were made to the approved budget in accordance with specific approvals from the appropriate authorities. The additional appropriations are added to the original budget by the entity upon receiving the respective approvals in order to conclude the final budget.

The entity's budget is prepared on a different basis to the actual income and expenditure disclosed in the financial statements. The financial statements are prepared on accrual basis using a classification based on the nature of expenses in the statement of financial performance, whereas the budget is prepared on a cash basis. The amounts in the financial statements were recast from the accrual basis to the cash basis and reclassified by presentation to be on the same basis as the approved budget. A comparison of budget and actual amounts, prepared on a comparable basis to the approved budget, is then presented in the statement of comparison of budget and actual amounts. In addition to the Basis difference, adjustments to amounts in the financial statements are also made for differences in the formats and classification schemes adopted for the presentation of the financial statements and the approved budget.

A statement to reconcile the actual amounts on a comparable basis included in the statement of comparison of budget and actual amounts and the actuals as per the statement of Cash flows has been presented under page 6 of these financial statements.

u) Comparative figures

Where necessary comparative figures for the previous financial year have been amended or reconfigured to conform to the required changes in presentation.

v) Subsequent events

There have been no events subsequent to the financial year end with a significant impact on the financial statements for the year ended June 30, 2025.

5. Significant Judgments and Sources of Estimation Uncertainty

The preparation of the Entity's financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities, at the end of the reporting period. However, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in future periods.

The Corporation has invested in the ordinary capital of various companies and undertakes a valuation of the equity investments at fair values as at the balance sheet date. The valuation makes various assumptions and estimates and where these assumptions and estimates do not hold in the future it may require the adjustment of their carrying value.

The Corporation also advances loans to customers and provision for loss on the loans is based on estimates of the realizable amounts considering repayment history and future macro-economic conditions. The assessment of these factors could change in the future resulting in a need to make material adjustment to the carrying value of the loans.

a) Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Entity based its assumptions and estimates on parameters available when the financial statements were prepared. However, existing circumstances and assumptions about future developments may change due to market changes or circumstances arising beyond the control of the Entity. Such changes are reflected in the assumptions when they occur.

b) Useful lives and residual values

The useful lives and residual values of assets are assessed using the following indicators to inform potential future use and value from disposal:

- The condition of the asset based on the assessment of experts employed by the Entity
- The nature of the asset, its susceptibility and adaptability to changes in technology and processes
- The nature of the processes in which the asset is deployed
- Availability of funding to replace the assets

c) Provisions

Provisions were raised and management determined an estimate based on the information available. Additional disclosure of these estimates of provisions is included in Note 38.

Provisions are measured at the management's best estimate of the expenditure required to settle the obligation at the reporting date, and are discounted to present value where the effect is material.

KDC has made provisions to financial assets as per IFRS 9 guidelines for lease receivable, bad debts and loans receivable.

Notes to the Financial Statements (Continued)

6. Dividend Income

| | 2024/2025 | 2023/2024 |
|-----------------------------------|--------------------|--------------------|
| | Kshs | Kshs |
| Almasi Beverages Limited | 222,886,537 | 211,890,564 |
| Centum Investments Limited | 48,911,327 | 91,708,738 |
| Isuzu EA Limited | 105,307,160 | - |
| Minet Kenya Insurance Brokers Ltd | 196,237,406 | 163,198,005 |
| Africa Export -Import Bank | 1,782,902 | 1,249,630 |
| Funguo Investments Ltd | 2,334,578 | 1,388,968 |
| Focus Container Depot Limited | 20,000,000 | - |
| Kenya Wine Agencies Limited | 217,448,277 | - |
| The Golf Hotel Kakamega | 1,171,862 | |
| Total Dividend income | 816,080,048 | 469,435,905 |

Dividends were received from investee companies.

7. Interest Income on loan

| | 2024/2025 | 2023/2024 |
|--|-------------|-------------|
| | Kshs | Kshs |
| Agriculture Value Chain | 188,610,112 | 78,014,568 |
| Building and Construction | 80,253,020 | 18,263,029 |
| Finance and Insurance | 131,114,256 | 28,091,819 |
| Healthcare | - | 48,175 |
| Information and Communication Technology | 3,820,475 | 3,413,477 |
| Manufacturing | 92,792,937 | 119,005,447 |
| Mining and Quarrying | 6,914,106 | 7,822,808 |
| Preference Equity | 20,120,001 | 20,175,124 |
| Staff Loans | 14,605,836 | 12,541,618 |
| Tourism | 140,472,510 | 138,910,822 |
| Wholesale and Trade | 3,284,724 | 4,147,945 |

| | | |
|------------------------------|--------------------|--------------------|
| Energy | 12,840,652 | - |
| Total Interest income | 694,828,628 | 430,434,832 |

This is revenue earned from interest charged on loans extended to borrowers.

8. Finance Income

| Description | 2024/2025 | 2023/2024 |
|---|--------------------|--------------------|
| | Kshs | Kshs |
| Interest from Commercial Banks Deposits | 393,375,710 | 404,601,858 |
| Total | 393,375,710 | 404,601,858 |

Interest income received from fixed and call deposits in financial institution, the interest yield was on average for the year ended 30th June 2025 is 11.86% (2023/24: 12.42%)

9. Rental Income

| Description | 2024/2025 | 2023/2024 |
|---------------|--------------------|--------------------|
| | Kshs | Kshs |
| Uchumi House | 179,438,586 | 168,989,380 |
| Finance House | 83,723,606 | 85,519,800 |
| Utalii House | 159,753,307 | 143,704,721 |
| Total | 422,915,499 | 398,213,901 |

10. Other Miscellaneous Income

| Description | 2024/2025 | 2023/2024 |
|--------------------------------------|--------------------|--------------------|
| | Kshs | Kshs |
| Application Fees | 22,752,309 | 43,128,610 |
| Write Back On Loans And Advances | 5,977,652 | 15,060,094 |
| Directors Fees And Other incomes | 4,769,102 | 5,258,304 |
| Sundry Income | 8,158,589 | 7,166,267 |
| Grant Income - DRIVE & KJET Projects | 34,375,503 | 8,514,256 |
| Sale of Investments | 52,650,000 | 81,500,000 |
| Total | 128,683,154 | 160,627,531 |

Notes to the Financial Statements (Continued)

DRIVE and KJET Grant Income

The DRIVE project agreement allows KDC to spend a maximum of 10% of the grant funds to finance day to day project related operations. On KJET, the subsidiary financing agreement provides for set up costs at 1,900,000 Euros which includes technical assistance to strengthen KDC's capacity to lend out the funds. This amounts to Kshs.288,135,000 converted at the rate of Kshs.151.65 per Euro as at 30th June 2025 of which Kshs.20,590,986 had been incurred out of the grant funds and realized to grant income as at the same date.

11. Other Gains and Losses

| Description | 2024/2025 | 2023/2024 |
|---|---------------|----------------------|
| | Kshs | Kshs |
| Unrealized gain on revaluation of investment property | - | 2,158,830,000 |
| Gains on Disposal of Assets | 45,867 | 499,850 |
| Gain/(Loss) on Foreign Exchange | (22,028) | 323,643 |
| Total | 23,839 | 2,159,329,850 |

Foreign Exchange Loss

The foreign exchange loss was realised from the conversion of USD held in National Bank of Kenya and NCBA US Dollar accounts at the rate of Kshs.129.2343 to the USD as at 30th June 2025.

12. Administration Costs

| Description | 2024/2025 | 2023/2024 |
|---|-------------|-------------|
| | Kshs | Kshs |
| Staff costs (note 12(a)) | 483,833,605 | 479,077,359 |
| Directors' expenses | 26,793,836 | 24,147,301 |
| Electricity and water | 34,721,366 | 44,146,001 |
| Communication services and supplies - PR | 56,569,942 | 7,591,377 |
| Transportation, travelling and subsistence | 44,090,237 | 47,609,109 |
| Advertising, printing & stationery and photocopying | 7,334,753 | 4,881,557 |

| Description | 2024/2025 | 2023/2024 |
|--|----------------------|----------------------|
| | Kshs | Kshs |
| Motor Vehicle running Expenses | 8,577,682 | 7,317,885 |
| Staff training expenses | 20,940,155 | 22,054,662 |
| Other Building Operating Expenses | 49,522,422 | 51,594,068 |
| Insurance costs | 12,554,784 | 14,940,274 |
| Bank charges and commissions | 776,418 | 900,021 |
| Office and general supplies and services | 5,067,691 | 3,089,048 |
| Auditors' remuneration | 3,999,998 | 4,200,000 |
| Legal fees and court awards | 242,495,610 | 19,893,098 |
| Consultancy/Professional fees | 9,059,130 | 65,182,493 |
| Rent and Rates | 6,562,404 | 8,282,488 |
| Repairs and maintenance | 77,134,189 | 9,884,424 |
| Provision for bad and doubtful debts | 99,933,274 | 150,658,632 |
| Depreciation | 29,888,428 | 31,164,464 |
| Amortization | 8,413,450 | 8,802,439 |
| Cost of Sales on Investment Property | 52,650,000 | 81,500,000 |
| VAT Expense | 8,130,155 | 32,616,817 |
| Other Operating Expenses | 83,841,828 | 67,438,321 |
| Total | 1,372,891,356 | 1,186,971,839 |

a) Communication services and supplies - PR

The increase in the cost is as a result of the Next frontier Africa Summit 2025 an investment summit organized by the Kenya Development Corporation (KDC).

b) Legal fees and court awards

The increase in the cost is due to increase in contingent liability on the judgment in this matter the Corporation was found liable to pay Wab Hotels Ltd a total of Kshs.231M together with interest from the date of the judgement.

c) Consultancy/Professional fees

The higher costs during the FY 2024/25 is attributable to valuation fees to investment property and higher consultancy services in relation to tax, strategic plan and security registry

Kenya Development Corporation
Annual Report and Financial Statements for the year ended June 30, 2025

d) Repairs and maintenance

The increase in cost in the FY 2024/25 due to the cost of external repainting of buildings as per the county directive.

e) Other Operating Expenses

| | 2024/2025 | 2023/2024 |
|---|------------|------------|
| <u>Description</u> | Kshs | Kshs |
| Subscriptions Costs-Corporate | 2,489,000 | 2,662,862 |
| Corporate Social Responsibility | 1,341,756 | 1,202,574 |
| Telephone Charges | 9,533,926 | 9,182,780 |
| Postage and Courier | 26,218 | 31,842 |
| Eldoret SME Park Administration Costs | 1,830,240 | 1,944,828 |
| Research and Development Costs | 173,600 | 251,725 |
| ICT Expenses | 20,259,315 | 23,196,393 |
| Library Expenses | 763,382 | 676,295 |
| Laundry and Uniform Exp | 499,587 | 463,853 |
| HIV Aids Committee Expenses | - | 301,600 |
| Disability Committee Expenses | - | 495,640 |
| Gender Mainstreaming Committee Expenses | - | 561,000 |
| Oceania Admin Expenses | 2,495,945 | 5,493,257 |
| Zamia Heights Admin Expenses | 1,524,868 | 3,133,548 |
| Sustainability Standards Certification | - | 1,559,323 |
| National Cohesion Committee Exp. | - | 675,897 |
| Health, Safety Committee Exp. | 3,000 | 141,034 |
| KNTB Plot | 2,618,061 | 192,000 |

| | | |
|--|-------------------|-------------------|
| Drive Project Expenses (World Bank) | 13,354,712 | 8,752,499 |
| Seminar, Conferences and Workshops | 3,557,285 | 6,519,369 |
| KJET Project Expenses | 21,089,433 | - |
| Corruption Prevention Committee | 481,500 | - |
| Partnerships and Resource Mobilization | 1,800,000 | - |
| Total | 83,841,828 | 67,438,321 |

Notes to the Financial Statements (Continued)

12(a) Staff Costs

| Description | 2024/2025 | 2023/2024 |
|--|--------------------|--------------------|
| | Kshs | Kshs |
| Salaries and wages | 361,974,104 | 357,656,660 |
| Staff pension | 30,915,540 | 31,245,467 |
| Casual labour wages | 1,425,686 | 1,235,402 |
| Fringe benefit tax | 11,011,203 | 10,983,882 |
| NSSF employer's contribution | 3,767,940 | 1,967,240 |
| Gratuity/Leave provision | 21,905,292 | 24,359,694 |
| Staff welfare | 4,500,721 | 7,926,497 |
| Long service awards | - | 3,100 |
| Team Building | 3,792,463 | - |
| Staff medical expenses | 33,912,859 | 34,643,139 |
| Staff group life insurance | 4,060,249 | 4,029,223 |
| Recruitment expenses | - | 370,500 |
| Subscriptions costs-staff | 1,453,740 | 1,445,318 |
| Affordable Housing Levy | 5,113,807 | 3,211,238 |
| Total | 483,833,605 | 479,077,359 |
| The average number of employees at the end of the year was: | | |
| Permanent employees - management | 17 | 16 |
| Permanent employees - non-management | 82 | 89 |
| Temporary and contracted employees | 1 | 3 |
| Total | 100 | 108 |

One (1) non-management staff was appointed to act as a head of department in the current financial year. Seven (7) staff left the non-management category during the year. These were four (4) resignations, two (2) retirements and the one (1) who joined management. Two (2) staff who served on temporary and contract basis left KDC services during the current year.

Notes to the Financial Statements (Continued)

13. Finance Costs

| Description | 2024/2025 | 2023/2024 |
|---|-------------------|-------------------|
| | Kshs | Kshs |
| Interest expense on GOK Restructured Loan | 7,737,736 | 9,018,465 |
| Interest expense on GOK Loan on lent to DBK | 15,000,000 | 15,000,000 |
| Interest expense on EXIM of India LOC | 23,529,245 | 21,255,761 |
| Interest expense on SAFER Project | 46,375,000 | 5,679,166 |
| Total | 92,641,982 | 50,953,392 |

The finance costs relate to interest costs on GOK and Exim Bank India loans

14. Operating Profit/ (Loss)

| Description | 2024/2025 | 2023/2024 |
|--|--------------------|--------------------|
| | Kshs | Kshs |
| The operating profit/(loss) is arrived at after charging/(crediting): | | |
| charging:- | | |
| Staff Costs | 372,025,695 | 375,669,651 |
| Director General's Remuneration | 10,557,200 | 13,455,129 |
| Remuneration to Senior Management | 101,250,710 | 89,952,579 |
| Staff Costs (Note 12a) | 483,833,605 | 479,077,359 |
| Depreciation - Fixed Assets | 29,888,428 | 31,164,464 |
| Amortization - Intangible Assets | 8,413,450 | 8,802,439 |
| Directors' Expenses | 26,793,836 | 24,147,301 |
| Auditors' Remuneration | 3,999,998 | 4,200,000 |
| and after crediting: - | | |
| Profit on Sale of fixed Assets/Unrealized Gain | 23,839 | 2,249,667,749 |

Notes to the Financial Statements (Continued)

15. Income Tax Expense/(Credit)

a) Income Tax Charge

| Description | 2024/2025 | 2023/2024 |
|--------------------------------------|--------------------|--------------------|
| | Kshs | Kshs |
| Profit as per accounts | 990,373,540 | 2,785,042,289 |
| Disallowable expense | 495,056,720 | 333,136,509 |
| Income not Taxable Allowable expense | (983,519,312) | (3,157,231,262) |
| Adjusted profit/loss for the year | 501,910,948 | 359,161,437 |
| Tax charge for the year @ 30% | 150,573,284 | 107,748,431 |
| Withholding tax | | - |
| Tax charge | 150,573,284 | 107,748,431 |

b) Income Tax Payable

| Description | 2024/2025 | 2023/2024 |
|-----------------------------|-------------------|-------------------|
| | Kshs | Kshs |
| Tax payable brought forward | 53,554,088 | 43,535,320 |
| Tax charge for the year | 150,573,284 | 107,748,431 |
| Tax paid | (176,600,887) | (97,729,663) |
| Tax Payable | 27,526,485 | 53,554,088 |

16. Earnings Per Share

The Corporation does not have issued shares on which earnings per share can be calculated.

