Nation Media Group

Media of Africa for Africa

SHAPING TOMORROW

2023 Annual Report & Financial Statements

Shaping Tomorrow

The Nation Media Group PLC ("NMG" or the "Group") is the largest independent media house in East and Central Africa with operations in print, broadcast and digital media which attract and serve unparalleled audiences across East Africa.

The Group was founded by His Highness, The Aga Khan, in 1959 and has since evolved from a predominantly single country (Kenya) newspapers business into a multi-media organization and a leader in media and entertainment with businesses in newspapers publishing, radio and television broadcasting and various digital platforms, using its industry-leading operating scale and brands to create, package and deliver high-quality content on a multi-platform basis.

Today, NMG has operations in Kenya, Uganda, Tanzania and Rwanda. It is listed on the Nairobi Securities Exchange and cross-listed on the Dar es Salaam Stock Exchange, the Uganda Securities Exchange, and Rwanda Stock Exchange.

Browse, download or print our annual report at
https://www.nationmedia.com/wp-content/uploads/2024/06/NMG-2023-Annual-Report-and-Financial-Statements.pdf

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Website www.nationmedia.com

INSIDE THE REPORT

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COMPANY INFORMATION

Nation Centre Kimathi Street P.O. Box 49010 00100 Nairobi	Registered Office	Afisi Ilioandikishwa
Hamilton, Harrison & Mathews Delta Suites Waiyaki Way, Nairobi	Advocates	Wakili
PricewaterhouseCoopers LLP PwC Tower, Waiyaki Way/Chiromo Road, Westlands P O Box 43963 – 00100 Nairobi, Kenya	Auditor	Mkaguzi wa Hesabu
Standard Chartered Bank of Kenya Limited Chiromo No. 48 Westlands Road, Nairobi	Bankers	Benki
Angela Namwakira Adili Corporate Services Kenya ALN House, Eldama Ravine Road P.O. Box 764 00606 Nairobi	Company Secretary	Katibu

Media of Africa for Africa

Notice of Annual General Meeting

Notice is hereby given that the Sixty-First Annual General Meeting of the Shareholders of Nation Media Group PLC will be held via electronic means on Friday, 28 June 2024 at 3.00 pm EAT to conduct the business stated below.

All resolutions will be conducted by way of a Poll.

ORDINARY BUSINESS

1. To receive the financial statements for the year ended 31 December 2023, and the Chairman's, Directors' and Auditors' reports thereon.
2. To note that the Directors do not recommend a dividend for the year ended 31 December 2023.
3. To receive, consider and if thought fit approve the Directors' Remuneration Report and the remuneration paid to the Directors for the year ended 31 December 2023 and to authorise the Board to fix the remuneration of the Non-Executive Directors.
4. To confirm that the Auditors, PricewaterhouseCoopers LLP having expressed their willingness, continue in office as the Company's Auditors in accordance with section 721(2) of the Kenyan Companies Act 2015 and to authorise the Directors to fix the remuneration of the Auditors for the ensuing financial year.
5. To re-elect Directors:
   a) Mr. Sultan Allana was appointed on 2 May 2024 to fill a casual vacancy and in accordance with Article 96 of the Company's Articles of Association, he retires by rotation and being eligible, offers himself for re-election;
   b) Mr. Fayyaz Nurmohamed was appointed on 2 May 2024 to fill a casual vacancy and in accordance with Article 96 of the Company's Articles of Association, he retires by rotation and being eligible, offers himself for re-election;
   c) Ms. Nancy Matimu was appointed on 2 May 2024 to fill a casual vacancy and in accordance with Article 96 of the Company's Articles of Association, she retires by rotation and being eligible, offers herself for re-election;
   d) in accordance with Article 110 of the Company's Articles of Association, Mrs. Sumayya Hassan retires by rotation and does not offer herself for re-election;
   e) in accordance with Article 110 of the Company's Articles of Association, Mr. Dennis Aluanga retires by rotation and being eligible, offers himself for re-election;
   f) in accordance with Article 110 of the Company's Articles of Association, Prof. Samuel Sejjaaka retires by rotation and being eligible, offers himself for re-election;
   g) Dr. Wilfred Kiboro, having attained the age of 70 years, retires by rotation and offers himself for re-election;
   h) Mr. Francis O. Okello, having attained the age of 70 years, retires by rotation and does not offer himself for re-election;
   i) Dr. Yasmin Jetha, having attained the age of 70 years, retires by rotation and offers herself for re-election;
   j) Mr. Wangethi Mwangi, having attained the age of 70 years, retires by rotation and does not offer himself for re-election;
   k) Mr. Leonard Mususa having attained the age of 70 years, retires by rotation and offers himself for re-election;

   To appoint the members of the Company's Audit, Risk and Compliance Committee:

   In accordance with the provisions of section 769(1) of the Companies Act 2015, the following Directors being members of the Company's Audit, Risk and Compliance Committee be re-elected to continue to serve as members of the said Committee:

   a) Mr. Leonard Mususa
   b) Mr. Al-Noor Ramji
   c) Prof. Samuel Sejjaaka
   d) Dr. Yasmin Jetha

SPECIAL BUSINESS

6. Any other Business for which valid Notice shall have been given.

By Order of the Board

Angela Namwakira
Company Secretary
6 June 2024

Taarifa Kuhusu Mkutano Mkuu wa Kila Mwaka

Taarifa imetolewa hapa kwamba Mkutano Mkuu wa Kila Mwaka wa Sitini na Moja wa Wenyehisa wa Shirika la Nation Media Group PLC utafanyika mtandaoni siku ya Ijumaa, tarehe 28 Juni 2024 saa 9.00 jioni Saa za Afrika Mashariki ili kuendesha shughuli zilizotajwa hapo chini.

Maamuzi yote yataendeshwa kupitia Kura ya maoni.