17. Dividend per Share

During the year 2024-25 the Corporation paid a first and final dividend of Kshs.61,464,682 (2024-Kshs.11,504,585). Proposed and paid dividends are accounted for as a separate component of equity until they have been ratified and declared at the relevant Annual General Meeting (AGM)

Notes to the Financial Statements (Continued)

18. Property, Plant and Equipment

| 2025 | Buildings & civil works | Motor vehicles | Office equipment, furniture & fittings | Computer Hardware | Total |
|-----------------------------------|-------------------------|----------------|--|-------------------|---------------|
| Rate | | 20% | 10% | 33.33% | |
| | Kshs | Kshs | Kshs | Kshs | Kshs |
| Cost or valuation | | | | | |
| At July 1, 2023 | 374,960,000 | 50,201,415 | 299,515,164 | 104,051,301 | 828,727,880 |
| Additions | - | - | 35,648,016 | 4,937,740 | 40,585,756 |
| Revaluation/ Adjustment | 193,370,000 | - | - | - | 193,370,000 |
| Transfer from Investment Property | - | - | - | - | - |
| Disposals | | | | | |
| At June 30, 2024 | 568,330,000 | 50,201,415 | 335,163,179 | 108,989,041 | 1,062,683,635 |
| Additions | - | 13,577,179 | 31,480,653 | 4,810,896 | 49,868,728 |
| Revaluation/ Adjustment | - | - | - | - | - |
| Transfer from Investment Property | - | - | - | - | - |
| Disposals | | | (108,753) | (4,266,936) | (4,375,690) |
| At June 30, 2025 | 568,330,000 | 63,778,594 | 366,535,079 | 109,533,001 | 1,108,176,673 |
| Depreciation an Impairment | | | | | |
| At July 1, 2023 | - | 28,705,848 | 162,194,207 | 90,796,543 | 281,696,598 |
| Charge for the year | - | 6,966,044 | 18,495,346 | 5,703,074 | 31,164,464 |
| Eliminated on disposal | - | - | - | - | - |
| At June 30, 2024 | - | 35,671,892 | 180,689,553 | 96,499,617 | 312,861,062 |
| Charge for the year | - | 6,201,106 | 18,995,079 | 4,692,242 | 29,888,428 |
| Eliminated on disposal | - | - | (88,170) | (4,266,936) | (4,355,106) |
| At June 30, 2025 | - | 41,872,998 | 199,596,462 | 96,924,922 | 338,394,383 |
| Net book value at June 30, 2024 | 568,330,000 | 14,529,523 | 154,473,626 | 12,489,425 | 749,822,574 |
| Net book value at June 30, 2025 | 568,330,000 | 21,905,595 | 166,938,617 | 12,608,079 | 769,782,290 |

Valuation

Land and buildings were valued by the Corporation's contracted external valuer on a market value basis of valuation on 21st June 2024. These amounts were adopted on 30th June 2024. The building under PPE is the portion of Uchumi house occupied by KDC as office space. No such valuation was carried out in the current 2024/2025FY.

Notes to the Financial Statements (Continued)

Property, Plant and Equipment at Cost

If the freehold land, buildings and other assets were stated on the historical cost basis the amounts would be as follows:

| Description | Cost | Accumulated Depreciation | NBV |
|--|----------------------|--------------------------|--------------------|
| | Kshs | Kshs | Kshs |
| Land | - | - | - |
| Buildings | 374,960,000 | - | 374,960,000 |
| Plant And Machinery | - | - | - |
| Motor Vehicles, Including Motorcycles | 63,778,594 | 41,872,999 | 21,905,595 |
| Computers And Related Equipment | 109,533,001 | 96,924,922 | 12,608,079 |
| Office Equipment, Furniture And Fittings | 366,535,079 | 199,596,462 | 166,938,617 |
| Intangible Assets (ICT Software) | 128,914,793 | 118,517,193 | 10,397,600 |
| | 1,043,721,467 | 456,911,576 | 586,809,891 |

Property plant and Equipment includes the following assets that are fully depreciated:

| Description | Cost Valuation | Normal Annual Depreciation charge |
|--|--------------------|-----------------------------------|
| | Kshs | Kshs |
| Plant And Machinery | - | - |
| Motor Vehicles, Including Motor Cycles | 33,096,814 | 6,619,363 |
| Computers And Related Equipment | 87,515,369 | 29,168,873 |
| Office Equipment, Furniture And Fittings | 152,948,620 | 15,294,862 |
| Intangible Assets (ICT Software) | 101,709,420 | 33,899,749 |
| Total | 375,270,223 | 84,982,847 |

Notes to the Financial Statements (Continued)

19. Intangible Assets

| Description | 2024/2025 | 2023/2024 |
|---------------------------------------|--------------------|--------------------|
| | Kshs | Kshs |
| Cost | | |
| At July 1 | 126,559,793 | 123,088,297 |
| Additions | 2,355,000 | 3,471,496 |
| Disposals | - | - |
| At June 30 | 128,914,793 | 126,559,793 |
| Amortisation | | |
| At July 1 | 110,103,743 | 101,301,304 |
| Charge For The Year | 8,413,450 | 8,802,439 |
| Disposals | - | - |
| Impairment Loss | | |
| At June 30 | 118,517,193 | 110,103,743 |
| Net Book Value At June 30 June | 10,397,600 | 16,456,050 |

System software constitutes the intangible assets

20. Investment Property

| Description | 2024/2025 | 2023/2024 |
|----------------------------------|-----------------------|-----------------------|
| | Kshs | Kshs |
| Opening Valuation | 10,057,976,771 | 7,967,283,262 |
| Movements During The Year | | |
| Additions | 103,498,673 | 13,363,510 |
| Disposals | (52,650,000) | (81,500,000) |
| Fair Value Gains/(Losses) | - | 2,158,830,000 |
| Transfer to PPE | - | - |
| Closing Valuation | 10,108,825,444 | 10,057,976,771 |

These include land and buildings owned by the corporation valued on 21st June 2024 by the certified external registered and practising valuer Trans-country Valuers Ltd as per IAS 40. These investments are carried at their fair values, the land valuation methodology used being sales comparison approach coupled with other factors like location and acreage. Valuation for buildings was based on depreciated replacement cost approach considering their age,

condition of repair and maintenance as well as income approach for income generating buildings/properties. No such valuation was carried out in the current 2024/2025FY.

21. Quoted Investments

| Description | 2024/2025 | 2023/2024 |
|-----------------------------------|----------------------|----------------------|
| | Kshs | Kshs |
| B/f Valuation | 1,377,465,623 | 1,428,311,421 |
| Movements during the year | | |
| Fair value gains/(losses) (FVTPL) | 443,414,154 | (50,845,798) |
| Provisions | - | - |
| C/f Valuation | 1,820,879,777 | 1,377,465,623 |

The upward revaluation of the equity investments was caused by the improved prices of stocks at the Nairobi Securities Exchange. The investments involved are Centum Investments PLC with improved prices in which the Corporation holds a 22.9% shareholding and Eveready East Africa with depressed prices in which the Corporation has a 17% shareholding.

| Name of entity where investment is held | No of shares | | | | | |
|---|---------------------|-----------------------|------------------------|--|--|--|
| | Direct shareholding | Indirect shareholding | Effective shareholding | Nominal value of shares/purchase price | Fair value of shares Current 2024/2025FY | Fair value of shares for prior 2023/2024FY |
| | No | No | No | No | Kshs | Kshs |
| Centum Investments Co. Ltd. | 152,847,897 | | 152,847,897 | 9.78 | 1,788,320,395 | 1,332,833,662 |
| Eveready Batteries Kenya Ltd. | 36,583,575 | | 36,583,575 | 0.74 | 32,559,382 | 44,631,961 |
| Uchumi Supermarkets Ltd. | 7,288,472 | | 7,288,472 | 4.70 | - | - |
| Total | | | | | 1,820,879,777 | 1,377,465,623 |

Valuation method is through the stock exchange share price as at 30th June 2025

Notes to the Financial Statements (Continued)

22. Unquoted Investments

| Description | 2024/2025 | 2023/2024 |
|-----------------------------------|-----------------------|-----------------------|
| | Kshs | Kshs |
| Cost | | |
| At July 1 | 17,111,696,994 | 18,271,360,389 |
| Additions | 2,296,800 | 3,098,306 |
| Additions due to Conversion | - | 74,984,592 |
| Fair value gains/(losses) | - | (1,237,746,293) |
| Disposals | - | - |
| At June 30 | 17,113,993,794 | 17,111,696,994 |
| IMPAIRMENT | | |
| At July 1 | (818,061,891) | (743,077,299) |
| Transfer from Interest Receivable | - | (74,984,592) |
| Impairment loss in the year | - | - |
| At June 30 | (818,061,891) | (818,061,891) |
| NET BOOK VALUE | 16,295,931,903 | 16,293,635,103 |

The valuation methodologies used in 2023/2024FY for unquoted investments are net asset value, comparable price to book value multiple, recent price as per valuation and EV/EBDITA multiple approach.

Kenya Development Corporation
Annual Report and Financial Statements for the Year ended 30th June 2025

Notes To The Financial Statements (Continued)

| Name of entity where investment is held | No of shares | | | | | | | Value of shares less impairment Current 2024/2025FY | Value of shares less impairment Prior 2023/2024FY |
|--|---------------------|-----------------------|------------------------|---|-----------------------|---|---|---|---|
| | Direct shareholding | Indirect shareholding | Effective shareholding | Nominal value of shares/ purchase price | % Shareholding By KDC | Value of shares less impairment Current 2024/2025FY | Value of shares less impairment Prior 2023/2024FY | | |
| | No | No | No | Kshs | | Kshs | Kshs | Kshs | |
| Minet Kenya Insurance Brokers Ltd. | 309,140 | - | 309,140 | 4,298 | 20.00% | 1,564,790,789 | 1,564,790,789 | | |
| Minet Kenya Financial Services Ltd | 119,946 | - | 119,946 | 110 | 16.14% | 12,991,363 | 12,991,363 | | |
| Development Bank of Kenya Ltd. | 46,551,750 | - | 46,551,750 | 61 | 89.32% | 1,492,022,696 | 1,492,022,696 | | |
| Funguo Investments Ltd. | 11,060,543 | - | 11,060,543 | 35 | 18.73% | 415,769,722 | 415,769,722 | | |
| Isuzu EA Ltd | 313,500 | - | 313,500 | 9,594 | 20.00% | 2,996,562,848 | 2,996,562,848 | | |
| IDB Capital Ltd. | 1,735,500 | - | 1,735,500 | 15 | 4.29% | 26,032,500 | 26,032,500 | | |
| Almasi Beverages Limited | 369,011,278 | - | 369,011,278 | 12 | 31.57% | 4,033,608,176 | 4,033,608,176 | | |
| KWA Holdings E. A. Ltd. (KWAL) | 44,555,036 | - | 44,555,036 | 76 | 43.77% | 3,721,309,897 | 3,721,309,897 | | |
| Two Rivers Development Limited | 56 | - | 56 | 3,541,344 | 2.80% | 198,315,236 | 198,315,236 | | |
| International Hotel (Kenya) Ltd | 1,725,777 | - | 1,725,777 | 493 | 40.58% | 678,226,583 | 678,226,583 | | |
| Kenya Hotel Properties (Intercon. NBI) Ltd | 5,880,307 | - | 5,880,307 | 20 | 33.83% | 117,603,012 | 117,603,012 | | |
| Golf Hotel Ltd | 241,734 | - | 241,734 | 2,107 | 80.00% | 513,542,709 | 513,542,709 | | |
| Bomas of Kenya Ltd | 253,999 | - | 253,999 | 20 | 100.00% | 5,080,000 | 5,080,000 | | |

Kenya Development Corporation
Annual Report and Financial Statements for the Year ended 30th June 2025

| | | | | | | | |
|-------------------------------------|-----------|---|-----------|------------|--------|-------------|-------------|
| Kenya Safari Lodges & Hotels Ltd | 4,161,855 | - | 4,161,855 | 11 | 82.45% | 45,001,281 | 45,001,281 |
| Fresh pick Processors (EPZ) Limited | 570 | - | 570 | 392,520 | 57.00% | 229,131,230 | 226,834,430 |
| Consolidated Bank | 1,040,000 | - | 1,040,000 | 4 | 0.56% | 1,167,631 | 1,167,631 |
| African Import Export Bank | 12 | - | 12 | 18,860,003 | 0.03% | 244,776,133 | 244,776,133 |
| Kabarnet Hotel Limited | 245,000 | - | 245,000 | | 98.2% | - | - |
| Sunset Hotel Limited | 572,500 | - | 572,500 | | 95.4% | - | - |
| Mt. Elgon Lodge Limited | 67,288 | - | 67,288 | | 72.91% | - | - |
| Mountain Lodge Limited | 305,078 | - | 305,078 | | 39.11% | - | - |
| Focus Container Freight Station | 25,000 | - | 25,000 | | 25% | - | - |
| Kenatco Taxis Limited | 250,000 | - | 250,000 | | 100% | - | - |
| Kenya National Trading Corporation | 1,600,000 | - | 1,600,000 | | 100% | - | - |
| Sky Foods Limited | 1,604 | - | 1,604 | | 8.02% | - | - |
| South Nyanza Sugar Company | 425,000 | - | 425,000 | | 0.99% | - | - |
| Agro Chemical and Food Industries | 854,000 | - | 854,000 | | 28.17% | - | - |
| Nzoia Sugar Company | 250,000 | - | 250,000 | | 0.92% | - | - |
| Buffalo Springs Lodge Ltd | 10,000 | | 10,000 | | 41.66% | - | - |
| Maralal Safari Lodge Limited | 40,100 | | 40,100 | | 9.50% | - | - |