SHUGHULI YA KAWAIDA

1. Kupokea taarifa za kifedha za mwaka uliokamilika tarehe 31 Disemba 2023, na ripoti za Mwenyekiti, Wakurugenzi Watendaji na Wakaguzi.
2. Kuangazia kuwa Wakurugenzi hawapendekezi mgao wa hisa kwa mwaka uliokamilisha tarehe 31 Disemba 2023.
3. Kupokea, kuzingatia na ikifikiri kuwa ni sawa, iidhinishe Ripoti ya Mshahara wa Wakurugenzi na mshahara uliolipwa kwa Wakurugenzi kwa mwaka uliokamilika tarehe 31 Disemba 2023 na kuidhinisha Bodi kurekebisha mshahara wa Wakurugenzi Wasio Watendaji.
4. Kuthibitishia Wakaguzi kwamba kampuni ya PricewaterhouseCoopers LLP, baada ya kuonyesha nia yake, itaendelea kuhudumu kama Mkaguzi wa Kampuni kwa mujibu wa kifungu cha 721(2) cha Sheria ya Kampuni ya Kenya 2015 na kuidhinisha Wakurugenzi kurekebisha mshahara wa Wakaguzi.
5. Kuchagua tena Wakurugenzi watendaji:
   a) Bw. Sultan Allana aliteuliwa mnamo tarehe 2 Mei 2024 kuchukua nafasi ya kawaida na kwa mujibu wa Kifungu cha 96 cha Makala ya Muundo wa Kampuni, anastaafu kwa zamu na kwa kuwa anastahiki, amejitosa ili kuchaguliwa tena;
   b) Bw. Fayyaz Nurmohamed aliteuliwa mnamo tarehe 2 Mei 2024 kuchukua nafasi ya kawaida na kwa mujibu wa Kifungu cha 96 cha Makala ya Muundo wa Kampuni, anastaafu kwa zamu na kwa kuwa anastahiki, amejitosa ili kuchaguliwa tena;
   c) Nancy Matimu aliteuliwa mnamo tarehe 2 Mei 2024 kuchukua nafasi ya kawaida na kwa mujibu wa Kifungu cha 96 cha Makala ya Muundo wa Kampuni, anastaafu kwa zamu na kwa kuwa anastahiki, amejitosa ili kuchaguliwa tena;
   d) kwa mujibu wa Kifungu cha 110 cha Taarifa ya Ushirika ya Kampuni, Bi. Sumayya Hassan, anastaafu kwa mzunguko na hajajitosa ulingoni ili kuchaguliwa tena;
   e) kwa mujibu wa Kifungu cha 110 cha Taarifa ya Ushirika ya Kampuni, Bw. Dennis Aluanga, anastaafu kwa zamu na kwa kuwa anastahiki, amejitosa ulingoni ili kuchaguliwa tena;
   f) kwa mujibu wa Kifungu cha 110 cha Taarifa ya Ushirika ya Kampuni, Prof. Samuel Sejjaaka, anastaafu kwa mzunguko na kwa kuwa anastahiki, amejitosa ulingoni ili kuchaguliwa tena;
   g) Dkt. Wilfred Kiboro, kwa kufikisha umri wa miaka 70, anastaafu kwa zamu na amejitosa ulingoni ili kuchaguliwa tena;
   h) Bw. Francis O. Okello, kwa kufikisha umri wa miaka 70, anastaafu kwa zamu na hajajitosa ulingoni ili kuchaguliwa tena;
   i) Dkt. Yasmin Jetha, kwa kufikisha umri wa miaka 70, anastaafu kwa zamu na amejitosa ulingoni ili kuchaguliwa tena;
   j) Bw. Wangethi Mwangi, kwa kufikisha umri wa miaka 70, anastaafu kwa zamu na hajajitosa ulingoni ili kuchaguliwa tena;
   k) Bw. Leonard Mususa, kwa kufikisha umri wa miaka 70, anastaafu kwa zamu na amejitosa ulingoni ili kuchaguliwa tena

   Kuteua wanachama wa Kamati ya Ukaguzi, Hatari na Utiifu ya Kampuni:

   Kwa mujibu wa kifungu cha 769(1) cha Sheria ya Kampuni ya 2015, Wakurugenzi wafuatao kwa kuwa wanachama wa Kamati ya Bodi ya Ukaguzi, Hatari na Utiifu wachaguliwe tena ili kuendelea kuhudumu kama wanachama wa Kamati iliyotajwa:
   a) Bw. Leonard Mususa
   b) Bw. Al-Noor Ramji
   c) Prof. Samuel Sejjaaka
   d) Dkt. Yasmin Jetha

SHUGHULI MAALUM

6. Shughuli nyingine yoyote ambayo Taarifa yake halali imetolewa.

Kwa Agizo la Bodi

Angela Namwakira
Katibu wa Kampuni
Tarehe 6 Juni 2024

Overview

Television has transcended the traditional screen. Viewers can now watch news and their favourite shows on the go, on their tablet or phone.

Vision

To be the media of Africa for Africa

Mission

Create value for our stakeholders and positively influence society by providing media that informs, educates, and entertains.

Core Values

- Continuous Improvement & Innovation
- Consumer Focus
- We are a Team
- Integrity and Trust
- Drive for Performance

NMG Overview

Nation Media Group PLC (NMG) is a purpose led organization that seeks to transform into Africa's most trusted and innovative content platform. For the last 65 years, we have been guided by one philosophy - to be a voice for the voiceless in the society. Our mission to positively influence society has remained unchanged over the years.

NMG was founded by His Highness the Aga Khan on the bedrock of a set of core values whose central theme was to promote independent voices, diversity and freedom of expression as enshrined in our editorial policy.

From a small newspaper company, with only one title, *Taifa,* a Swahili publication, we have grown to become the largest multimedia house in East and Central Africa with operations in print, broadcast and digital media all of which attract and serve unparalleled audiences across the continent and the world.

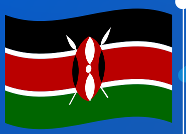
In our strategic intent that focuses primarily on innovation and customer satisfaction, we continue to be guided and to stand by the values of truth, independence, fairness, balance and accuracy. We remain steadfast in the conviction of our goal to fundamentally improve the quality of people's lives and to contribute to a sustainable world through our business. We will stay at the forefront, identifying and resolving the many issues critical to social transformation such as education, the environment and health.

Together with our stakeholders, customers, shareholders, supporters, and the communities we serve, we are committed to pursuing a strategy rooted in shared value. At NMG, we firmly believe that ideas are at the core of human progress, driving our pursuit of stated goals. With a legacy spanning over six decades, our dedication to delivering high-quality journalism remains unwavering. This commitment forms the bedrock of our philosophy as we strive to position ourselves as Africa's foremost media outlet, dedicated to serving the continent by Africans, for Africans.

Our Regional Footprint

Kenya, Uganda, Tanzania and Rwanda

Kenya Brands



- Daily Nation
- Business Daily
- NTV
- The EastAfrican
- Taifa Leo
- KenyaBuzz
- Nairobi News
- TAG Brand Studio
- Nation FM
- Nation Sema
- Pishi Bomba
- Nation Courier
- Skiza

Uganda Brands

- NTV Uganda
- Daily Monitor
- Dembe FM
- The EastAfrican
- Ennyanda
- Spark TV
- KFM
- Nation Courier

Tanzania Brands

- The Citizen
- Mwananchi
- The EastAfrican
- Mwananchi Courier
- Mwanaspoti

Rwanda Brands

- The EastAfrican
- Rwanda Today

Our Digital Footprint

Performance Highlights

- Nation.Africa paying Subscribers: >100%
- Nation.Africa Registered Users: >100%
- Podcasts: 30
- Employees: 1,245
- Employees Trained: 481
- Staff Recognitions: 68
- Editions of Education Content in our Print Platform: 156
- Kusi Ideas Festival in-Person Delegates: 1,374
- Number of vendors/agents: 4,721

Muhtasari wa Matokeo

Watumiaji waliojisajili ambao wanalipia Nation. Africa
>100%

Watumiaji Waliosajiliwa wa Nation.Africa
>100%

Podikasti
30

Wafanyakazi wetu
1,245

Wafanyakazi waliopewa mafunzo
481

Utambuzi wa wafanyakazi
68

Matoleo ya maudhui ya elimu katika jukwaa letu la uchapishaji
156

Wajumbe waliohudhuria Tamasha ya Mawazo ya Kusi
1,374

Idadi ya wachuuzi/ mawakala
4,721

Corporate Governance Statement

The Company is committed to upholding the best international standards of good corporate governance.

The role of the Board is to determine the Company's policies and strategies, to monitor the attainment of the business objectives and to ensure that the Company meets its obligations to the shareholders. The directors are also responsible for overseeing the Group's internal control systems. These controls are designed both to safeguard the Group's assets and to ensure the reliability of the financial information used within the business.

The following were the standing Board committees in the year ended 31 December 2023: -

1 **Nominations and Governance Committee,** which is responsible for executive and non-executive board appointments and for overseeing the Group's adherence to good corporate governance principles. Mr. D. Aluanga chairs the committee which has Dr. W. D. Kiboro and Mr. S. Gitagama as members. The members of the Committee, with the exception of the Group Chief Executive Officer, are non-executive directors.