Kenya Development Corporation
Annual Report and Financial Statements for the Year ended 30th June 2025

| | | | | | | | | |
|--|-----------|--|-----------|--|--|--------|-----------------------|-----------------------|
| The Ark Limited | 41,200 | | 41,200 | | | 5.64% | - | - |
| Home and Hospitality Manufacturing Co. Ltd | 111,430 | | 111,430 | | | 11% | - | - |
| East African Coast Fisheries Limited | 511,520 | | 511,520 | | | 27.46% | - | - |
| Njoka Tanners Limited | 1,250,000 | | 1,250,000 | | | 33.16% | - | - |
| Mountain Region Poultry Farmers Ltd | 160,000 | | 160,000 | | | 27.92% | - | - |
| Global Supply Solutions Limited (Preference shares @ 100) | 400,000 | | 400,000 | | | 100% | - | - |
| Sisibo Tea Factory Limited (Preference shares @21%) | 2,550,100 | | 2,550,100 | | | 100% | - | - |
| Njimia Kenya Limited (Preference shares @ 1,000) | 60,000 | | 60,000 | | | 100% | - | - |
| COMPANIES UNDER LIQUIDATION | | | | | | | | |
| African Tours and Hotels Ord shares 262,972; Pref shares 1,455 | 264,427 | | 264,427 | | | 52.29% | - | - |
| Meatland Processing Ltd | 227,688 | | 227,688 | | | 31.36% | - | - |
| Palm Health International Ltd | 50,000 | | 50,000 | | | 23.07% | - | - |
| Pan African Paper Mills Limited | 3,293,925 | | 3,293,925 | | | 5.55% | - | - |
| Pan Vegetable Products Limited Ord. | 317,250 | | 317,250 | | | 30% | - | - |
| Pan Vegetable Products Limited Pref. | 63,250 | | 63,250 | | | 100% | - | - |
| Total | | | | | | | 16,295,931,903 | 16,293,635,103 |

Notes To The Financial Statements (Continued)

23. Loans Receivable**a) Current Loan Portfolio**

| | 2025 | 2024 |
|----------------------|-----------------------|----------------------|
| Item | Amount (Ksh) | Amount (Ksh) |
| Commercial Loans | 10,986,985,243 | 8,083,384,002 |
| Staff Loans | 427,569,055 | 392,534,719 |
| Unit Debtors Tourism | 178,848,088 | 178,848,088 |
| Total | 11,593,402,386 | 8,654,766,809 |
| Provision for loans | (1,792,778,330) | (1,724,530,351) |
| Net Loans | 9,800,624,056 | 6,930,236,458 |

The current loan portfolio comprises of loans advanced to customers after 2009 and is actively being serviced. The impairment losses on the loans have been made in line with the provisions of IFRS 9.

b) Legacy Loan Portfolio

| | 2025 | 2024 |
|-----------------------------|------------------|------------------|
| Item | Amount (Ksh) | Amount (Ksh) |
| Non-Performing Legacy Loans | 31,829,076,361 | 31,835,475,075 |
| Provision for Legacy Loans | (31,829,076,361) | (31,835,475,075) |
| Net Loans | - | - |

The legacy loan portfolio relates to loans advanced to customers from the 1960's through to 2009. The principal sum advanced was Ksh1.39billion which has accumulated to the current balance of Ksh31.8billion due to interest accrual Kshs.30.46b of this amount is interest accrued over and above the limits allowed under the In Duplum rule. The portfolio is considered unrecoverable and has been fully provided for. Arrangements are being made to have the excess accrued interest reversed with the concurrence of the National Treasury (TNT) leaving a loan balance of Kshs.1.41b. Further the unrecoverable loan amounts of Kshs.1.41b will be recommended for write off from the books in line with the hierarchical thresholds provided under The PFM Act 2015.

Notes To The Financial Statements (Continued)

24. Inventories

| Description | 2024/2025 | 2023/2024 |
|----------------------------|------------------|------------------|
| | Kshs | Kshs |
| Stationery | 806,085 | 3,522,130 |
| General supplies | 400,394 | 594,771 |
| Less: Impairment of Stocks | - | - |
| Total | 1,206,479 | 4,116,901 |

25. Trade and Other Receivables

| Description | 2024/2025 | 2023/2024 |
|--|----------------------|----------------------|
| | Kshs | Kshs |
| Dividends receivable | 468,363,147 | 254,906,745 |
| Rent receivable | 474,965,191 | 480,475,385 |
| Interest receivable on Fixed & Call Deposits | 38,646,267 | 68,814,898 |
| Deposits and prepayments | 4,548,773 | 5,326,090 |
| Staff receivables - note 25(c) | 2,924,847 | 5,580,657 |
| Other receivables | 226,133,661 | 219,732,463 |
| Gross trade and other receivables | 1,215,581,886 | 1,034,836,238 |
| Provision for bad and doubtful receivable - note 25(b) | (521,611,657) | (516,772,177) |
| Net trade and other receivables | 693,970,228 | 518,064,060 |
| Analysed as: | | |
| Short- Term Trade and Other Receivables | 693,970,228 | 518,064,060 |
| Long- Term Trade and Other Receivables | | |

Notes To The Financial Statements (Continued)

25 (a) Trade Receivables

| Description | 2024/2025 | 2023/2024 |
|---|--------------------|--------------------|
| | Kshs | Kshs |
| Gross Trade Receivables | 1,215,581,886 | 1,034,836,238 |
| Provision for Doubtful Receivables | (521,611,657) | (516,772,178) |
| Net Trade Receivables | 693,970,228 | 518,064,060 |
| ageing analysis of gross Trade Receivables | | |
| Less than 30 Days | 407,689,224 | 237,593,562 |
| Between 30 and 60 Days | 14,620,540 | 6,883,768 |
| Between 61 and 90 Days | 82,259,364 | 75,601,543 |
| Between 91 and 120 Days | 22,186,164 | 64,865,098 |
| Over 120 Days | 167,214,937 | 133,120,089 |
| Total | 693,970,228 | 518,064,060 |

25 (b) Reconciliation of Impairment Allowance for Trade Receivables

| Description | 2024/2025 | 2023/2024 |
|--|--------------------|--------------------|
| | Kshs | Kshs |
| At the beginning of the year | 516,772,178 | 552,219,771 |
| Additional provisions during the year | 11,002,983 | - |
| Transferred provisions during the year | 3,442,877 | - |
| Recovered during the year | - | - |
| Utilised provisions during the year | (9,606,381) | (35,447,593) |
| At the end of the year | 521,611,657 | 516,772,178 |

Notes to the Financial Statements (Continued)

25(c) Staff Receivables

| Description | 2024/2025 | 2023/2024 |
|-----------------------------------|-----------|-----------|
| | Kshs | Kshs |
| Staff imprest | 2,924,847 | 5,580,657 |
| Provision for impairment loss | | |
| Net staff imprest | 2,924,847 | 5,580,657 |
| Less: Amounts due within one year | 2,924,847 | 5,580,657 |
| Amounts due after one year | - | - |

This is staff imprest not yet surrendered as at 30th June 2025

26. Tax Recoverable

| Description | 2024/2025 | 2023/2024 |
|--|------------|------------|
| | Kshs | Kshs |
| At beginning of the year | 90,811,894 | 90,811,894 |
| Income tax charge for the year (Note 13) | - | - |
| Under/(Over) Provision in prior year (Note 13) | - | - |
| Income tax paid during the year | - | - |
| At end of the year | 90,811,894 | 90,811,894 |

[Recoverable Corporate tax Ksh.54M from former ICDC and recoverable WHT of 36M from former IDB]

Notes To The Financial Statements (Continued)

27. Short Term Deposits

| Description | 2024/2025 | 2023/2024 |
|-------------------------------|----------------------|----------------------|
| | Kshs | Kshs |
| Other Commercial Banks | | |
| Development Bank of Kenya Ltd | 654,872,344 | 483,417,687 |
| KCB Bank Limited | 1,363,161,638 | 1,470,531,046 |
| Co-operative Bank of Kenya | 995,674,114 | 519,177,204 |
| National Bank of Kenya | 684,791,336 | 576,462,870 |
| NCBA Bank | 117,000,000 | 105,898,984 |
| Total | 3,815,499,432 | 3,155,487,791 |

The average effective interest rate on the short term deposits for the FY 2024/25 was 11.86% (2024: 12.42%).

28. Bank and Cash Balances

| Description | 2024/2025 | 2023/2024 |
|--------------|--------------------|--------------------|
| | Kshs | Kshs |
| Cash at bank | 192,402,702 | 901,511,548 |
| Cash in hand | 107,909 | 36,140 |
| Total | 192,510,611 | 901,547,688 |

The bulk of the cash at bank was held at Co-operative Bank of Kenya and Kenya Commercial Bank, the entity's main bankers.

Notes to The Financial Statements (Continued)

32. Ordinary Share Capital

| Description | 2024/2025 | 2023/2024 |
|--|-----------------|-----------------|
| | Kshs | Kshs |
| Authorized: | | |
| 20,000,000,000 Ordinary Shares of Kshs.5 par value each | 100,000,000,000 | 100,000,000,000 |
| Issued and Fully paid: | | |
| Ordinary Share Capital of par value each | 936,807,234 | 936,807,234 |

Kenya Development Corporation was incorporated on 27th November 2020 with an authorized share capital of Ksh100,000,000,000 divided into 20,000,000,000 shares of Ksh5 par value each. The process of restructuring the balance sheet and create a share capital out of the reserves is ongoing. The amount of share capital recognized in the books is the share capital and equity funds carried over from the three former DFI's.

Notes To The Financial Statements (Continued)

33. Grant

This fund refers to grants that have over the years been received from the Government of Kenya (GOK) by the Corporation. The GOK grant received by the Corporation is development in nature and is utilized in loan disbursement to borrowers in fulfilment of the Corporation's core mandate of financing tourism related projects.

The schedule is as below:

| GOK Grant | 2024/2025 | 2023/2024 |
|---|----------------------|----------------------|
| | Kshs | Kshs |
| GOK Grant received 2004/2005 FY | 5,472,200 | 5,472,200 |
| GOK Grant received 2009/2010 FY | 400,000,000 | 400,000,000 |
| GOK Grant received 2010/2011 FY | 300,000,000 | 300,000,000 |
| GOK Grant received 2011/2012 FY | 78,000,000 | 78,000,000 |
| GOK Grant received 2012/2013 FY | 60,000,000 | 60,000,000 |
| GOK Grant received 2013/2014 FY | 14,250,000 | 14,250,000 |
| GOK Grant received 2016/2017 FY | 375,000,000 | 375,000,000 |
| GOK Grant received 2017/2018 FY | 75,000,000 | 75,000,000 |
| GOK Grant received 2020/2021 FY for ESP Project | 2,204,264,050 | 2,204,264,050 |
| GOK Grant received 2023/2024 FY - DRIVE Funds | 436,406,302 | 436,406,302 |
| GOK Grant received 2024/2025 FY - DRIVE Funds | 286,215,484 | - |
| GOK Grant received 2024/2025 FY - KJET Funds | 3,249,015 | - |
| Balance of grant fund as at 30th June | 4,237,857,051 | 3,948,392,552 |

The **DRIVE** project (De-Risking, Inclusion and Value Enhancement of pastoral Economies) is a World Bank project covering 4 countries in the Horn of Africa (HoA) which are Kenya, Ethiopia, Djibouti and Somalia. The objective of DRIVE is to intervene to protect pastoral communities against drought shocks by increasing their financial inclusion and connecting them better to markets.

The DRIVE project is a \$ 359 million and 5-year regional project (2022 - 2027). The funds are further broken down into two components, component 1 - \$184 Million and component 2 - \$175 Million.

Kenya is receiving a concessionary loan of \$140 Million comprising of Component 1 - \$75 Million with Zep-Re as the implementing agency and Component 2 - \$65 Million (being implemented by SDL-\$25M and KDC- \$40M). The implementing agencies will receive the funds as grants from GoK. KDC's allocation is expected to create a sustainable revolving fund to continually develop the Livestock sector post project completion.

The Ministry of Agriculture, Livestock, Fisheries & Co-operatives is the overall manager and coordinator of the project whose role include creation of enabling environment for the LVCs. KDC is the implementing agency for the \$40 million advanced as a grant and it is expected that the Corporation will partner with the private sector investment in financing of viable projects in the LVCs that will have a positive impact on pastoral economies.

KDC will disburse facilities in form of loan and equity to eligible projects as defined in the agreement with IDA, TNT, SDL in the PIM.KDC received Kshs.444,920,558.50 during the FY 2023/24 of which Kshs.185,840,961.00 was on lend to private sector and Kshs.9,345,273.65 was utilized as administration expenses leaving a bank balance of Kshs.249,734,323.80. During the current 2024/2025FY, an additional DRIVE grant of Kshs.300,000,000 was paid to KDC. Lending continued with KDC disbursing a total of Kshs.546,246,710 with DRIVE administrative expenses amounting to Kshs.13,784,516.54 recognized as grant income leaving Kshs.40,568,456 as closing bank balance as at 30th June 2025.

The Government of Kenya (GOK) and International Development Association (IDA) entered into an agreement on 28th of February 2024 for a credit facility for a sum of Kshs.140,700,000 Euros for the Kenya Jobs & Economic Transformation (KJET) Project. Out of this KDC is to receive a grant of 42,210,000 Euros in order to implement the part 3 of the Project that is Green Investment Fund and Strengthening SMEs Climate Resilience. During the FY 2024/2025, KDC received a grant of Kshs.23,840,001 out of which Kshs.20,591,044 was used to finance project set up costs as per the financing agreement and realized to grant income leaving Kshs.3,248,958 as at 30th June 2025.

34. Borrowings

| Description | 2024/2025 | 2023/2024 |
|-------------------------------------|-------------|-------------|
| | Kshs | Kshs |
| a) External borrowings | | |
| Balance at beginning of the year | 531,394,015 | 531,394,015 |
| External borrowings during the year | 144,073,196 | - |

| | | |
|---|----------------------|----------------------|
| Adjustment | - | - |
| Repayments of during the year | - | - |
| Interest for the year | - | - |
| Balance at end of the year | 675,467,211 | 531,394,015 |
| b) Domestic borrowings | | |
| Balance at beginning of the year | 1,626,701,567 | 871,386,423 |
| Domestic borrowings during the year | 1,500,000,000 | 850,000,000 |
| Interest for the year | 7,737,736 | 9,018,465 |
| Interest Transferred during year | - | (59,500,000) |
| Repayments during the year | (42,922,592) | (44,203,321) |
| Balance at end of the year | 3,091,516,711 | 1,626,701,567 |
| Balance at end of the period- domestic and external borrowings c = a+b | 3,766,983,921 | 2,158,095,582 |

The analyses of both external and domestic borrowings are as follows:

| Description | 2024/2025 | 2023/2024 |
|---|----------------------|----------------------|
| | Kshs | Kshs |
| External borrowings | | |
| Exim Bank India- Line of Credit | 675,467,211 | 531,394,015 |
| Domestic borrowings | | |
| GOK Revolving Fund | 48,000,000 | 48,000,000 |
| GOK - Restructured | 193,516,711 | 228,701,567 |
| GOK for onward lending to DBK | 500,000,000 | 500,000,000 |
| GOK for SAFER Projects | 2,350,000,000 | 850,000,000 |
| Total balance at end of the year | 3,766,983,921 | 2,158,095,582 |

Loan Terms

The Ksh.48m loan is a non- redeemable GOK revolving fund while the Kshs193.5m is a restructured loan repayable in 9 years at a rate of 3.64% p.a. The Kshs.500m is a facility obtained from The National Treasury at a rate of 3% p.a for a period of 10 years for on-lending to Development Bank of Kenya. The Exim Bank loan is a draw down facility advanced for a period of 20 years at a rate of 4% with a repayment grace period of 5 years from the date of first disbursement.