2 **Audit, Risk and Compliance Committee,** whose responsibility is to oversee the effective administration of the Group's systems of internal controls, management of risk and compliance with applicable regulatory requirements as well as review of the Group's financial plans and reports. Mr. L. Mususa chairs the committee which has Dr. Y. Jetha, Prof. S. Sejjaka and Mr. A. Ramji as members. The members of the committee are independent and non-executive directors.

3 **Strategy and Investments Committee,** which reviews the Group's medium and long-term strategic options and investment proposals. Mr. S. Dunbar-Johnson chairs the committee. The committee has Dr. Y. Jetha, Mrs. S. Hassan, Mr. A. Ramji, Mr. S. Gitagama, Mr. D. Aluanga and Mr. R. Tobiko as members.

4 **Editorial Committee,** which considers and advises on the Group's editorial policy, the journalistic code of ethics and legal responsibilities. Mr. F. O. Okello chairs the committee which has Mr. D. Aluanga, Mr. W. Mwangi, Mrs. S. Hassan and Mr. L. Otieno as members.

5 **Human Resources Committee,** whose primary objective is to assist the Group to achieve its goal of adhering to the best practices in Human Resources Management and Development. Mr. L. Otieno chairs the committee, which has Mr. L. Mususa and Mr. W. Mwangi as members. The members of the committee are independent and non-executive directors.

Committee meetings attendance for the financial year

	31.03.2023	29.06.2023	24.08.2023	03.11.2023	10.11.2023	11.12.2023
Leonard Mususa	✓	✓	✓	✓	✓	✓
Ali-Noor Ramji	✓	✓	✓	✓	✓	✓
Samuel Sejjaaka	✓	✓	✓	-	✓	✓
Yasmin Jetha	-	-	-	✓	✓	✓

The Chairman of the Board is a non-executive director and is elected by the board of directors to hold office after every three years.

There is a clearly defined organizational structure within which individual responsibilities and authority limits are set out. The structure is complemented by policies and management operates the business in compliance with these policies.

The Group Chief Executive Officer chairs the Executive Team, which comprises the executive directors and the senior executives of the Group. The team is responsible for implementing the strategy approved by the board and also deals with operational matters and co-ordinates activities across the Group's various subsidiary companies and divisions.

INSIDER DEALINGS

The board has a documented policy on insider dealings in the Company's shares.

CORPORATE GOVERNANCE

Nation Media Group PLC is in compliance with the provisions of the Capital Markets Act- Code of Corporate Governance Practices for Issuers of Securities to the Public, 2015. Over one third of the Board of Directors are independent and non-executive directors. The membership of the various board committees is listed above.

Board of Directors

W D Kiboro	Chairman (Kenyan)
S Gitagama	Group Chief Executive Officer (Kenyan)
D Aluanga	(Kenyan)
S Dunbar-Johnson	(British)
S Hassan	(Kenyan)
L Huebner	(American) Retired 30 June 2023
Y Jetha	(British)
W Mwangi	(Kenyan)
L Mususa	(Tanzanian)
F O Okello	(Kenyan)
L Otieno	(Kenyan)
A Ramji	(British)
S Sejjaaka	(Ugandan)
S Allana	(Pakistan) Appointed 2 May 2024
F Nurmohamed	(French) Appointed 2 May 2024
N Matimu	(Kenyan) Appointed 2 May 2024
R Tobiko	(Kenyan) Appointed Alternate Director 2 May 2024
A Namwakira	Company Secretary (Kenyan)

Profiles

Board of Directors' Profiles (continued)

Dr. Wilfred Kiboro (79) holds a Bachelor of Science (Civil Engineering) from the University of Nairobi. He retired from NMG as the Group Chief Executive Officer on 31 October 2006 after working for the Company for thirteen years. He was appointed a non-executive director in December 2006 and was elected the Chairman of the Board in September 2009. Dr. Kiboro was awarded an honorary Doctor of Philosophy degree by Kenyatta University in December 2015. He is a non-executive director and is a member of the Nominations and Governance Committee. Dr. Kiboro is the Chancellor of Riara University and the Chairman of Family Bank Limited and Wilfay Investments Limited, a family-owned enterprise. He is also the Chairman of Green Blue Foundation Africa, whose mission is to restore degraded landscapes in Africa through partnerships and community participation to realize the desired goal of greening Africa.

Mr. Stephen Gitagama (57) holds an MBA and a Bachelor of Commerce (Accounting) from the University of Nairobi and is a Certified Public Accountant of Kenya. He is the Group Chief Executive Officer and was appointed to the Board in March 2008. He previously worked as a Finance Director with East African Breweries Limited. Mr. Gitagama is an executive director, and director of the Group's Subsidiary Companies and a member of the Strategy and Investments and the Nominations and Governance Committees.

Mr. Dennis Aluanga (56) holds an MBA from the University of Edinburgh (United Kingdom) and is a Certified Public Accountant of Kenya. He was appointed to the board in March 2009. He is a Partner at Helios Investment Partners, an Africa focused private equity firm. He was previously the Chief Operating Officer at Industrial Promotion Services (East Africa) and has also worked at NMG as the Group Finance Director and the Chief Operating Officer. Mr. Aluanga is a non-executive director and is the Chairman of the Nominations and Governance, and a member of the Strategy and Investments and the Editorial Committees.

Mr. Stephen Dunbar-Johnson (60) is a graduate of Worth School and Kent University in the United Kingdom. He has attended an Executive Management program at the Wharton School, University of Pennsylvania (USA) and has undertaken the Sulzberger program at the Colombia School of Journalism (USA). He is the President, International of the New York Times Company and is responsible for the oversight and strategic development of the company's international digital and print business. Previously, he was the Publisher of the International Herald Tribune. He was appointed to the Board in April 2018 and is the Chairman of the Strategy and Investments Committee.

Board of Directors' Profiles (continued)

Dr. Yasmin Jetha (71) holds a Master's degree in Management Science from Imperial College (London), and is a Fellow of the Chartered Institute of Management Accountants. She was awarded an honorary Doctor of Laws degree by the University of Leicester in 2005 and was made an honorary Fellow of the University of Bedfordshire in 2011. She is currently a non-executive director of Guardian Media Group and also NatWest Group PLC where she chairs the Group's Sustainable Banking Committee. During her executive career, she was the Chief Information Officer at Bupa and prior to that Chief Operating Officer at the Financial Times. Dr. Jetha joined the board in September 2009 as an independent non-executive director and is a member of the Strategy and Investments and Audit, Risk and Compliance Committees.

Mr. Wangethi Mwangi (71) holds a Master's of Business Administration in Strategic Management from Strathmore University, a Bachelor of Arts in Literature in English and Political Science from the University of Nairobi, a Post-Graduate Diploma in Mass Communications, and a certificate in professional mediation. With over 30 years of experience in journalism, he is a seasoned media professional. He previously worked for NMG, where he advanced to the position of Editorial Director. Currently, Mr. Mwangi serves on the Dean's Advisory Committee of the Aga Khan University's Graduate School of Media and Communications. He also acts as a resource person for the Media Council of Kenya and the Kenya Editors' Guild. He was appointed to the board as a non-executive director in July 2017 and is a member of both the Editorial and Human Resources Committees.