Notes to the Financial Statements (Continued)

SAFER Project

The SAFER Project loan is a 3% p.a. GOK facility for onward lending to SMEs.

The Supporting Access to Finance and Enterprise Recovery (SAFER) is a project financed with Euros 85,900,000 equivalent to US\$ 100 million from International Development Association (IDA). The objective of the project is to increase access to financial services and support the COVID-19 recovery of Micro, Small and Medium Enterprises (MSMEs) in Kenya. The project will be implemented between the years 2022 to 2026 in the components summarized below;

| Component | Detail |
|-----------------------|--|
| Component 1 | Innovation and liquidity support to informal sector MSMEs (Euros 47,245,000 equivalent to US\$55 million) |
| Component 1-Window 1 | Liquidity support to microenterprises through the apex Participating Implementing Entity (PIE) to Project Participating Financial Institutions (PFI) operating digital channels |
| Component 1- Window 2 | Liquidity support to MSMEs through apex PIE to PFIs for provision of sub loans to MSMEs |
| Component 2 | De-risking through capitalisation of the Credit Guarantee Scheme (CGS) and establishment and operationalization of the Credit Guarantee Company (CGC) (Euros 25,770,000 equivalent to US\$30 million). |
| Component 3 | Technical Assistance to set up the CGC, to Participating Financial Institutions (PFI), financial sector regulators and Project Management (Euros 12,885,000 equivalent to US\$15 million) |

Component 1 shall be implemented by the NT through Kenya Development Corporation (KDC). During the FY ended 30th June 2025 KDC received KShs.1.5billion for on lending to Participating Finance Institutions. Disbursements to the PFIs amounted to KShs1.975b 2024/25FY.

| Description | 2024/2025 | 2023/2024 |
|---|----------------------|----------------------|
| | Kshs | Kshs |
| Short term borrowings (Current Portion) | 237,745,840 | 123,824,719 |
| Long term borrowings | 3,529,238,081 | 2,034,270,863 |
| Total | 3,766,983,921 | 2,158,095,582 |

Current portion of borrowings are those borrowings that are payable within one year or the next financial year

Notes to the Financial Statements (Continued)

35. Deferred Tax Liability

Deferred tax is calculated on all temporary differences under the liability method using the enacted tax rate, currently 30%. The net deferred tax liability at year end is attributable to the following items:

| Description | 2024/2025 | 2023/2024 |
|--|------------------|------------------|
| | Kshs | Kshs |
| Accelerated capital allowances | - | - |
| Unrealised exchange gains/(Losses) | - | - |
| Revaluation surplus | 8,901,708 | 8,901,708 |
| Tax losses carried forward | - | - |
| Provisions for liabilities and charges | - | - |
| Net deferred tax liability | 8,901,708 | 8,901,708 |

The movement on the deferred tax account is as follows:

| Description | 2024/2025 | 2023/2024 |
|---|------------------|------------------|
| | Kshs | Kshs |
| Balance at beginning of the year | 8,901,708 | 8,901,708 |
| Credit to revaluation reserve | - | - |
| Under Provision in Prior Year | - | - |
| Income Statement Charge/(Credit) | - | - |
| Balance at end of the year | 8,901,708 | 8,901,708 |

36. Deferred Income

| Description | 2024/2025 | 2023/2024 |
|------------------------------|-------------------|-------------------|
| | Kshs | Kshs |
| Zamia heights | 32,057,091 | 19,067,091 |
| Oceania | 26,969,145 | 19,934,052 |
| Total Deferred Income | 59,026,236 | 39,001,143 |

Notes to the Financial Statements (Continued)

The deferred income movement is as follows:

| Description | Zamia and Oceania | Zamia and Oceania |
|--------------------------------|---------------------------|---------------------------|
| | Deposits for 2024/2025 | Deposits for 2023/2024 |
| | Kshs | Kshs |
| Balance Brought Forward | 39,001,143 | 37,263,543 |
| Additions | 72,675,093 | 83,297,600 |
| Realized income | (52,650,000) | (81,500,000) |
| Balance Carried Forward | 59,026,236 | 39,001,143 |

37. Trade and Other Payables

| Description | 2024/ 2025 | 2023/ 2024 |
|--|--------------------|--------------------|
| | Kshs | Kshs |
| Trade payables | 221,223,821 | 84,319,552 |
| Accrued expenses | 41,842,333 | 79,030,846 |
| Accrued Contingent Liability | 267,318,313 | 36,298,630 |
| Deposits | 78,454,778 | 78,772,313 |
| Provision for Gratuity- note 37(a) | 41,774,887 | 54,100,053 |
| Provision for Leave pay - note 37(a) | 11,838,777 | 12,583,123 |
| Other payables | 93,134,308 | 71,687,759 |
| Accrued Interest Payable-Exim LOC | 111,251,334 | 87,722,089 |
| Loans with credit balances | 21,408,712 | 20,030,821 |
| Accrued Interest Payable-GOK DBK On-Lent | 89,500,000 | 74,500,000 |
| Accrued Interest Payable-SAFER Project | 17,695,834 | 5,679,167 |
| Total | 995,443,098 | 604,729,353 |

Notes to the Financial Statements (Continued)

Aging Analysis for Trade and Other Payables

| | 2024/2025 KShs | % of the total | 2023/2024 KShs | % of the total |
|----------------|--------------------|-------------------|--------------------|-------------------|
| Under one year | 585,682,161 | 59% | 209,604,232 | 35% |
| 1-2 years | 103,948,100 | 10% | 134,455,933 | 22% |
| 2-3 years | 44,714,724 | 4% | 182,728,295 | 30% |
| Over 3 years | 261,098,113 | 26% | 77,935,893 | 13% |
| Total | 995,443,098 | 100% | 604,729,353 | 100% |

38. Provisions

| Description | Leave Provision | Gratuity provision | Total |
|---------------------------------------|--------------------|-----------------------|-------------------|
| | Kshs | Kshs | Kshs |
| Balance at the beginning of the year | 12,583,123 | 54,100,053 | 66,683,176 |
| Additional provisions | - | 21,905,292 | 21,905,292 |
| Provision utilised | (744,346) | (34,230,458) | (34,974,804) |
| Balance at the end of the year | 11,838,777 | 41,774,887 | 53,613,664 |

39. Retirement Benefit Obligations

Retirement benefit Asset/ Liability

Other than NSSF Kenya Development Corporation operates a defined contribution scheme for all permanent and pensionable employees from July 1, 2021. The scheme is administered by Minet Financial Services Limited while ICEA Lion and Genafric Asset Managers are the fund managers of the scheme and StanChart Bank as the Custodian. The employees contribute 9% percentage of salary while the employer contributes 18% of an employee's salary to the scheme. Employer contributions are recognized as expenses in the statement of financial performance within the period they are incurred.

The Corporation also contributes to the statutory National Social Security Fund (NSSF). This is a defined contribution scheme registered under the National Social Security Act. The entity's obligation under the scheme is limited to specific contributions legislated from time to time and is currently at KShs.4,320 per employee per month from February 2025, up from KShs.2,160 per month in February 2024.

Notes to the Financial Statements (Continued)

40. Dividends Payable

The balance of dividends payable relates to unclaimed dividends, payable to different shareholders. The balances are analysed in annual amount below.

| Description | 2024/2025 | 2023/2024 |
|-------------------------------------|--------------|--------------|
| | Kshs | Kshs |
| At the beginning of the year | - | - |
| Additional declared during the year | 61,464,682 | 11,504,585 |
| Paid during the year | (61,464,682) | (11,504,585) |
| Balance at end of the year | - | - |
| Ageing analysis: | | |
| Under one year | - | - |
| 1-2 years | - | - |
| 2-3 years | - | - |
| Over 3 years | - | - |
| Total | - | - |

(Dividends payable to ordinary shareholders for the current year amounted to KShs.61,464,682 (2024: Kshs.11,504,585) and the Corporation has no preference shareholders).

Notes to the Financial Statements (Continued)

41. Notes to the Statement of Cash Flows

| Description | 2024/2025 | 2023/2024 |
|---|------------------------|----------------------|
| | Kshs | Kshs |
| (a) Reconciliation of Operating Profit/(Loss) To Cash Generated From/ (Used In) Operations | | |
| Profit or Loss before tax | 990,373,540 | 2,785,042,289 |
| Depreciation | 29,888,428 | 31,164,464 |
| Amortisation | 8,413,450 | 8,802,439 |
| Operating Profit/(Loss) before Working Capital changes | - | - |
| Provisions made | - | - |
| Unrealized gain on revaluation of investment property | - | (2,158,830,000) |
| Gains on Disposal of Assets | (45,867) | (499,850) |
| Operating Profit/(Loss) before Working Capital changes | 1,028,629,552 | 665,679,342 |
| Net Movement in Loans and Advances | (2,815,991,767) | (1,343,451,696) |
| Increase/(Decrease) in Deferred revenue | 20,025,093 | 1,737,600 |
| Increase/(Decrease) in Trade and other payables | 390,718,745 | 228,210,230 |
| (Increase)/Decrease in Trade and other receivables | (175,906,167) | 41,973,268 |
| Increase)/(Decrease) in Tax Payable | (26,027,602) | 10,018,768 |
| (Increase)/Decrease in Inventory | 2,910,422 | 1,353,042 |
| Cash generated from/(used in) operations | (1,575,641,726) | (394,479,445) |
| (b) Analysis of Changes in Loans | | |
| Balance at beginning of the year | 2,158,095,582 | 1,402,780,438 |
| Receipts during the year | 1,644,073,195 | 850,000,000 |
| Repayments during the year | (42,922,592) | (44,203,321) |
| Transfer of previous years interest accrued to receivable | - | (59,000,000) |
| Accrued interest | 7,737,736 | 9,018,465 |
| Balance at end of the year | 3,766,983,921 | 2,158,095,582 |

Notes to the Financial Statements (Continued)

| Description | 2024/2025 | 2023/2024 |
|--|----------------------|----------------------|
| | Kshs | Kshs |
| (c) Analysis of Cash and Cash equivalents | | |
| Short Term Deposits | 3,815,499,432 | 3,155,487,791 |
| Cash At Bank | 192,402,702 | 901,511,548 |
| Cash In Hand | 107,909 | 36,140 |
| Balance At End Of The Year | 4,008,010,043 | 4,057,035,479 |
| (d) Analysis of interest paid | | |
| Interest on Loans | 92,641,982 | 50,953,392 |
| Balance at beginning of the year | 167,901,255 | 125,966,328 |
| Balance at end of the year | (218,447,168) | (167,901,256) |
| Interest paid | (42,096,069) | (9,018,465) |
| (e) Analysis of Dividend paid | | |
| Balance at beginning of the year | - | - |
| 2022 interim dividends paid | - | - |
| 2023 dividends paid | - | - |
| 2024 dividends paid | - | 11,504,585 |
| 2025 dividends paid | 61,464,682 | - |
| Dividend paid | 61,464,682 | 11,504,585 |

Notes to the Financial Statements (Continued)

42. Related Party Disclosures

Government of Kenya

The Government of Kenya is the principal shareholder of the Corporation, holding 100% of the Corporation's equity interest. The Government of Kenya has provided full guarantees to all long-term lenders of the Corporation, both domestic and external.

Other related parties include:

- i) Ministry of Investment, Trade and Industry
- ii) Other Ministries, Departments and Agencies (MDAs)
- iii) Investee Companies
- iv) Key management
- v) Board of directors

Notes to the Financial Statements (Continued)

Transactions with related parties

| Description | 2024/2025 | 2023/2024 |
|--|--------------------|--------------------|
| | Kshs | Kshs |
| a) Sales to related parties | | |
| Sales of electricity to govt agencies | - | - |
| Rent income from govt. agencies | 233,467,969 | 227,281,026 |
| Water sales to govt. agencies | - | - |
| Interest income from govt commercial banks (DBK) | 68,444,305 | 43,114,313 |
| Interest income from bills and bonds | - | - |
| Others (<i>specify</i>) | - | - |
| Total | 301,912,274 | 270,395,339 |
| b) Purchases from related parties | | |
| Purchases of electricity from KPLC | 26,404,463 | 35,516,344 |
| Purchase of water from govt service providers | 8,316,903 | 8,629,657 |
| Rent expenses paid to govt agencies | - | - |
| Training and conference fees paid to govt. Agencies(KSG) | 3,658,930 | - |
| Bank charges paid to govt commercial banks | - | - |
| Interest expense to investments by other govt. Entities | - | - |
| Others (<i>specify</i>) | - | - |
| Total | 34,721,366 | 44,146,001 |
| c) Grants from the government | | |
| Grants from national govt | 323,840,001 | 444,920,558 |
| Total | 323,840,001 | 444,920,558 |
| d) Key management compensation | | |
| Directors' emoluments | 26,793,836 | 24,147,301 |
| Compensation to key management | 111,807,910 | 103,407,708 |
| Total | 138,601,746 | 127,555,009 |

Notes to the Financial Statements (Continued)

43. Capital Commitments

Capital commitments at the year- end for which no provision has been made in these financial statements are:

| Description | 2024/2025 | 2023/2024 |
|--|--------------------|--------------------|
| | Kshs | Kshs |
| Amounts authorised and contracted for | 205,375,938 | 87,049,531 |
| Amounts authorized but not contracted for | 13,000,000 | 9,486,718 |
| Less: Amounts included in Work In Progress | - | - |
| Total | 218,375,938 | 106,928,374 |

44. Contingent Assets and Liabilities**Contingent Liabilities**

| Description | 2024/2025 | 2023/2024 |
|--|----------------------|--------------------|
| | Kshs | Kshs |
| Contingent Liability | | |
| Court cases against the entity | 1,670,590,000 | 439,351,457 |
| Others- Bank guarantees in favour of customers | - | 36,000,000 |
| Letters of Credit in favour of customers | 16,000,092 | - |
| Total | 1,686,590,092 | 475,351,457 |

In the opinion of the directors, no provision is required in these financial statements as the liabilities are not expected to crystallize

Notes To The Financial Statements (Continued)

45. Financial Risk Management

The Corporation's activities expose it to a variety of financial risks including credit and liquidity risks and effects of changes in foreign currency. The company's overall risk management programme focuses on unpredictability of changes in the business environment and seeks to minimise the potential adverse effect of such risks on its performance by setting acceptable levels of risk. The company does not hedge any risks and has in place policies to ensure that credit is only extended to customers with an established credit history.

The company's financial risk management objectives and policies are detailed below:

(i) Credit risk

The entity has exposure to credit risk, which is the risk that a counterparty will be unable to pay amounts in full when due. Credit risk arises from cash and cash equivalents, and deposits with banks, as well as trade and other receivables and available-for-sale financial investments.

Management assesses the credit quality of each customer, taking into account its financial position, past experience and other factors. Individual risk limits are set based on internal or external assessment in accordance with limits set by the directors. The amounts presented in the statement of financial position are net of allowances for doubtful receivables, estimated by the company's management based on prior experience and their assessment of the current economic environment.