Mr. Leonard Mususa (70) is a Fellow of the Association of Chartered Certified Accountants (UK) and the Certified Public Accountants of Tanzania. Currently a private Management Consultant, he was the Country Senior Partner of PricewaterhouseCoopers in Tanzania until his retirement in June 2014. He also served in other roles, including Head of Assurance, Risk and Quality of the PwC Africa Central Region for three years and Head of Risk, Independence and Quality in the PwC East Africa Market area for two years. He was appointed to the NMG board as an independent non-executive director in March 2015. He is the Chairman of the Audit, Risk and Compliance Committee, a member of the Human Resources Committee and the Chairman of Mwananchi Communications Limited in Tanzania. He is currently the Chairman of Tanzania Breweries PLC and Reliance Insurance Company (Tanzania) Limited and an independent non-executive director of Tanzania Electric Supply Company Limited (a public utility) and Bank One Limited in Mauritius. He is also a director of NMB Bank PLC (Tanzania).

Mr. Francis Okomo Okello (74) holds a Second Upper Class Honors Bachelor of Laws Degree from the University of Dar es Salaam, Tanzania and is an Advocate of the High Court of Kenya. He is an Albert Parvin Fellow of Princeton University, Princeton School of Public and International Affairs (formerly Woodrow Wilson School of Public and International Affairs) (USA) as well as a Fellow of the Kenya Institute of Bankers (FKIB). He joined the Board in December 1995. Mr. Okello previously served as an Independent non-executive director of Absa Group Limited (formerly Barclays Africa Group Limited), Absa Bank Limited (South Africa) and immediate former Chairman of Absa Bank Kenya PLC (formerly Barclays Bank of Kenya PLC). He is also the Chairman of TPS Eastern Africa PLC (Serena Group of hotels and lodges). He previously served as a member of the Advisory Board of the Strathmore University Business School (formerly Strathmore Business School) and also as a member of the Advisory Committee of the Aga Khan University, Faculty of Arts and Sciences-East Africa. He is currently an executive director and Board Advisor at Industrial Promotion Services (East Africa). Mr. Okello is a non- executive director and is Chairman of the Editorial Committee.

Board of Directors' Profiles (continued)

Mr. Louis Otieno (59) holds a Master's of Business Administration from Long Island University and a Bachelor of Science from Mercy College (USA). He is a software developer by training. Mr. Otieno began his professional career in the USA, rising to the position of Assistant Vice President at EEC Financial Services in New York. He joined Microsoft Corporation in 1997, leading the business in Africa in different capacities for 21 years. An ICT for Development leader, Mr. Otieno promoted innovation such as the use of TV white spaces to provide high speed, affordable broadband connectivity in the unserved rural areas. He is a non-executive director at Absa Kenya Limited and chairs the boards of Airtel Networks Kenya Limited and Absa Asset Management Limited. Mr. Otieno was appointed to the board as an independent non-executive director in July 2017. He chairs the Human Resources Committee and is a member of the Editorial Committee.

Mr. Al-Noor Ramji (68) retired as the Group Chief Digital Officer for Prudential PLC where he was responsible for developing and executing an integrated long- term digital strategy for the group. Before joining Prudential PLC, he worked at Northgate Capital, a venture capital firm in Silicon Valley where he ran technology focused funds. Prior to that he worked as Chief Executive Officer of BT Innovate and Design, and Chief Information Officer and Chief Technology Officer at BT Group PLC. He then led Misys Banking PLC which was a banking software company. Mr. Ramji has served as the CTO and CIO for Qwest Communications, Dresdner Kleinwort Benson and UBS (then SBC). He was the founder and CEO of Webtek Software Pvt Ltd and is on the board of Argo Group International Holdings Ltd. and Tata Motors of India. He received an undergraduate degree from the University of London and is a Chartered Financial Analyst (CFA). He was appointed to the board as an independent non-executive director on 27 March 2020 and is a member of the Audit, Risk and Compliance Committee and the Strategy and Investments Committee.

Prof. Samuel Sejjaaka (60) is a partner at Sejjaaka, Kaawaase and Company, Certified Public Accountants in Uganda and also serves as the Country Team Leader/Principal of MAT ABACUS Business School. He has over 25 years' experience in management and leadership, including governance and oversight of public interest companies, supervision of assurance functions and strategy formulation for growth. Prof. Sejjaaka is the current Chairman of the Petroleum Revenue Investment Reserve Advisory Committee, Old Mutual Investment Group Uganda Limited, Pristine Foods Limited and also sits on the Board of UAP Old Mutual Life Assurance Limited. He served as Chairman of Uganda Development Bank Limited (2012-2018), Board Member of Stanbic Bank Uganda Limited (2007-2017), and Biyinzika Poultry Industries Limited (2016-2021). Prof. Sejjaaka previously lectured at Uganda's oldest tertiary institution, Makerere University (later the Makerere University Business School) and rose to the position of Deputy Principal (1991-2014). He was appointed as a non-executive director of the board on 1 February 2022. He is a member of the Audit, Risk and Compliance Committee and Chairman of the Company's subsidiary in Uganda, Monitor Publications Limited.

Mr. Sultan Ali Akbar Allana (64) is the Head of Financial Institutions Group of the Aga Khan Fund for Economic Development (AKFED), overseeing AKFED investments in commercial banks, insurance companies and microfinance banks. With nearly 40 years of experience in retail, corporate and investment banking, he is also the Chairman of Pakistan's largest commercial bank, Habib Bank Limited (HBL), and has been a key figure in the country's financial landscape since 2004. He led the board of HBL and the successful privatization bid for AKFED. Post privatization, HBL has made significant progress, enhanced its footprint and registered impressive growth rates. He is committed to financial inclusion and has been awarded the Sitara-e-Imtiaz and Hilal-e-Imtiaz by the Pakistani government for his services in financial inclusion and economic challenges. Mr. Allana was appointed to the Board in May 2024.

Board of Directors' Profiles (continued)

Mr. Fayyaz Nurmohamed (52) is the Director of Communications for His Highness the Aga Khan and the Aga Khan Development Network (AKDN) and oversees global communications for both offices. He has served His Highness the Aga Khan for nearly 25 years, responsible for the coordination of policy, strategy, and planning across all the agencies of the Aga Khan Development Network, His Highness's diplomatic relationships, the AKDN's institutional partnerships, and the institutions of the Ismaili Muslim community. He serves on the governance bodies of several AKDN agencies. Prior to joining His Highness's secretariat in 1998, Fayyaz was a management consultant with McKinsey and Company in Toronto. He received his BA from Stanford University and Master of Philosophy from Oxford, where he studied as a Rhodes Scholar. Mr. Nurmohamed was appointed to the Board in May 2024.

Ms. Nancy Matimu (49) is the Founder and CEO of Serrari Group. An accomplished marketing executive and business leader, Nancy has previously held several senior management positions including, Managing Director at MultiChoice Kenya, Vice President, Sub – Sahara Africa, Market Development at Mastercard, Chief Digital and Marketing Officer and Director of Mobile Financial Services at HF Group and Head of Safaricom Home and Content, amongst other senior positions at Safaricom and Airtel. She is the Vice-Chairperson, University Council Board, KCA University, a Global Board Trustee at Education Sub-Saharan Africa (ESSA) and Director at Rapyd (previously PayU Company). She holds an MBA from Strathmore Business School and IESE Business School, a Bachelor of Environmental Studies, Planning and Management, from Kenyatta University and a diploma in Marketing from the Chartered Institute of Marketing, UK. Ms. Matimu was appointed to the Board in May 2024.