The carrying amount of financial assets recorded in the financial statements representing the entity's maximum exposure to credit risk without taking account of the value of any collateral obtained is made up as follows:

Notes to the Financial Statements (Continued)

| Description | Total amount Kshs | Fully performing Kshs | Past due Kshs | Impaired Kshs |
|--|-----------------------|-----------------------|-----------------------|-----------------------|
| At 30 June 2025 | | | | |
| Receivables from exchange transactions | - | - | - | - |
| Receivables from non-exchange transactions | 9,800,624,056 | 9,800,624,056 | 33,621,854,692 | 33,621,854,691 |
| Bank Deposits & Cash balances | 4,008,010,043 | 4,008,010,043 | | 11,283,143 |
| Total | 13,808,634,098 | 13,808,634,098 | 33,621,854,692 | 33,633,137,834 |
| At 30 June 2024 | | | | |
| Receivables from exchange transactions | - | - | - | - |
| Receivables from non-exchange transactions | 40,490,241,885 | 6,930,236,458 | - | 33,560,005,427 |
| Bank Deposits & Cash balances | 4,057,035,479 | 4,057,035,479 | | 11,283,143 |
| Total | 44,547,277,364 | 10,987,271,937 | - | 33,571,288,570 |

| | 2025 | 2024 |
|------------------------------------|-----------------------|----------------------|
| Item | Amount (Ksh) | Amount (Ksh) |
| Commercial Loans | 10,986,985,243 | 8,083,384,002 |
| Staff Loans | 427,569,055 | 392,534,719 |
| Unit Debtors Tourism | 178,848,088 | 178,848,088 |
| Interest on deposit Receivable IDB | - | - |
| Total | 11,593,402,386 | 8,654,766,809 |
| Provision | (1,792,778,330) | (1,724,530,351) |
| Net Loans | 9,800,624,056 | 6,930,236,458 |

Notes To The Financial Statements (Continued)

Credit Risk continued

| | 2025 | 2024 |
|----------------------------|------------------|------------------|
| Item | Amount (Ksh) | Amount (Ksh) |
| Non-Performing Loans (NPL) | 31,829,076,361 | 31,835,475,075 |
| Provision | (31,829,076,361) | (31,835,475,075) |
| Net Loans | - | - |

The customers under the fully performing category are paying their debts as they continue trading. The credit risk associated with these receivables is minimal and the allowance for uncollectible amounts that the company has recognised in the financial statements is considered adequate to cover any potentially irrecoverable amounts. The Corporation has significant concentration of credit risk on amounts due from Development Bank of Kenya.

The board of directors sets the company's credit policies and objectives and lays down parameters within which the various aspects of credit risk management are operated.

Notes to the Financial Statements (Continued)

ii) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the entity's directors, who have built an appropriate liquidity risk management framework for the management of the entity's short, medium and long-term funding and liquidity management requirements. The entity manages liquidity risk through continuous monitoring of forecasts and actual cash flows.

The table below represents cash flows payable by the company under non-derivative financial liabilities by their remaining contractual maturities at the reporting date. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances, as the impact of discounting is not significant.

| Description | Less than 1 month | Between 1-3 months | Over 5 months | Total |
|-------------------------------|--------------------|--------------------|--------------------|----------------------|
| | Kshs | Kshs | Kshs | Kshs |
| At 30 June 2025 | | | | |
| Trade payables | 35,150,025 | 311,318,879 | 655,210,218 | 1,001,679,122 |
| Current portion of borrowings | 2,932,071 | 8,796,214 | 226,017,555 | 237,745,840 |
| Provisions | - | - | 53,613,664 | 53,613,664 |
| Deferred income | - | 59,026,236 | - | 59,026,236 |
| Total | 38,082,096 | 379,141,329 | 934,841,437 | 1,352,064,862 |
| At 30 June 2024 | | | | |
| Trade payables | 209,604,232 | 317,184,229 | 77,935,893 | 604,729,353 |
| Current portion of borrowings | 2,932,071 | 22,421,701 | 98,470,946 | 123,824,719 |
| Provisions | | | | - |
| Deferred income | | | 39,001,143 | 39,001,143 |
| Total | 212,536,303 | 339,605,931 | 215,407,982 | 767,555,215 |

Notes To The Financial Statements (Continued)

(iii) Market risk

The board has put in place an internal audit function to assist it in assessing the risk faced by the entity on an ongoing basis, evaluate and test the design and effectiveness of its internal accounting and operational controls.

Market risk is the risk arising from changes in market prices, such as interest rate, equity prices and foreign exchange rates which will affect the entity's income or the value of its holding of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. Overall responsibility for managing market risk rests with the Audit and Risk Management Committee.

The company's Finance Department is responsible for the development of detailed risk management policies (subject to review and approval by Audit and Risk Management Committee) and for the day-to-day implementation of those policies. There has been no change to the entity's exposure to market risks or the manner in which it manages and measures the risk.

The entity manages foreign exchange risk from future commercial transactions and recognised assets and liabilities by projecting for expected sales proceeds and matching the same with expected payments.

a) Interest rate risk

Interest rate risk is the risk that the entity's financial condition may be adversely affected as a result of changes in interest rate levels. The company's interest rate risk arises from bank deposits. This exposes the company to cash flow interest rate risk. The interest rate risk exposure arises mainly from interest rate movements on the company's deposits.

i) Management of interest rate risk

To manage the interest rate risk, management has endeavoured to bank with institutions that offer favourable interest rates.

ii) Sensitivity analysis

The entity analyses its interest rate exposure on a dynamic basis by conducting a sensitivity analysis. This involves determining the impact on profit or loss of defined rate shifts. The sensitivity analysis for interest rate risk assumes that all other variables, in particular foreign exchange rates, remain constant. The analysis has been performed on the same basis as the prior year.

Using the end of the year figures, the sensitivity analysis indicates the impact on the statement of comprehensive income if current floating interest rates increase/decrease by one percentage point as a decrease/increase of Kshs.6,934,964 (2024: Kshs.4,304,348). A rate increase/decrease of 5% would result in a decrease/increase in profit before tax of Kshs.34,674,824 (2024- Kshs.21,521,742)

Notes To The Financial Statements (Continued)

iii) Fair value of financial assets and liabilities

a) Financial instruments measured at fair value

Determination of fair value and fair values hierarchy

IFRS 7 specifies a hierarchy of valuation techniques based on whether the inputs to those valuation techniques are observable or unobservable. Observable inputs reflect market data obtained from independent sources; unobservable inputs reflect the Corporation's market assumptions. These two types of inputs have created the following fair value hierarchy:

- i)** Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities. This level includes listed equity securities and debt instruments on exchanges.
- ii)** Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices).
- iii)** Level 3 - inputs for the asset or liability that are not based on observable market data (unobservable inputs). This level includes equity investments and debt instruments with significant unobservable components. This hierarchy requires the use of observable market data when available. The Corporation considers relevant and observable market prices in its valuations where possible.

Notes to the Financial Statements (Continued)

The following table shows an analysis of financial and non- financial instruments recorded at fair value by level of the fair value hierarchy:

| At 30 June 2025 | Level 1 Kshs | Level 2 Kshs | Level 3 Kshs | Total Kshs |
|------------------------------|----------------------|-----------------|-----------------------|-----------------------|
| Financial assets | | | | |
| Quoted equity investments | 1,820,879,777 | | | 1,820,879,777 |
| Unquoted equity investments | | | 16,295,931,903 | 16,295,931,903 |
| Non- financial Assets | | | | |
| Investment property | | | 10,102,751,648 | 10,102,751,648 |
| Land and buildings | | | | |
| Total | 1,820,879,777 | | 26,398,683,551 | 28,219,563,328 |
| At 30 June 2024 | | | | |
| Financial assets | | | | |
| Quoted equity investments | 1,377,465,623 | | | 1,377,465,623 |
| Unquoted equity investments | | | 16,172,960,568 | 16,172,960,568 |
| Non- financial Assets | | | | |
| Investment property | | | 10,057,976,771 | 10,057,976,771 |
| Land and buildings | | | | |
| Total | 1,377,465,623 | | 26,230,937,339 | 27,608,402,962 |

There were no transfers between levels 1, 2 and 3 during the year.

Financial instruments not measured at fair value

Disclosures of fair values of financial instruments not measured at fair value have not been made because the carrying amounts are a reasonable approximation of their fair values.

Notes to The Financial Statements (Continued)

iv) Capital Risk Management

The objective of the entity's capital risk management is to safeguard the Board's ability to continue as a going concern. The entity capital structure comprises of the following funds:

| Description | 2024/2025 | 2023/2024 |
|--|-----------------------|-----------------------|
| | Kshs | Kshs |
| Revaluation reserve | 1,184,141,035 | 1,184,141,035 |
| Fair Value Reserves | 15,541,485,628 | 14,977,396,940 |
| Retained earnings | 16,842,267,317 | 16,117,485,831 |
| Share Capital | 936,807,234 | 936,807,234 |
| Grant | 4,237,857,051 | 3,948,392,552 |
| Total funds | 38,742,558,265 | 37,164,223,592 |
| Total borrowings | 3,766,983,921 | 2,158,095,582 |
| Less: cash and bank balances | (4,008,010,043) | (4,057,035,479) |
| Net debt/ (excess cash and cash equivalents) | (241,026,122) | (1,898,939,897) |
| Gearing | 0.62% | 5.11% |

46. Incorporation

Kenya Development Corporation is incorporated in Kenya under the Companies Act 2015 and is domiciled in Kenya.

47. Events after the Reporting Period

There were no material adjusting and non- adjusting events after the reporting period.

Kenya Development Corporation
Annual Report and Financial Statements for the Year ended 30th June 2025

22. Appendices

Appendix 1: Implementation Status of Auditor-General prior year 2023/2024 recommendations

The following is the summary of issues raised by the external auditor, and management comments that were provided to the auditor.

| Reference No. on the external audit Report | Issue/Observations from Auditor | Management comments | Status: (Resolved / Not Resolved) | Timeframe: (Put a date when you expect the issue to be resolved) |
|---|---|---|-----------------------------------|--|
| 1. Basis of Qualified Opinion i.e. Unsupported Unquoted Investments - for KDC for 2023/2024FY | <p>Note 22 to the financial statements reflects unquoted investment balance of Kshs.16,293,635 which as per the accounting policy is measured at fair value through other comprehensive income (FVTOCI). However, the value attached to each investment was not supported by a valuation report from an independent valuer as detailed working to demonstrate how the amount was arrived at. In the circumstances, the accuracy and completeness of the unquoted investments balance of KShs.16,293,635,103 could not be confirmed.</p> | <p>The Corporation undertook an in-house valuation of its equity investments using a model previously developed with the assistance of external consultants. The model uses three main approaches depending on the nature of investment.</p> <p>a) Net Assets method This method is used to value investment companies since they undertake revaluation of their assets. It is also used to value companies which are not operational and therefore not generating any cash flows.</p> <p>b) EBITDA Multiples The method uses EBITDA multiples for comparable companies in the industry to determine the enterprise value. The EBITDA for the particular company is multiplied by the industry multiple to obtain the enterprise value. The proportionate value</p> | Not Resolved | 30 th June 2026 |

Kenya Development Corporation
Annual Report and Financial Statements for the Year ended 30th June 2025

| | | | | |
|--|---|--|---------------------|----------------------------------|
| | | <p>due to the Corporation is then determined by multiplying by the percentage shareholding.</p> <p>c) Price to Book to Value Multiples</p> <p>This method is used to value companies which have similar listed companies. The net assets of the company being valued is multiplied by the average price to book multiple of the similar listed companies.</p> <p>However, KDC noted the observations of the Auditor General and in this regard has invited bids to secure external and independent valuer(s) to conduct independent valuation of the unquoted investments. This is under the Request for Proposal (RFP) Ref: KDC/075/24-25 for consultancy services for valuation of KDC's Unquoted Equity Investments whose submission of bids closes on 25th April 2025.</p> | | |
| <p>2. Basis of Qualified Opinion i.e. Non-Compliance with IFRS 10 on Consolidated Financial Statements - for KDC for 2023/2024FY</p> | <p>Note 22 to the financial statements reflects unquoted investments balance of KShs.16,293,635,103. However, there are five (5) instances where the corporation owns more than 50% of the controlling interest in the investment and has not been reported as subsidiary and consolidated in the financial statements. In the circumstances, the Management was non-compliant with IFRS 10 on Consolidated Financial Statements and the accuracy and completeness of the</p> | <p>Management notes the auditor general's observation on the consolidation of financial statements in line with IFRS 10. As observed, KDC has an equity-controlling interest of more than 50% in companies like Development Bank, Golf Hotel, Bomas of Kenya, KSLH, Fresh Pick, Kabarnet Hotel, Sunset Hotel, Mt. Elgon Lodge, KENATCO Taxis, KNTC, etc. However, KDC has not consolidated these entities in its annual report and financial statements for the following reasons;</p> <p>i) The entities to be consolidated do not have their financial statements audited by the time KDC submits its draft financial statements to the auditor general for audit,</p> | <p>Not Resolved</p> | <p>30th June 2026</p> |

Kenya Development Corporation
Annual Report and Financial Statements for the Year ended 30th June 2025

| | | | | |
|---|---|---|---------------------|----------------------------------|
| <p>3. Basis of Qualified Opinion i.e. Unresolved Borrowings - for KDC for 2023/2024FY</p> | <p>unquoted investment balance of KShs. 16,293,635,103 could not be confirmed.</p> | <p>ii) KDC does not have significant control on these entities' operations as they operate independently with their budgets approved separately by The National Treasury and independent annual audits carried on them by Office of The Auditor General. This lack of control has denied KDC the power to appoint their directors who are responsible for their strategic direction e.g. Bomas, KNTC, etc. iii) The Government of Kenya (GOK) as the parent entity owning all government investments will be consolidating the financial statements for all government owned entities.</p> | | |
| <p>Note 34(a) to the financial statements reflects external borrowings balance of KShs.531,394,015 which was the same balance at 1st July, 2023. The loan is drawn in foreign currency from Exim Bank of India and therefore should have been received at 30th June, 2024. In addition, although the facility has a repayment grace period of five (5) years where no repayment in the year under review, the interest should have been charged at 4% of the drawn amount and therefore should have increased the loan repayment by approximately KShs.21,255,761 and increased the</p> | <p>Management has noted the comments and observations on this dollar-denominated borrowing. The Subsidiary financing agreement between GOK and IDB Capital Ltd for USD 15 million was signed on 9 May 2017 to IDB Capital based on based on a dollar credit line agreement between EXIM India and GOK executed on 11th of July 2016. This is EXIM Bank of India Line of Credit (LOC) for KDC for development of SMEs through importation of plant, equipment and machinery and consultancy services from India. The LOC was for a period of 25 years inclusive of 5 years grace period at a rate of 4% p.a. with the interest accrued to be capitalized at the first principal repayment period. The disbursements were on a draw down basis convertible to the Kshs equivalent at the date of the disbursement. The first drawdown</p> | <p>Management has noted the comments and observations on this dollar-denominated borrowing. The Subsidiary financing agreement between GOK and IDB Capital Ltd for USD 15 million was signed on 9 May 2017 to IDB Capital based on based on a dollar credit line agreement between EXIM India and GOK executed on 11th of July 2016. This is EXIM Bank of India Line of Credit (LOC) for KDC for development of SMEs through importation of plant, equipment and machinery and consultancy services from India. The LOC was for a period of 25 years inclusive of 5 years grace period at a rate of 4% p.a. with the interest accrued to be capitalized at the first principal repayment period. The disbursements were on a draw down basis convertible to the Kshs equivalent at the date of the disbursement. The first drawdown</p> | <p>Not Resolved</p> | <p>30th June 2026</p> |