Mrs. Sumayya Hassan (50) holds a Master of Laws (LLM) degree from the University of Bristol and a Bachelor of Laws (LLB) degree from Lancaster University. She is an Advocate of the High Court of Kenya and has a Postgraduate diploma in Law from the Kenya School of Law. Mrs Hassan is also a director at Takaful Insurance of Africa Limited. She was previously Managing Director and Chief Executive Officer of the National Oil Corporation of Kenya. She was appointed to the Board as an Independent non-executive director in September 2019 and is a member of the Editorial and the Strategy and Investments Committees.

Mr. Richard Tobiko (50) holds an MBA from Warwick Business School, University of Warwick (UK) and a Bachelor of Commerce (Accounting Option) degree from the University of Nairobi. He is a Certified Public Accountant (CPA - K) and a member of the Institute of Certified Public Accountants of Kenya (ICPAK). He has previously worked with several local and global organizations in the manufacturing and service sectors; amongst them, KETRACO where he was General Manager, Finance and Strategy, African Development Bank (AfDB) as Financial Management Consultant, General Electric (GE) as Centre Leader for Sub Sahara Africa Shared Services Hub, Al Jazeera Media Network as Director of Finance and Administration and Nation Media Group as Chief Accountant. He is currently the Chairman of the Audit Committee of Property Development Management (PDM). He was appointed Group Finance Director in October 2018 and Chief Financial Officer in 2022. He joined the Board as an Executive Director on 1 March 2019 and is a member of the Strategy and Investments Committee. Mr. Tobiko was appointed alternate director to the Group Chief Executive Officer in May 2024.

Ms. Angela Namwakira (42) is a Partner at Adili Corporate Services Kenya. She is a corporate governance and legal professional with close to 20 years of experience acting as Company Secretary to various multinationals of note as well as local public and private companies including small and medium-sized enterprises. She has a demonstrable track record in the areas of statutory and regulatory compliance, corporate governance, strategic planning, corporate structuring and company law and practice. She also advises on immigration related issues. Angela holds a Bachelor of Laws (LLB) from the University of Nairobi. She is an advocate of the High Court of Kenya with over 15 years post admission experience, a practicing Certified Secretary and an accredited Governance Auditor. She is also a Member of the Women on Boards Network (WOBN). She was appointed as Company Secretary on 1 April 2021.

Dr. Wilfred D. Kiboro
Group Chairman

Group Chairman's Statement

Dear Shareholders,

On behalf of the Board of Directors, it is my pleasure to present to you the Nation Media Group's ('the Group') business performance for the year ending December 31, 2023 and the Group's strategic direction going forward.

Business Operating Environment

The global economy experienced a slowdown in 2023, with rising commodity prices, high inflation, tightening of global financial conditions, and geopolitical tensions in Europe, the Middle East and Africa.

East Africa showed great economic resilience, with Africa Development Bank's Economic Outlook indicating that the region was poised to register the highest economic growth performance on the continent in 2023 and 2024 at 5.1% and 5.8% respectively, driven by its services sector, renewed investor interest, infrastructure reforms, and growth in tourism numbers.

Tanzania's GDP growth rate was expected to reach 5.1% in 2023 on the strength of post-pandemic gains, buoyed by International Monetary Fund (IMF) and World Bank-driven structural reforms to improve the economy, grow investments, and reduce the regulatory burden. Uganda's economy also recovered from a sharp contraction occasioned by the Covid-19 pandemic that resulted in the country's slowest growth in over three decades. The recovery was led by agriculture, with government's commitment to industrialisation acting as a key enabler. Kenya registered a Gross Domestic Product (GDP) growth of 5.6% in the year.

The region was, however, not spared the effects of the global downturn with tightening of global financial conditions, high fuel and commodity prices, as well as high interest and inflation rates negatively affecting the economy and industries in turn.

A depreciation of the Kenyan shilling by almost 20% against the US dollar in 2023 resulted in significant increases in the cost of newsprint and other raw materials. This, coupled with the high cost of fuel, further increased our production and distribution costs, and impacted operating margins substantially.

We continue to hold true our belief that "the development of an informed perspective enables *communities to fulfil their true potential*" and remain dedicated to the fulfilment of the mandate for which NMG was established.

Relentless increases in the cost of living reduced the share of wallet available for content purchases, while overall advertising revenues in our largest market, Kenya, decreased by 7% compared to the preceding financial year. These factors, coupled with the battle for content across a myriad of platforms, affected our content and advertising revenues.

Media Sector Environment

Kenya

2023 proved to be a difficult year for the media in Kenya as a whole, with the industry experiencing attacks on press freedom, from arbitrary verbal threats and hostility to attacks and arrests during demonstrations by various protesting groups. Kenya's ranking on the Reporters *Without Borders (RSF) World Press Freedom Index* fell from position 69 in 2022, to 116 out of 180 in 2023, the third largest fall.

Notwithstanding these challenges, our commitment to our role or mission in society has not faltered. We continue *to hold true our belief that "the development of an informed perspective enables communities to fulfil their true potential"*, and remain dedicated to the fulfilment of the mandate for which NMG was established.

Uganda

In Uganda, the media industry made significant progress regarding press freedom, with several independent news outlets cropping up, especially in the digital space. The resulting increased competition has led to higher quality in reporting, growing media consumption backed by easy access to the internet, and improvement in technology-based broadcasts. However, criminalisation of media offences, which interferes with editorial independence, still poses a challenge.

Tanzania

Positive amendments in the Media Services Act (2016) saw journalists and printers being indemnified from criminal defamation prosecution and removed the mandate of government advertising from newspaper regulators. The amendments are part of the ongoing efforts to create a conducive environment for journalists and media companies to undertake their mandate efficiently and effectively in the country.

Our Mission

Over the years, every strategic decision and new initiative we have taken has been driven by our pursuit to bring about societal change and support the achievement of economic, political, and social emancipation of the societies we serve.

Since our inception, we have grown and expanded our reach from a single newspaper company to a regional media house with a physical footprint in four African countries, and a virtual global footprint. We intend to continue expanding the depth of our reach and influence through our digital products and thought leadership platforms.

Our role in society transcends record-keeping to include agenda-setting and advocacy for the good of society. Over the years, NMG, like many media houses across the globe, has faced a myriad of challenges, including business disrupting sanctions due to its independent editorial

Group Chairman's Statement (continued)

posture. Notwithstanding the challenges, we have continued to voice the concerns of the ordinary citizen, maintain the rule of law, applaud note-worthy people and events, and contribute towards the sustainability of the region - economically, socially, and politically. We are committed to doing this without malice and with an unequivocal focus on our editorial values - truth, accuracy, objectivity, balance, and fairness.

We remain guided by the values that we were founded on and commit to continually play our role in society in an independent and non-partisan manner.

Financial Performance

Against the business and operating environment set out earlier, the Group posted a turnover of Shs7.1 billion and a loss before tax of Shs0.4 billion compared to a turnover of Shs 7.2 billion and a profit before tax of Shs0.5 billion in 2022. The steep rise in the cost of doing business against a muted revenue base and an exceptional, one-off write-down of the printing press in Kenya, collectively contributed to the unfavorable results.

The decision to fully depreciate the printing press was informed by a clear determination of the Group to step up its development of the digital business to offset the declining prospects of the print publishing business. The Group's performance is discussed more broadly in the Chief Executive Officer's report.

Transformation

The media industry has experienced significant changes and upheavals over the years, with print circulation and consumption declining globally, and the advent of new technology and the proliferation of media and content platforms resulting in a highly fragmented industry and ever-changing consumption patterns.

Our greatest asset is our ability to research, collate, analyse and deliver unique and quality content that resonates with our audiences and supports individuals, businesses and economies to

Our role in society transcends record-keeping to include agenda-setting and advocacy for the good of society.

make decisions and act. We firmly believe that these core strengths remain critical to our future success and will ensure that they are maintained even as we acquire and build new skills that are fundamental to thriving in the new digital environment. We expect to continue to evolve not only our product offerings but also in the skill sets and organisation necessary to retain our lead in pursuit of our vision.

Dividends

Given the prevailing economic environment and the Group's investment plans, the Directors do not recommend payment of dividends in the year.

Share Buyback

Following the approval of a Share Buyback by the Shareholders at the AGM held in 2023, 14.3 million shares (75.3% of the approved target) have been bought back by the company. The Buyback offer will close on 2nd July, 2024.

Kusi Ideas Festival

The Group hosted the fifth edition of the *Kusi Ideas Festival* in Gaborone, Botswana, in partnership with the Government of Botswana, led by H.E. Dr. Mokgweetsi Masisi. This edition continued its legacy as a beacon of intellectual discourse in Africa, and brought together a diverse array of Africa's most brilliant minds, attracting two Heads of State - H.E. Dr. Mokgweetsi Masisi, President of the Republic of Botswana, and H.E. Emmerson Mnangagwa, President of the Republic of Zimbabwe, two Prime Ministers - Rt. Hon. Dr. Edouard Ngirente, Prime Minister of Rwanda, and Hon. Dr. Doto Biteko, Deputy Prime Minister of Tanzania, 32 speakers from 13 countries, 1,374 in-person delegates and 2,888 virtual participants.

Hosted under the theme *"Africa's Agenda 2063: Making the Dream Come True"*, Kusi V explored the ideas, innovations and partnerships that will propel Africa towards the realisation of its dream - to be a united, prosperous, healthy, respected and democratic continent.

The *Kusi Ideas Festival* has, year after year, advocated for open borders and the free movement of people and goods to bolster economic performance and create opportunities for individuals and businesses.

Over the years, we have witnessed deliberations at the *Kusi Ideas Festival* take root and translated to action. Amid the Covid-19 pandemic in 2021, the Festival in Ghana focused on the importance of enhancing intra-African trade to drive the continent's self-reliance following an economic slump. We are happy to note that a 2023 AfDB report on intra-African trade showed a growth of 18.6% in 2022, boosted by the implementation of the African Continental Free Trade Agreement (AfCFTA).

Discussions on visa -free travel to facilitate trade and travel between Botswana and Zimbabwe, were initiated during the 2023 Kusi Presidential Panel. This bilateral agreement was not an isolated incident, with Rwanda and Kenya having earlier followed the example of Benin, The Gambia and Seychelles, to open their borders for visa-free travel for fellow Africans.

This is the purpose for which Kusi was created — to drive the conversations that matter, and subsequently transform the continent into the global powerhouse it is destined to be. We look forward to witnessing and reporting more developments linked to the conversations held at Kusi.

Sustainability

In 2023, we formally unveiled and

Group Chairman's Statement (continued)

operationalised *The Nation Media Foundation* (NMF) as NMG's social impact arm to, among other objectives, support the attainment of the United Nation's Sustainable Development Goals. The foundation will also serve as the nexus between business and development, identifying and expanding the connection between socio-environmental and economic progress.

I am glad to report that in its first year, the foundation made significant traction in its Education and Literacy pillar with its signature initiative set to impact hundreds of thousands of students and their families, through access to learning material, digital tools and education programmes housed in community libraries, initially in Kenya, and later spread across the region.

Climate Change

In our quest to contribute to the climate adaptation and mitigation agenda on the continent, the Group launched the Earthwise Summit in the second half of the year. The event, held at the Nairobi National Park, created an avenue for industry players to share ideas, knowledge and experiences on the climate challenges facing the African continent. Nature-based solutions, energy transition, and integration of climate change into national and regional policies were also explored, ahead of COP-28 which was held in Dubai. This is set to become an annual event that seeks to set the agenda of the East African region at every COP meeting.

The Foundation will serve as the nexus between business and development, identifying and expanding the connections between socio- environmental and economic progress.

Governance and Risk Management

The Board is committed to carrying out its fiduciary duty to stakeholders and as such, it has remained steadfast in driving and supporting the organisation's strategic direction, establishing proper governance structures, controls, and guidance, to secure the business' future.

As a content company, our Editorial Board Committee (EBC) plays a crucial role in overseeing the Group's print, digital and broadcast activities, which form the core of our business. The EBC acts as the custodian of our Editorial Policy Guidelines and Objectives, which have been updated to reflect the changing digital landscape, and has oversight on matters of quality. It also provides an independent voice on controversial content, serves as a sounding board for sensitive matters, and works with the management team to guide the Group's editorial direction.

The nature of our industry exposes us to a unique set of risks that require a pro-active management approach to ensure that we are able to anticipate, prepare for, and adequately respond to changes in the environment. The Board's Audit, Risk and Compliance (ARC) Committee takes lead on these matters, including compliance to regulations and best practices within the industry and the region.

The ARC assists the Board in discharging its corporate governance responsibilities in relation to risk management, internal controls, statutory compliance and audit functions. Through the ARC, the Board establishes and oversees independent, objective, and competent risk management, compliance, and internal audit functions. The ARC responsibilities are detailed in the ARC Charter.

The Board, through the ARC, approved an Enterprise Risk Management Framework and Policy (ERM) to guide NMG's approach to risk and risk management. The Framework is anchored on leading international risk management standards, including ISO 31000:2018 that provides the principles,

We are making bold choices for our future and accelerating our transformation.

framework, and guidelines for the risk management process, as well as the Committee of Sponsoring Organizations (COSO) ERM Framework which provides a comprehensive approach to managing risks in line with the business strategic objectives.

Board Changes

In 2023, Prof. Lee Huebner, Professor at the School of Media and Public Affairs at The George Washington University in Washington, D.C. (USA) retired from the NMG Board of Directors. Prof. Huebner served NMG diligently as a non-executive director for 28 years, bringing a wealth of knowledge and experience as a global corporate executive in media and academia. The Board and Management of NMG thank him for his selfless and invaluable service over the years.

It gives me great pleasure to introduce three new members, who joined the NMG Board of Directors in May 2024. They are: Mr. Sultan Ali Akbar Allana - Head of Financial Institutions Group of the Aga Khan Fund for Economic Development (AKFED), Mr. Fayyaz Nurmohamed - Director of Communications for His Highness, the Aga Khan, and the Aga Khan Development Network (AKDN), and Ms. Nancy Matimu - CEO, Serrari Group. They collectively bring a wealth of experience and diversity of perspectives that will further enrich the contribution of the Board in the Group's continuing development.

Looking Ahead

The past 65 years have been both challenging and exciting in equal measure, but the one thing that has stood the test of time is NMG's resilience in the face of change. We have built a robust organisation that has weathered political storms, economic upheavals, and technological changes. We believe

Group Chairman's Statement (continued)

that we have gone through the worst of times and emerged victorious.

> **While technology has been our greatest disruptor, it is also our greatest enabler to the achievement of our vision.**

We are cognisant that while print is our history and the backbone of our legacy, digital is the current future. Therefore, even as we continue to offer our content across all our existing platforms, we are making bold choices for our future and accelerating our transformation journey to meet our audience needs and create avenues for new revenue streams through subscriptions, partnerships, sponsorships, and events.