Kenya Development Corporation
Annual Report and Financial Statements for the Year ended 30th June 2025

| | | | |
|--|---|---|--|
| | <p>interest expense by the same amount.</p> <p>In the circumstances, the accuracy of the external dollar denominated loan balance of KShs.531,394,015 could not be confirmed.</p> | <p>was made on 15 Nov 2018. As of 30th of June 2024, a total of 46 drawdowns of USD 5,005,367.20 amounting to the equivalent of Kshs 531,394,015.46 had been booked as at 30th of June 2024. These were booked individually at the rates ruling at the time of loan disbursement by EXIM bank. Interest amounting to Kshs 87,722,088.98 as at 30th of June 2024 had been accrued (inclusive of Kshs 21,255,760.62 interest expense for FY 2023 / 24).</p> <p>The loan has already been recognized in the KDC books but The National Treasury (TNT) has not recognized it as a liability from EXIM Bank of India. KDC has been following TNT to recognize this as a liability in their books and to process it through the budgetary process to create a budget line for capturing transactions in IFMIS. The fulfilment of this will enable KDC begin the loan repayment to TNT who will in turn remit to EXIM Bank.</p> <p>However, the SDIP has requested The National Treasury (TNT) for definition of the Project name i.e. Exim Bank of India Line of Credit in IFMIS and capturing of the development loan AIA amount of KShs.550 million for the FY 2024/25 under SDIP. This has already gone through Parliamentary Committee hearing in March 2025 and once the capturing is through, KDC will commence repayment of this debt.</p> | |
|--|---|---|--|

Kenya Development Corporation
Annual Report and Financial Statements for the Year ended 30th June 2025

| | | | | |
|---|---|---|---------------------|----------------------------------|
| | | <p>It is true per the observations that the increase in this borrowing is the interest charges for the 2023/2024FY of KShs 21,255,761. All the KDC borrowings are indicated under Note 34 at their principal balances, hence KShs 531,394,015 EXIM Bank loan is principal balance only. In Note 37 which is on Trade and Other Payables, interest accrued on all KDC borrowings are separately indicated therein as current liabilities. This is since they are expected to be paid within 12 months after balance sheet date. Kshs 87,222,089 being accrued interest to 30th June 2024 (and including KShs 21,255,761 interest for 2023/2024FY) has therefore been included therein as current liability.</p> <p>The grace period of 5 years expired on 15 Nov 2023 and repayment for both the principal and accrued interest were to commence from 30 Mar 2024 for a period of 20 years. The repayment was to be done through an escrow account which has not been opened. Discussions with the Treasury has proposed that the Loan agreement be revised to remove this requirement and for repayments to be done directly. This will commence once the agreement is revised.</p> | | |
| <p>4. Non-Compliance with International Accounting Standards No. 20 on Accounting for Government Grants</p> | <p>The statement of financial position reflects grant balance of KShs.3,948,392,552 as disclosed in Note 33 to the financial statements. However, the accounting treatment was not as per the International Accounting Standards (IAS) 20</p> | <p>This fund refers to grants that have been received over the years from the Government of Kenya (GOK) by the Corporation. The GOK grant received by the Corporation is development in nature and funds were utilized in loan disbursement to borrowers in fulfilment of the Corporation's core mandate of financing tourism related projects with closing</p> | <p>Not Resolved</p> | <p>30th June 2026</p> |

Kenya Development Corporation
Annual Report and Financial Statements for the Year ended 30th June 2025

| | | | |
|----------------------------------|--|---|--|
| <p>- for KDC for 2023/2024FY</p> | <p>which describes the accounting for and disclosure of Government grants which require grants to be accounted for either using the capital of income approach. The management has not used any of these approaches. Further, the corporation does not have an accounting policy to guide recognition and accounting for grants. In the circumstances, the accuracy and completeness of the grant balance of KShs.3,948,392,552 could not be confirmed.</p> | <p>capital grant balance as at 30th June 2023 of KShs.3,511,986,250.</p> <p>In the Financial year 2023/24 KDC received funds from State Department of Livestock for DRIVE project (De-Risking, Inclusion and Value Enhancement of pastoral Economies) which is a World Bank project covering 4 countries in the Horn of Africa (HoA) -Kenya, Ethiopia, Djibouti and Somalia. The objective of DRIVE is to intervene to protect pastoral communities against drought shocks by increasing their financial inclusion and connecting them better to markets. The DRIVE project is a \$ 359 million and 5-year regional project (2022 - 2027). The funds are further broken down into two components, component 1 - \$184 Million and component 2 - \$175 Million. Kenya is receiving a concessional loan of \$140 Million comprising of Component 1 - \$75 Million with Zep-Re as the implementing agency and Component 2 - \$65 Million (being implemented by SDL-\$25M and KDC- \$40M). The implementing agencies will receive the funds as grants from GoK. KDC's allocation is expected to create a sustainable revolving fund to continually develop the Livestock sector post project completion. The Ministry of Agriculture, Livestock, Fisheries & Cooperatives is the overall manager and coordinator of the project whose role include creation of enabling environment for the LVCs. KDC is the implementing agency for the \$40 million advanced as a grant and it is expected that the Corporation will partner with the private</p> | |
|----------------------------------|--|---|--|

Kenya Development Corporation
Annual Report and Financial Statements for the Year ended 30th June 2025

| | | | | |
|--|---|---|---------------------|-------------------|
| <p>Emphasis of Matter 1. Non-Performing Loans - for KDC for 2023/2024FY</p> | <p>Note 23 to the financial statements reflects loans receivables of KShs.6,930,236,458. Review of the loan listings reflected loans classified as loss amounting to KShs.3,179,613,165. These are loans which are considered uncollectible</p> | <p>sector investment in financing viable projects in the LVCs that will have a positive impact on pastoral economies. KDC will disburse the funds in form of loan and equity to eligible projects and is allowed to utilize a maximum of 10% of the fund as administrative cost as defined in the agreement with IDA, TNT, SDL in the PIM hence the capital and income approach to recognise the grants in the statement of financial position and the profit and loss respectively. KDC received Kshs.444,920,558.50 during the FY 2023/24 of which was recognised as grants in the Statement of Financial Position Kshs.185,840,961.00 was on lend to private sector and Kshs.9,345,273.65 was utilized as administration expenses leaving a bank balance of Kshs 249,734,323.80. The amount of Kshs.436,406,302 was recognised as a capital grant recognised in the Statement of Financial Position being the balance after Kshs.9,345,273.65 recognised as a grant income to match the administrative expenses in profit or loss on a systematic basis over the periods in which the entity recognises as expenses the related costs for which the grants are intended to compensate as guided in IAS 20.</p> | <p>Not Resolved</p> | <p>Continuous</p> |
|--|---|---|---------------------|-------------------|

Kenya Development Corporation
Annual Report and Financial Statements for the Year ended 30th June 2025

| | | | |
|--|--|---|--|
| | <p>or of such collateral value that their containing recognition as bankable assets is not warranted. Principal and interest payments are past due for more than three hundred and sixty-five (365) days. Contrary to the loan agreement, the Corporation may either not be able to recover the balances or it will take long to recover its loan from its clients. Further, as previously reported, the corporation has stopped accrual of interest on the loans in line with the In Duplum principle which requires that interest accrued should not exceed the principal amount outstanding when the loan becomes non-performing. In addition, the securities related to some of the old non-performing loans being borrowers' ancestral lands, were reported to be missing, impaired or irredeemable. Further, one (1) investment that has currently ceased operations namely Kenya Hotel Properties (Intercon Nairobi) Limited has been valued at KShs.117,603,012 which is an amount that may not be realized. In addition, several investments in Companies that are currently in</p> | <p>of the merger to the current 48% subsequent to 30th June 2024.</p> <ul style="list-style-type: none"> • Ongoing efforts aim to lower this NPL ratio to the industry standard of not more than 15% of the total portfolio. <p>2. Securities related to some of the old non-performing loans being borrowers' ancestral lands, were reported to be missing, impaired or irredeemable. Response is that;</p> <ul style="list-style-type: none"> • The missing securities are being traced. All securities within the active portfolio are redeemable, and the recovery process is underway in accordance with the law and the Land Act. • This requires KDC as a financier to issue statutory notices of 90 days and 40 days, while auctioneers must provide a 45-day notice. • The Corporation cannot proceed with recovery until all legal processes are followed. <p>3. Kenya Hotel Properties (Intercon Nairobi) Limited has been valued at Kshs.117,603,012 which is an amount that may not be realizable. Response is that;</p> <ul style="list-style-type: none"> • The valuation of KHP reflects the book value reported by the Corporation, while the privatization assessment indicates a higher value of KES 4,280,000,000. Given that the Corporation holds a 33.83% stake in the company, its share is valued at KES 1,447,924,000. • There are interested buyers ready to acquire the property; however, the company is designated for | |
|--|--|---|--|

Kenya Development Corporation
Annual Report and Financial Statements for the Year ended 30th June 2025

| | | | |
|--|--|---|--|
| | <p>operation including Sunset Hotel Limited, KENATCO Taxis Limited, Kenya National Trading Corporation, South Nyanza Sugar Company, Agro Chemical and Food Industries and Nzoia Sugar Company Limited have been fully written off from the books of the Corporation.</p> <p>In the circumstances, the Corporation may not recover these amounts leading to loss of public funds or may not realize value for money for loans which are taking too taking too much time to be recovered.</p> <p>My opinion is not modified in respect of this matter.</p> | <p>privatization and will adhere to the necessary privatization process. Upon completion of the transaction, the Corporation expects to fully realize its stated value.</p> <p>4. Several investments in the company that are currently in operation have been fully written off from the books of the company. Response is that;</p> <ul style="list-style-type: none"> • The investments are not written off, are just a netting of their carrying equity balances against their equivalent specific provisions thus ensuring KDC doesn't over value its investments. With all these investments at various stages of privatization, Valuation will be undertaken as part of the process. • For example, Sunset Hotel was valued at Kes. 513 million in July 2024 by through valuation commissioned by the Privatization Authority • In January 2024, GoK suspended privatization of the state-owned sugar millers; Sony Sugar and Nzoia Sugar among others, opting to offer them to investors for lease. • KDC owning about 1% shareholding each of these two companies, has minimal influence over the process and can only wait on the outcome. • The other investments under the privatization program are pending resumption following the ruling of High Court Constitutional Petition. • Agro Chemical & Food Industries approved for privatization program is further delayed owing to contention regarding write-off of its GoK debt under consideration by The National Treasury (TNT). | |
|--|--|---|--|

Kenya Development Corporation
Annual Report and Financial Statements for the Year ended 30th June 2025

| | | | | |
|---|--|---|-----------------|------------|
| | <p>The statement of comparison of budget and actual amounts reflects final income budget and actual on comparable basis of KShs.6,231,736,744 and KShs.4,022,967,520 respectively resulting in an under-funding of KShs.2,208,769,224 or 35% of the budget. However, the Corporation spent KShs.1,292,119,574 against actual receipts of KShs.4,022,967,520 resulting into underutilization of KShs.2,730,847,946 or 68% of the receipts.</p> <p>In the circumstances, the underfunding and the under-utilization affected the planned activities and may have impacted negatively on the service delivery to the public.</p> <p>My opinion is not modified in respect of this matter.</p> | <p>Income: The Corporation did not realize the expected revenue of Ksh6.2 billion due to unrealized income of Ksh4.2billion from sale of equity investments. The sale of equity investments is undertaken by the Privatization Commission who had not finalized the process by end of the 2023/2024FY period. The Corporation spent KShs 1.2billion in expenses which is less than the budgeted amounts and which is far much below the actual of KShs 4.02billion or underutilization or difference by 68%. This is since it had planned to utilize some of the divestiture proceeds to fund new investments and other activities but these activities were scaled down due to the unrealized revenue.</p> <p>Compensation of employees: The budget factored new recruitments for some key positions. However due to restrictions on new recruitments imposed by various circulars from the Government, this was not attained hence the under expenditure on compensation to employees.</p> <p>Admin Expenses: Administrative expenses were scaled down mainly due to the lower level of revenue realized to make sure that the Corporation remained profitable and self-sustaining. The Corporation will ramp up its funding activities once the divestiture proceeds are realized.</p> | <p>Resolved</p> | <p>N/A</p> |
| <p>Emphasis of Matter 2. Budgetary Control and Performance - for KDC for 2023/2024FY</p> | | | | |

Kenya Development Corporation
Annual Report and Financial Statements for the Year ended 30th June 2025

| | | | |
|---|---|---|---|
| <p>Other Matter- Unrealized Revenue on Investment in Property - for KDC for 2023/2024FY</p> | <p>Review of the Corporation's inventory on investments in property indicated that during the year 2020/2021, the Board of Directors revised downwards the sale price of the of the housing projects with a view to increasing the demand for the tenants. However as at 30 June, 2024, the number of unsold houses were four (4) out of twenty-eight (28) and nineteen (19) out of thirty-six (36) for the Zamia heights apartments and Oceania apartments respectively. This is despite the fact that Zamia Heights Apartments were completed in July 2015 and Oceania Apartments were completed in 2018.</p> <p>As per the Board meeting minutes of November 2022, the selling price of the remaining units for both Zamia and Oceania apartments, were set at the lower minimum of mortgage price and maximum of market price as per valuation carried out by Trans Country Valuers Limited in April 2022. As at 30 June, 2024 the remaining four (4) units for Zamia Heights were costed at Kshs.33,750,000 which was below Kshs.44,963,636 valuation at the beginning of the year and nineteen (19) units for Oceania apartments were costed at Kshs.286,200,000 which was below the valuation of</p> | <p>KDC restates that Zamia apartments were completed in 2015 but the Oceania apartments were completed in 2017.</p> <p>On the issue of slow uptake of the apartments, this is largely contributed by;</p> <ol style="list-style-type: none"> 1. Salty water due to spoilt Reverse Osmosis (RO) plant at Zamia Heights which, when properly functioning, clears the salty components in water to make it clean, 2. Competition from other developers within the same locality, 3. Age of the units since they were constructed from 2012 to 2015 for Zamia and from 2015 to 2017 for Oceania rendering them unattractive comparing to upcoming and modern ones, 4. Wear and tear due to the humid climate in Mombasa. <p>As regards measures taken to counteract/ mitigate the slow uptake, the corporation has taken the following three (3) measures;</p> <ol style="list-style-type: none"> 1. KDC Directors revised the sale prices downwards to the current price per unit. As at 30th June 2024, eighteen (18) Realtors had already been onboarded, 2. On-boarded additional realtors to market these units on a 3% (of sale price) commission basis, 3. Digital presence on e-platform like face book, e-brochures as well as videos are being sent to prospective buyers. | <p style="text-align: center;">Not Resolved</p> <p style="text-align: right;">30th June 2026</p> |
|---|---|---|---|

Kenya Development Corporation
Annual Report and Financial Statements for the Year ended 30th June 2025

| | | | | |
|--|--|---|---------------------|----------------------------------|
| | <p>Kshs.290,422,917 based on 30 June, 2023. This represented unrealized revenue of Kshs.319,950,000. The Management did not explain the basis of reduction in unit cost at the beginning of the year and end of the year. The unsold units also continued incurring cost in terms of administration cost and service charges of Kshs.10,000 per unit per month.</p> <p>In the circumstances, the inventory held by Corporation is possibly impaired based on the slow uptake of the apartments during the year under review.</p> | <p>During the previous 2023/2024FY, the corporation managed to sell and transfer ten (10) units comprising Zamia 5 units and Oceania 5 units. These sales brought the number of unsold units/apartments as at 30th June 2024 to twenty-three (23) comprising Zamia four (4) and Oceania nineteen (19). These reduced to twenty-two (22) comprising Zamia four (4) and Oceania nineteen (18) as at April 2025.</p> <p>Currently, we have one (1) Oceania apartment which is contracted and waiting for payment. The corporation gears up to continue marketing these apartments in order to realize more sales and have all these apartments sold within the current 2024/2025FY thus waiving and saving on administration cost and service charges of Kshs.10,000 per unit per month. Since the time of merger in July 2021, there has been a drastic change downwards in terms of apartment units remaining unsold as well as service charge incurred for them, the current monthly amount being KShs 180,000 from KShs 360,000 for Oceania and KShs 40,000 from KShs 280,000 for Zamia.</p> | | |
| <p>Basis for Conclusion. 1. Regularity of Human Resource Management Practices - Prolonged Acting Appointments</p> | <p>Review of the payroll revealed that eight (8) officers have been in acting capacities for more than six (6) months. This is contrary to Section C.14 of the Human Resource Policies and Procedures Manual for the Public Service Commission of May</p> | <p>The Corporation had advertised for recruitment of ten (10) vacant positions, the advert was closing on 24 June 2023. However, only two (2) vacant positions (Manager, Internal Audit and Assistant Manager, Security) were filled. It was established that most suitable candidates were disadvantaged by the requirement of a Leadership or Management Course.</p> | <p>Not Resolved</p> | <p>30th June 2026</p> |

Kenya Development Corporation

Annual Report and Financial Statements for the Year ended 30th June 2025

| | | | |
|---|---|---|----------------------------|
| <p>Basis for Conclusion. 2. Lack of Appointment Letter of an Alternate Member</p> | <p>Review of the Board attendance registers and minutes, revealed that one of the Board members has been representing the Permanent Secretary, State Department of Investment Promotion on various board meetings as an alternate</p> | <p>The Corporation then sought approval from the Public Service Commission (PSC) to advertise the remaining positions indicating the Leadership or Management Course as an added advantage.</p> <p>Another advertisement was placed in the local dailies on 26 March 2024 for vacant positions. The Corporation had summarized applications pending shortlisting when recruitment was suspended through circular Ref. No. MSPS&DM.9/5 dated 3 July 2024 from the Ministry of State for Public Service.</p> <p>The Corporation did seek an approval from the Ministry of Investments, Trade & Industry to proceed with the recruitment and therefore end the acting appointments. This is through the letter to PS SDIP dated 13th November 2024 requesting approval to recruit for key positions as well as a letter dated 19th December 2024 to KDC Chairman, copied to parent Ministry's CS & PS, detailing the pending issues both at TNT and SDIP of which the recruitments issues were part of it. Conclusion on the issue of recruitment is awaited.</p> <p>The Principal Secretary, State Department of Investment had verbally introduced Mr Halkano Hako, as his alternate/representative on the Board. This required a follow up with letter appointing him formally as the Alternate Director to the PS. The Corporation wrote to the Principal Secretary vide a letter dated 2nd April 2024 to appoint his alternate in</p> | <p>Resolved</p> <p>N/A</p> |
|---|---|---|----------------------------|

Kenya Development Corporation
Annual Report and Financial Statements for the Year ended 30th June 2025

| | | | |
|--|--|--|----------------------------|
| | <p>board member. However, the appointment letter as an alternate member was not provided for audit.</p> <p>In the circumstances, the regularity of the board member representing the State Department in the Corporation could not be confirmed.</p> | <p>the board. This was pursuant to the Circular No. OP/CAB.9/1A issued by the office of the President dated 1 February 2023 as well as Article 85 of KDC's Articles of Association.</p> <p>However, the Principal Secretary, State Department for Investment Promotion (SDIP) has since, on 22nd November 2024, formally appointed an Alternate Director to represent him in the Board.</p> | |
| <p>Basis for Conclusion.</p> <p>3. Long-Outstanding Trade Payables</p> | <p>The statement of financial position reflects trade and other payables balance of Kshs.604,729,353 as disclosed in Note 37 to the financial statements. However, included in the balance are trade payables balance of Kshs.395,120,121 which had been outstanding for more than one (1) year. This is contrary to Section 53 (8) of the Public Procurement and Asset Disposal Act, 2015 which states that, an Accounting Officer shall not commence any procurement proceedings until satisfied that sufficient funds to meet the obligations of the resulting contract(s) are reflected in approved budget estimates.</p> <p>In the circumstances, the Management was in breach of the law</p> | <p>Management wishes to concur with the audit observation on the long outstanding items included in the Trade and Other Payables. The amount observed of Kshs 395,120,121 is under the category of other payables and not trade payables. From the observations of the ledger and as reflected on the face of Note 37, this amount comprises accrued contingent liabilities which are payables in the future upon crystallization, Tenant Rental Deposits for KDC's three investment rental properties which are payable upon tenant leaving premises and provision for employee gratuity which is accrued annually and payable at end of their five-year contract. It also includes accrual as provision for employees' leave balances at end of financial year and which reduces after year end as employees take leave. Other items included are interest accrued on KDC's borrowed funds where repayments have not yet begun i.e. EXIM Bank LOC loan, DBK loan and SAFER project loan. These other payables are conditional payables which will be settled as and when their conditions for settlements crystallize.</p> | <p>Resolved</p> <p>N/A</p> |

Kenya Development Corporation
Annual Report and Financial Statements for the Year ended 30th June 2025

| | | | |
|--|--|---|-------------------|
| <p>The Auditor General's attention was drawn to Note 44 to the financial statements, which discloses long term receivables balance of KShs 5,625,252,710 relating to loans and advances by the Corporation to borrowers as at 30th June, 2023. The respective loan records indicated that approximately KShs 33,444,612,767 or 86% of the Corporation's total loans portfolio estimated at KShs 39,069,865,477 as at 30th June, 2023 was considered by Management as non-recoverable. Further, the Corporation has stopped accrual of interest on the loans in line with the In Duplum rule which requires that interest accrued should not exceed the principal amount outstanding when the loan becomes non-performing. In addition, the securities related to some of the old non-performing loans being borrowers' ancestral lands, were reported to be missing, impaired or irredeemable. The Board of Directors has approved full provision for the losses totalling KShs 33,444,612,767 against the Corporation's reserves as required by International Financial</p> | <p>The respective loan records indicated above in your observation at approximately Kshs. 33,444,612,767 relates to legacy loans advanced 15 to 60 years ago. A full time Special Project Team (SPT) was formed in December 2022 with clear TORs to deal with analysis of the legacy loans and make appropriate recommendations to KDC board. As at 31st December 2023, the Legacy non-performing portfolio stood at Kshs 31.8 billion from 2,017 loan accounts with initial loan disbursed amounting to Kshs 1.14 billion. Kshs.785 million of this amount has been collected but the loan portfolio has grown due to accrual of interest and penalties over the period. Recovery efforts as provided in the loan agreements including sale of security were applied but were not successful in recovery of the full amount advanced and accrued. The Corporation is currently in the process of analyzing and documenting the legacy loan and security status, the recovery efforts applied over time and the justification to have the amounts written off from our books as per the provisions of the PFM Act 2012 and this was expected to be completed by the end of the 2023/2024FY financial year. A policy for partial settlement and write off of Legacy Loans balances was approved by the Board in September 2023. In application of the In Duplum Rule, the corporation has analysed 1762 loan cases amounting to KShs 30,460,269,292 being interest charges over and above the provisions of this Rule. KDC board gave approval in March 2024 for the reversal of this amount against the specific provisions but the sought National</p> | <p>Being resolved under 2023/2024FY</p> | <p>Continuous</p> |
| <p>Emphasis of Matter - High Ratio of Non-Performing Loans Portfolio in KDC for 2022/2023FY</p> | | | |

Kenya Development Corporation
Annual Report and Financial Statements for the Year ended 30th June 2025

| | | | | |
|---|--|--|---|-------------------|
| | <p>Reporting Standard No.9. However, the high ratio of non-performing loans portfolio indicates that the Corporation is unable to recover most loans owed by its customers. As a result, the Corporation's capacity to lend to new borrowers and eventually attain its purpose and mandate may be constrained. My opinion is not modified in respect of this matter.</p> | <p>Treasury's concurrence had not been received as at 30th June 2024.</p> <p>The application of the in-duplum rule could substantially reduce the non-performing loan balances as we sought write offs against specific provisions as per thresholds provided under the PFM Act.</p> | | |
| <p>Other Matter- Impairment of Inventory- Investment in Property (IP) for KDC for 2022/2023FY</p> | <p>Review of the Corporation's inventory of investments in properties indicates that during the year 2020-2021, the Board of Directors revised downwards the sale prices for one of its housing projects with a view to increasing demand for the units. However, as at 30th June, 2023, the number of unsold apartments was 11 (out of 28) and 24 (out of 36) for Zamia Heights Apartments and Oceania Apartments respectively. This is despite the completion of the apartments in July, 2015 (Zamia)</p> | <p>The Corporation has continued to step up its marketing efforts to ensure the remaining units are sold off in the shortest time possible to recoup the capital tied in them for deployment in new projects. The units have however been carried in the books at their current realizable value in the market. Whereas the position of unsold units as at 30th June 2023 is as observed in the 2023 audit report, the position as at 31st July 2024 is as follows; 24 units sold in Zamia out of 28 units with 4 units remaining unsold. In Oceania 17 of 36 units have been sold thus remaining 19 units unsold. More efforts are still being applied in selling all these remaining units.</p> | <p>Being resolved under 2023/2024FY</p> | <p>Continuous</p> |

Kenya Development Corporation
Annual Report and Financial Statements for the Year ended 30th June 2025

| | | | | |
|--|---|--|--|--|
| | <p>and 2018 (Oceania). The Management explained that the Corporation is currently paying service charge on the unsold units to the Apartments' Management companies at the rate of KShs 10,000 per unit per month. The average spent per annum on maintenance has therefore come down to about KShs 4 million from KShs 10 million and the amount is expected to reduce each time a unit is sold. The value for unsold units recognized by the Corporation as at year end is KShs 123,650,000 and KShs 366,850,000 for Zamia and Oceania Apartments respectively both totalling to KShs 490,500,000. In the circumstances, the inventory held by the Corporation is possibly impaired based on the slow uptake of the apartments during the year under review. The possible amount of impairment has been taken into account in these financial statements.</p> | <p>The Corporation is currently only paying service charge on the unsold units to the apartment's management companies at the rate of Ksh10,000 per unit per month. The average spend per annum on maintenance has therefore come down from Ksh10m to about Ksh4.0m and the amount reduces each time a unit is sold.</p> | | |
|--|---|--|--|--|

Kenya Development Corporation
Annual Report and Financial Statements for the Year ended 30th June 2025

| | | | | |
|--------------------------------|--|--|---|-------------------|
| <p>KDC for 2021/2022FY</p> | <p>I draw attention to Note 43 to the financial statements, which reflects long term receivables balance of Kshs.5,136,784,050 relating to loans and advances by the Corporation to borrowers as at 30 June, 2022. The respective loan records indicated that approximately Kshs.33,280,489,417 or 87% of the Corporation's total loans portfolio estimated at Kshs.38,417,273,467 as at 30 June, 2022 was considered by Management as non-recoverable. Further, the Corporation has stopped accrual of interest on the loans in line with the in duplum rule which requires that interest accrued should not exceed the principal amount outstanding when the loan becomes non-performing. In addition, the securities related to some of the old non-performing loans being borrowers' ancestral lands, were reported to be missing, impaired, or irredeemable. The Board of Directors has approved full provision for the losses totaling Kshs.33,280,489,417 against the Corporation's reserves as required by International Financial Reporting Standard No.9. However,</p> | <p>Ksh31 billion of the total loan balance relates to a legacy portfolio which was advanced from the 1960s to the year 2009. The principal sum advanced was Ksh1.2 billion and the amount has accumulated due to interest accrual. The Corporation is pursuing a write-off of the amounts in line with the provisions of the PFM Act 2012.</p> | <p>Being resolved under 2023/2024FY</p> | <p>Continuous</p> |
|--------------------------------|--|--|---|-------------------|

Kenya Development Corporation
Annual Report and Financial Statements for the Year ended 30th June 2025

| | | | |
|--------------------------------|---|--|---|
| | <p>the high ratio of non-performing loans portfolio indicates that the Corporation is unable to recover most loans owed by its customers. As a result, the Corporation's capacity to lend to new borrowers and eventually attain its purpose and mandate may be constrained. My opinion is not modified in respect of this matter.</p> | | |
| <p>KDC for 2021/2022FY</p> | <p>Review of the Corporation's inventory of investments in properties indicates that during the year 2020-2021, the Board of Directors revised downwards the sale prices for one of its housing projects with a view to increasing demand for the units. As at 30 June, 2022, the number of unsold apartments was 8 (out of 28) and 24 (out of 36) for the Zamia Heights Apartments and Oceania Apartments respectively. This is despite completion of the apartments in July, 2015 (Zamia) and 2018 (Oceania). The Corporation therefore incurs annual maintenance costs of approximately Kshs.10 million for both locations. The value recognized by the Corporation as at year end is Kshs.145,000,000 and</p> | <p>The Corporation has stepped up its marketing efforts to ensure the remaining units are sold off in the shortest time possible to recoup the capital tied in the them for deployment in new projects.</p> <p>The units have been carried in the books at their current realizable value in the market.</p> | <p>Being resolved under 2023/2024FY</p> <p>Continuous</p> |

Kenya Development Corporation
Annual Report and Financial Statements for the Year ended 30th June 2025

| | | | | |
|-----------------------------|---|--|---|-------------------|
| | <p>Kshs.450,000,000 for the Zamia and Oceania Apartments respectively both totalling Kshs.595,000,000. In the circumstances, the inventory held by Corporation is possibly impaired based on the slow uptake of the apartments during the year under review. The possible amount of impairment has been taken into account in these financial statements.</p> | | | |
| <p>ICDC for 2020/2021FY</p> | <p>The statement of profit or loss and other comprehensive income reflects administrative costs of Ksh. 750,893,416, as disclosed in Note 10 to the financial statements. Included in this figure are other operating expenses of Ksh. 197,383,214, which further includes Ksh. 30,682,184 that relates to allowances paid to members of the inter-agency taskforce on merging of ICDC, IDB Capital and Tourism Finance Corporation, into Kenya Development Bank. Available information indicates that the Salaries and Remuneration Commission (SRC) vide letter Ref: SRC/TS/AG/3/37 VOL. VIII dated 30 July 2020, approved payment of</p> | <p>The Head of Public Service vide a letter Ref OP/CAB/9/1/5 dated 2nd October 2020 directed that the merger process be revived and for the merger implementation committee to fully implement the merger process. The payment of the allowances to the members of the Inter-Agency task force was done on instruction from The National Treasury who were coordinating the exercise. Management will engage The National Treasury with a view of having the expenditure ratified.</p> | <p>Being resolved under KDC 2023/2024FY</p> | <p>Continuous</p> |