While technology has been our greatest disruptor, it is also our greatest enabler for the achievement of our vision. The advent of Artificial Intelligence (AI) technology has brought about changes in the media industry, with better data analysis and fact checking, optimised content creation, enhanced personalisation of user experiences, and so much more. We believe that its adoption will have exponential benefits to our business offerings and outcomes.

We are positive that we are well on the path to the achievement of our dream to be the *Media of Africa for Africa* and have no doubt that our continued investment will bear fruit.

We look forward to the day that the politician in Senegal, the university student in Egypt, the business mogul in Tanzania, and the artist in Namibia will access *Nation.Africa* to keep up with the development of Africa and use the content to advocate for the continent's agenda. The Board, management and staff are optimistic about this dream and confident on its delivery to catalyse the growth of Africa, whilst enhancing the NMG's shareholder value as well.

My appreciation goes to our staff, management, and my fellow Board members, who have dedicated their time, passion, and expertise over the course of the year to enrich and solidify our purpose during this period of transformation.

To our audiences, advertisers, other business partners, and shareholders, we thank you for continually trusting us to play our role in ensuring that we see an Africa that is leading the charge on the global stage.

Thank You.

Dr. Wilfred D. Kiboro

Group Chairman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Dr. Wilfred D. Kiboro
Mwenyekiti

Taarifa Ya Mwenyekiti

Wapendwa Wenyehisa,

Kwa niaba ya Bodi ya Wakurugenzi, ni furaha yangu kuwapa ripoti ya matokeo ya kibiashara ya Kampuni ya Nation Media Group ('Shirika') kwa mwaka uliokamilika tarehe 31 Disemba 2023 pamoja na mustakabali wa mwelekeo wa kimkakati.

Mazingira ya Kuendesha Biashara

Shughuli za kiuchumi zilipungua kote duniani mwaka 2023 kukiwa na ongezeko la bei ya bidhaa, mfumuko wa bei za bidhaa, hali ngumu za kifedha kote duniani na taharuki za siasa za dunia barani Ulaya, Mashariki ya Kati na Afrika.

Afrika Mashariki ilishuhudia hali ya ustahimilivu mkubwa wa kiuchumi huku ripoti ya Taswira ya Kiuchumi ya Benki ya Africa Development ikiashiria kuwa eneo hili lilikuwa katika nafasi ya kusajili utendaji wa juu zaidi ya kiuchumi barani mwaka 2023 na 2024 kwa viwango vya 5.1% na 5.8% mtawalia, huku ikiwa imesababishwa na sekta ya huduma, kuvutiwa tena kwa wawekezaji, mageuzi ya kimuundomsingi na ukuaji katika idadi ya shughuli za utalii wa ndani.

GDP ya nchi ya Tanzania ilitarajiwa kufikia 5.1% mwaka 2023 kutokana na faida walizopata baada ya tandavu, zilizoletwa na mageuzi ya kimfumo yaliyofanywa na Shirika la IMF na Benki ya Dunia kwa lengo la kuimarisha uchumi, kukuza uwekezaji na kupunguza mzigo wa kiudhibiti. Uchumi wa Uganda uliimarika hata baada ya kupitia kipindi kigumu kufuatia tandavu ya COVID-19 ilisababisha uchumi wa nchi hiyo kukua polepole katika zaidi ya miongo mitatu. Sekta ya kilimo iliongoza juhudi hizi za ukuaji kurejea kwa uchumi huku serikali ikiahidi kuhakikisha sera ya viwanda kutumika kama kichochezi muhimu. Kenya iliandikisha ukuaji wa GDP wa kiwango cha 5.6% katika mwaka huo.

Hata hivyo, eneo hili halikusazwa kutokana na athari za kupungua kwa shughuli za kiuchumi kote duniani kwa hali ngumu za kifedha, na bei za juu za bidhaa na mafuta pamoja na viwango vya juu vya riba na mfumuko wa bei ziliathiri vibaya uchumi na viwanda.Kupungua kwa thamani ya shilingi ya Kenya hadi kufikia takribani 20% dhidi ya dola ya Marekani mwaka 2023, ilipelekea kuongezeka kwa gharama za kuagiza bidhaa za uchapishaji wa habari na malighafi nyingine muhimu. Hali hii, pamoja na gharama ya juu ya mafuta, ziliongeza gharama yetu ya uzalishaji na usambazaji hivyo kumeza sehemu ya mapato yetu ya usambazaji kwa kiasi fulani.

Tunashikilia kwa dhati imani ya chapa yetu kuwa *"ukuzaji wa mitazamo ya maarifa huwezesha jamii kutimiza uwezo wao wa kweli"* na tunaendelea kujitolea ili kutimiza wajibu wa kuanzishwa kwa shirika hili.

Kupanda kwa gharama ya maisha kulipunguza mgao wa akiba inayopatikana kwa ununuzi wa maudhui huku mapato yetu ya biashara ya matangazo katika soko letu kuu, Kenya, lilipungua kwa 7% ikilinganishwa na mwaka wa kifedha uliotangulia. Hali hizi, pamoja na hitaji la maudhui kwenye majukwaa mbalimbali ziliathiri maudhui na mapato ya matangazo.

Mazingira ya Sekta ya Vyombo vya Habari

Kenya

Mwaka 2023 ilikuwa mwaka mgumu kwa sekta ya habari nchini Kenya kwa jumla, sekta hii ikishuhudia matukio ya kushambuliwa kwa uhuru wa vyombo vya habari kutokana na vitisho vya kusemwa bila mpango na ukatili, hadi mashambulizi na kukamatwa kwa wanahabari nyakati za maandamano kwa makundi mbali mbali yaliyokuwa yanaandamana. Orodha ya Kenya katika *Faharasa ya Reporters Without Borders (RSF) World Press Freedom* ulishuka kutoka nambari 69 mwaka 2022, hadi 116 kati ya 180 mwaka 2023, kushuka pakubwa zaidi katika nafasi tatu.

Hata baada ya kutokea kwa changamoto hizi, jukumu letu au lengo letu katika jamii halijayumba. Tunashikilia kwa dhati imani yetu kuwa *"ukuzaji wa mitazamo ya maarifa huwezesha jamii kutimiza uwezo wao wa kweli"* na tunaendelea kujitolea ili kutimiza wajibu ambapo NMG ilipoanzishwa.

Uganda

Nchini Uganda, sekta ya habari ilipiga hatua kubwa kuhusiana na uhuru wa vyombo vya habari, huku vituo kadhaa huru vya habari vikiibuka hususan katika mawanda ya kidijitali. Hali hii iliongeza ushindani na kusababisha ubora wa juu wa kuripoti, matumizi ya maudhui ya vyombo vya habari kutokana na urahisi wa kufikia intaneti na kuimarika kwa matangazo yanayotegemea teknolojia. Hata hivyo, kuharamishwa kwa makosa vya vyombo vya habari hali inayohitilafiana na uhuru wake wa uhariri, bado ni changamoto kubwa.

Tanzania

Marekebisho chanya kwenye Sheria ya Vyombo vya Habari (2016) iliwalinda wanahabari na wachapishaji dhidi ya mashtaka ya uhalifu wa kuharibu jina na kuondoa wajibu wa matangazo ya serikali kutoka kwa wadhibiti wa magazeti. Marekebisho haya ni sehemu ya juhudi zinazoendelea za kuweka mazingira mazuri kwa wanahabari na kampuni za vyombo vya habari kutekeleza majukumu yao kwa ufanisi na kwa njia faafu.