**Kenya Development Corporation
Annual Report and Financial Statements for the Year ended 30th June 2025**

| | | | | |
|---|---|--|---|-------------------|
| <p>allowances to members of the inter-agency taskforce, for a maximum of 15 days per month for six months, at specified rates based on level of responsibility, for the financial year 2019/2020. Further, the Principal Secretary, National Treasury vide letter Ref: ZZ/37/014 dated 30 January 2020 extended the appointments of the members of the taskforce to 31 July 2020. The taskforce was in operation for hundred and eighty (180) days, which was double the duration approved by SRC. The members of the taskforce continued in operation from August 2020 to June 2021 (FY 2020-2021) and were paid allowances totalling Ksh. 12,833,900 for that period without approval by SRC. In addition, there was no evidence of extension of appointment for the taskforce members for this period.</p> | <p>The statement of financial position for the year ended 30 June 2021 reflects net Loans amount of Ksh.1,023,433,852. Included in the reported amount are loans totalling Ksh. 1,170,637,452 inclusion of provisions which have been</p> | <p>Recommendation Employ adequate effort towards recovery of the NPLs. The Corporation has made efforts and has collected Ksh.48.2 million from the accounts although interest accrual has continued in some of the accounts. The Corporation has entered into negotiations with some</p> | <p>Being resolved under KDC 2023/2024FY</p> | <p>Continuous</p> |
| <p>TFC for 2020/2021FY</p> | | | | |

Kenya Development Corporation
Annual Report and Financial Statements for the Year ended 30th June 2025

| | | | | |
|--------------------------------|---|--|-----------------|------------|
| | <p>delinquent for a period more than one (1) year. Although the recovery process is in progress, the management of the corporation has not employed adequate effort towards recovery of the loans since some cases of auctioning property held as security have been in court for more than five (5) years. In the circumstance the recoverability of the amounts could not be confirmed.</p> | <p>of the borrowers on some acceptable repayment arrangements while in other cases the process of selling the securities will continue to be pursued. Our legal teams are also pursuing finalization of cases in court which hinder us from selling the securities.</p> | | |
| <p>TFC for 2020/2021FY</p> | <p>The financial statements under personnel costs reflects staff group life and personal accident cover expenditure of ksh.8,473,643 for the year ended 30 June 2021. However, contract documents and insurance policy documents were not availed for audit verification.</p> | <p>The expenditure on group life and personal accident cover reported Ksh 8,473,643 for the current 2020/2021FY as per your observation. Management wishes to respond that Group Life Assurance and personal accident cover for the current 2020/2021FY was more than that of the previous year as it included Ksh 6,766,560 as Death-In-Service Benefits that were accrued in the current year 2020/2021FY. A copy of the standing Staff Group Life policy from which annual premiums are invoiced was provided</p> | <p>Resolved</p> | <p>N/A</p> |
| <p>TFC for 2020/2021FY</p> | <p>The administration account was overdrawn by Ksh. 705,447 without the requisite authority contrary to Section 28 (4) of the Public Finance</p> | <p>The bank reconciliation showed the uncleared amounts as regards the bank balance and cash balance. These were adjusted against the bank balance as reported in the reconciliation thus</p> | <p>Resolved</p> | <p>N/A</p> |

Kenya Development Corporation
Annual Report and Financial Statements for the Year ended 30th June 2025

| | | | | |
|----------------------------|--|--|--|-------------------|
| | <p>Management Act, 2012 which states that, an Accounting Officer of a national government entity shall not cause a bank account of the entity to be overdrawn beyond the limit authorized by the National Treasury or a board of a national government entity. Consequently, Management was in breach of the law.</p> | <p>resulting into an overdrawn cash book balance of Kshs. 705,447.89 (i.e. negative balance). The actual bank account was not overdrawn.</p> | | |
| <p>TFC for 2020/2021FY</p> | <p>The trial balance provided for audit review had various items which ought to be treated as adjusting items such as the opening balances for cash and cash equivalents. The trial balance also reported net book values for non-current assets and depreciation separately. Further, The surplus for the year was included in the trial balance and the credit and debit column did not balance. Consequently, the inaccuracies in the trial balance casts doubts on the accuracy of the balances in the financial statements.</p> | <p>The Trial Balance was corrected and vested into KDC as at 1st July 2021.</p> | <p>Resolved</p> | <p>N/A</p> |
| <p>IDB for 2020/2021FY</p> | <p>The auditor noted that of the Ksh.922,837,000 in respect of loans and advances to customers Ksh.283,996,000 was not secured with collateral that is readily realizable and marketable, adequate to cover exposure plus a reasonable</p> | <p>The Corporation has developed a loans policy that ensures that all loans are adequately secured with security that is realizable. The policy also requires that the security offered be fully insured and the Corporation's interest noted as a first loss payee.</p> | <p>Being resolved under KDC 2023/2024FY Resolved</p> | <p>Continuous</p> |

Kenya Development Corporation
Annual Report and Financial Statements for the Year ended 30th June 2025

| | | | |
|--|--|--|--|
| <p>margin and free of any encumbrances. Further, loans amounting to Ksh.327,303,000 were overdue as at 30 June, 2021 out of which loans amounting to Ksh.315,275,000 were used to procure machinery that was offered as security for loans, but were not insured as per Section 10.6 of the credit policy which requires that all insurable assets held by IDB as collateral to be insured at all times during the tenure of the loan for an amount equivalent to their replacement value or value and IDBs interest note on the policy.</p> | | | |
|--|--|--|--|



.....
 CPA/FA Norah Ratemo
 Director General, KDC.
 Date:.....

Appendix II: Projects implemented by Kenya Development Corporation (KDC) for 2024/2025FY

Projects implemented by KDC from amounts funded by the Government of Kenya (GOK).

| Project title | Project Number | Donor | Period/duration | Donor commitment (foreign currency) | Donor commitment (in Kenya Shillings as at 30 th June 2025) | Separate donor reporting required as per the donor agreement (Yes/No) | Consolidated in these financial statements. (Yes/No) |
|--|----------------|---|---|-------------------------------------|--|---|---|
| Development Grant under DRIVE for lending to Pastoralists | N/A | World Bank through The National Treasury (TNT) | Five (5) Years | US\$ 40,000,000 | KShs.5,169,372,000 | Yes, by KDC & State Department for Livestock Development (SDL) | Yes, at the amount already received (see Appendix IV below) |
| Total for DRIVE Development Grant | | | | US\$ 40,000,000 | KShs.5,169,372,000 | | |
| 3% p.a. Concessional Loan Debt under SAFER for wholesale lending to Banks & SACCO | N/A | World Bank through The National Treasury (TNT) | Five (5) Years | Euros 42,250,000 | KShs.6,407,212,500 | Yes, by KDC & The National Treasury (TNT) | Yes, at the amount already received (see Appendix IV below) |
| Total for SAFER Loan Debt | | | | Euros 42,250,000 | KShs.6,407,212,500 | | |
| Development Grant under KJET Project for lending to Green SMEs that contribute to climate mitigation and adaptation and resilience | N/A | International Development Association (IDA) through The National Treasury (TNT) | Five (5) Years to close on 31 st December 2028 | Euros 42,210,000 | KShs.6,401,146,500 | Yes, by KDC & State Department for Investment Promotion (SDIP) | Yes, at the amount already received (see Appendix IV below) |
| Total for KJET Development Grant | | | | Euros 42,210,000 | KShs.6,401,146,500 | | |

Kenya Development Corporation
Annual Report and Financial Statements for the Year ended 30th June 2025

Appendix V - Inter-Entity Confirmation Letter for 2024/2025FY

Name of Transferring entity – STATE DEPARTMENT FOR LIVESTOCK DEVELOPMENT (SDLD)

Name of Beneficiary entity – KENYA DEVELOPMENT CORPORATION LIMITED

Confirmation of amounts received by Kenya Development Corporation Limited as at 30th June, 2025.

| Reference Number | Date Disbursed | Recurrent (A) | Development (B) | Total (C)=(A+B) | Remarks |
|------------------|------------------------------|---------------|--------------------|--------------------|--|
| N/A | 4 th October 2024 | 0 | 150,000,000 | 150,000,000 | Development Grant under DRIVE for lending to the Pastoralist Communities in Kenya. |
| N/A | 1 st April 2025 | 0 | 150,000,000 | 150,000,000 | Development Grant under DRIVE for lending to the Pastoralist Communities in Kenya. |
| Total | | 0 | 300,000,000 | 300,000,000 | |

I confirm that the amounts shown above are correct as of the date indicated.

Head of Accounts Department - Disbursing Entity: State Department of Livestock Development

Name Sign Date

Head of Accounts Department - Beneficiary Entity: Kenya Development Corporation

Name ...KENNEDY WANDERI..... Sign  Date 27TH AUGUST 2025

Kva Development Corporation
Annual Report and Financial Statements for the Year ended 30th June 2025

| | | | | | | | | | |
|--|----------------------------|--|----------------------|-------------|----------------------|-------------|-------------|-------------|----------------------|
| | | lending to Banks & SACCO | | | | | | | |
| Total for SAFER Loan Debt | | | 1,500,000,000 | 0.00 | 1,500,000,000 | 0.00 | 0.00 | 0.00 | 1,500,000,000 |
| Ministry of Investment, Trade and Industry (State Department Investment Promotion) | 17 th June 2025 | Development Grant under KJET Project for lending to Green SMEs that contribute to climate mitigation and adaptation and resilience | 23,840,001 | 0.00 | 23,840,001 | 0.00 | 0.00 | 0.00 | 23,840,001 |
| Total for KJET Project Grants | | | 23,840,001 | 0.00 | 23,840,001 | 0.00 | 0.00 | 0.00 | 23,840,001 |
| GRAND TOTAL | | | 1,823,840,001 | 0.00 | 1,823,840,001 | 0.00 | 0.00 | 0.00 | 1,823,840,001 |

Kenya Development Corporation
Annual Report and Financial Statements for the Year ended 30th June 2025

Appendix V - Inter-Entity Confirmation Letter for 2024/2025FY

Name of Transferring entity – STATE DEPARTMENT FOR INVESTMENT PROMOTION (SDIP)

Name of Beneficiary entity – KENYA DEVELOPMENT CORPORATION LIMITED

Confirmation of amounts received by Kenya Development Corporation Limited as at 30th June, 2024.

| Reference Number | Date Disbursed | Recurrent (A) | Development (B) | Total (C)=(A+B) | Remarks |
|------------------|----------------------------|---------------|-----------------|--------------------|---|
| N/A | 17 th June 2025 | 0 | 23,840,001 | 23,840,001 | Development Grant under KJET Project for lending to Green SMEs that contribute to climate mitigation and adaptation and resilience. |
| Total | | 0 | 23,840,001 | 23,840,001 | |

I confirm that the amounts shown above are correct as of the date indicated.

Head of Accounts Department - Disbursing Entity: State Department of Investment Promotion

Name Sign Date

Head of Accounts Department - Beneficiary Entity: Kenya Development Corporation

Name ...KENNEDY WANDERL..... Sign  Date 27 AUGUST 2025

Kenya Development Corporation
Annual Report and Financial Statements for the Year ended 30th June 2025

Appendix V - Inter-Entity Confirmation Letter for 2024/2025FY

Name of Transferring entity – THE NATIONAL TREASURY (TNT)

Name of Beneficiary entity – KENYA DEVELOPMENT CORPORATION LIMITED

Confirmation of amounts received by Kenya Development Corporation Limited as at 30th June, 2024.

| Reference Number | Date Disbursed | Recurrent (A) | Development (B) | Total (C)=(A+B) | Remarks |
|------------------|--------------------------------|---------------|----------------------|----------------------|---|
| N/A | 5 th December 2024 | 0 | 800,000,000 | 800,000,000 | 3% p.a. Concessionary Loan Debt under SAFER for wholesale lending to Banks, Micro-Finance Banks (MFBs) & SACCOs. These funds will be on-lent to SMEs. |
| N/A | 23 rd December 2024 | 0 | 200,000,000 | 200,000,000 | 3% p.a. Concessionary Loan Debt under SAFER for wholesale lending to Banks, Micro-Finance Banks (MFBs) & SACCOs. These funds will be on-lent to SMEs. |
| N/A | 26 th March 2025 | | 500,000,000 | 500,000,000 | 3% p.a. Concessionary Loan Debt under SAFER for wholesale lending to Banks, Micro-Finance Banks (MFBs) & SACCOs. These funds will be on-lent to SMEs. |
| Total | | 0 | 1,500,000,000 | 1,500,000,000 | |

I confirm that the amounts shown above are correct as of the date indicated.

Head of Accounts Department - Disbursing Entity: The National Treasury

Name Sign Date

Head of Accounts Department - Beneficiary Entity: Kenya Development Corporation

Name...KENNEDY WANDERI..... Sign  Date 27th AUGUST 2025

Kenya Development Corporation
Annual Report and Financial Statements for the Year ended 30th June 2025

Appendix VI: Reporting of Climate Relevant Expenditures

Name of the Organization: Kenya Development Corporation
 Telephone Number: +254-020-2229213, 2771000
 Email Address: info@kdc.go.ke
 Name of DG: CPA/FA Norah Ratemo

Name and contact details of contact person (in case of any clarifications) ... Francis K. Kariuki, Regional Forest Conservator

| Project Name | Project Description | Project Objectives | Project Activities | Quarterly Expenditure (KShs) | | | | Total Expenditure (KShs) | Source of Funds | Implementing Partners |
|--------------------|--|--|----------------------------|------------------------------|---------|----|---------|--------------------------|--------------------------------|-----------------------|
| | | | | Q1 | Q2 | Q3 | Q4 | | | |
| CSR | Tree planting in Kaptagat Forest, Elgeyo Marakwet County on 13 th July 2024 | Afforestation through provision of 5,000 seedlings to support the rehabilitation of the Kaptagat landscape | Tree Planting by KDC Staff | 281,200 | - | - | - | 281,200 | Internally Generated/Own Funds | Kenya Forest Service |
| CSR | Tree planting in Enoosopukia Forest, Narok County on 1 st November 2024 | Afforestation through provision of 3,000 seedlings as part of the wider Green Kenya campaign. | Tree Planting by KDC Staff | - | 339,756 | - | - | 339,756 | Internally Generated/Own Funds | Kenya Forest Service |
| CSR | Tree planting in Chepalungu Forest, Bomet County on 12 th May 2025 | Afforestation through provision of 10,000 seedlings to increase forest cover in Chepalungu | Tree Planting by KDC Staff | - | - | - | 809,101 | 809,101 | Internally Generated/Own Funds | Kenya Forest Service |
| Grand Total | | | | | | | | 1,430,057 | | |

Kenya Development Corporation
Annual Report and Financial Statements for the Year ended 30th June 2025



Accounting Officer / DG Sign: Date:

KDC wishes to report for disclosure purposes, that there were no activities to report on Appendices VII. This appendix is;

Appendix VII: Reporting on Disaster Management Expenditure