Maazimio Yetu

Kwa miaka mingi, kila uamuzi wa kimkakati na mkakati mpya, tumechukua hatua kutokana na azma yetu ya kuleta mabadiliko ya kijamii na kuwezesha mafanikio ya kupata ukombozi wa kiuchumi, kisiasa na kijamii katika jamii tunazofanya kazi nazo.

Tokea kuanzishwa kwa shirika hili, tumekua na kadhalika kupanua eneo letu la kazi kutoka kwa kampuni moja ya gazeti hadi kufikia shirika kubwa la habari katika ukanda mzima, huku tukiwa na ofisi katika nchi nne za Afrika, na pia tumezagaa kimtandao katika ulimwengu mmzima.Tunalenga kuendelea kupanua maeneo ya utendakazi wetu na ununda kote katika bidhaa za kidijitali na katika majukwaa ya kiuongozi.

Taarifa ya Mwenyekiti (inaendelea)

Jukumu letu katika jamii ni zaidi ya kuhifadhi kumbukumbu ikiwa ni pamoja na kubainisha ajenda na utetezi wa mambo yanayofaa jamii. Kwa miaka mingi iliyopita, NMG kama vilivyo vyombo vingine vya habari ulimwenguni kote, tumekumbana na changamoto si haba, ikiwa ni pamoja na kuvurugwa kwa shughuli zetu kutokakana na kanuni zetu za uhuru wa uhariri. Licha ya changamoto hizo, tumeendelea kuwa sauti ya mambo yanayowakera wananchi wa kawaida, kudumisha sheria, kusherehekea watu na matukio yanayostahili na kuchangia katika uendelevu wa ukanda huu - kiuchumi, kijamii na kisiasa. Tumejitolea kufanya haya bila hinda na kwa makini isiyo na kifani kwenye maadili yetu ya uhariri - kweli, usahihi, uyakinifu, usawa na haki.

Tunaendelea kuongozwa na maadili ambayo ilikuwa misingi yetu na tunajitolea kuendelea kuchukua nafasi yetu katika jamii kwa njia huru na isiyoegemea upande wowote.

Matokeo ya Kifedha

Dhidi ya mazingira ya biashara na utendakazi uliotajwa awali, Shirika hili lilipata mauzo ya shilingi bilioni Shs 7.1 na hasara ya kabla ya kodi ya shilingi bilioni Ksh 0.4 ikilinganishwa na mapato ya bilioni 7.3 na faida kabla ya kodi ya bilioni 0.5 mnamo 2022. Ongezeko la gharama ya kufanya biashara dhidi ya mapato ya kimsingi na udongoaji wa mara moja wa kiwanda cha uchapishaji nchini Kenya, kwa pamoja vilichangia kwa matokea hayo ambayo hayakuwa ya kuridhisha.

Uamuzi wa kupunguza kabisa shughuli za kitengo hicho ulifikiwa baada ya maamuzi ya kuimarisha michakato ya shughuli za biashara ya kitengo cha dijitali ili kupunguza matarajio ya biashara ya uchapishaji. Matokeo ya biashara ya Shirika yamejadiliwa kwa undani zaidi katika Ripoti ya Mkurugenzi Mkuu Mtendaji.

Mabadiliko

Sekta ya habari imekuwa na mabadiliko mengi na mitikasi kwa miaka mingi sasa

Jukumu letu katika jamii ni zaidi ya kuhifadhi kumbukumbu bali pia inajumuisha kubainisha ajenda na utetezi wa mambo yanayofaa jamii.

huku usambazaji na usomaji wa magazeti ukipungua katika ulimwengu mzima, na ujio wa teknolojia mpya pamoja na kuanzishwa kwa majukwaa mapya ya habari na maudhui kusababisha mkorogo maalum kwenye sekta hii na kuwepo kwa mabadiliko kuhusu utumiaji wa bidhaa hizi.

Rasilimali yetu kuu ni uwezo wetu wa kutafiti, kukusanya, kutathmini na kuandaa maudhui faafu yanayoafiki mahitaji ya wateja wetu na kuwasaidia watu binafsi, biashara na chumi ili kufanya maamuzi na kuchukua hatua. Tunaamini kwa dhati kwamba huu uwezo wetu unabakia kuwa wa umuhimu mkubwa kwa mafanikio yetu ya baadae na utahakikisha kwamba unazingatiwa hata wakati ambapo tunasaka na kuandaa maarifa mapya yatakayoweka msingi kamili wa ufanisi katika mazingira mapya ya kidijitali.

Tunatazamia kuendelea kubadilika sio tu kwa bidhaa zetu tunazotoa lakini pia katika maarifa na mpangilio madhubuti ili kuendelea kuongoza wakati tunapozingatia amza yetu.

Migao

Kutokana na hali inayoendelea ya kiuchumi na mipango ya uwekezaji ya Shirika, Wakurugenzi hawapendekezi malipo ya mgao wa mapato kwa mwaka huu.

Ununuzi Upya wa Hisa

Kufuatia uidhinishwaji wa Ununuzi Upya wa Hisa na Wenyehisa katika Mkutano Mkuu wa Kila Mwaka uliofanyika mnamo 2023, hisa Milioni 14.3 (75,3% ya kiwango kilichoidhinishwa) zimenunuliwa na kampuni. Ununuzi Upya huo utafungwa mnamo tarehe 2 Julai, 2024.

Tamasha la Kusi Ideas Festival

Shirika liliandaa makala ya tano ya Tamasha la Kusi Ideas Festival huko Gaborone kwa ushirikiano na Serikali ya Botswana, ikiongozwa na Mhesh. Dkt. Mokgweetsi Masisi. Makala haya yaliendeleza urithi wake kama msingi wa majadiliano ya maarifa barani Afrika, na kuleta pamoja watu wenye ujuzi mbalimbali kutoka Afrika, na kuhudhuriwa na Wakuu wa Serikali - Mhesh. Dkt. Mokgweetsi Masisi, Rais wa Jamhuri ya Botswana na Mhesh. Emmerson Mnangagwa, Rais wa Jamhuri ya Zimbabwe, Mawaziri Wakuu wawili - Rt. Mhesh. Dkt. Edouard Ngirente, Waziri Mkuu wa Rwanda na Mhesh. Dkt. Doto Biteko, Naibu Waziri Mkuu wa Tanzania, wazungumzaji 32 kutoka nchi 13, wajumbe 1,374 waliohudhiria ana kwa ana na washiriki 2,888 wa mtandaoni.

Chini ya kauli mbiu ya *"Africa's Agenda 2063: Making the Dream Come True", Kusi* V iliangazia mawazo, uvumbuzi na ushirikiano utakaofanya Afrika kutumiza ndoto zake - kuwa bara lenye umoja, ufanisi, afya na kuheshimiwa na la kidemokrasia.

Kusi Ideas Festival kwa miaka sasa, imepigania kufungua mipaka na uhuru wa watu na bidhaa kutembezwa ili kuimarisha matokeo ya kiuchumi na kuunda fursa za kazi kwa watu na biashara.

Kwa miaka mingi, tumeshuhudia majadiliano yaliyofanywa katika Tamasha la Kusi Ideas Festival kutekelezwa na kuchukuliwa hatua. Wakati wa tandavu ya COVID-19 mwaka 2021, Tamasha iliyofanywa nchini Ghana ililenga umuhimu wa kuboresha biashara ya ndani ya Afrika ili kuendeleza hali ya kujitegemea kwa bara kufuatia kupungua kwa shughuli za kiuchumi. Tunafurahi kubainisha kuwa ripoti ya AfDB ya 2023 kuhusu biashara ya ndani ya Afrika ilishuhudia ukuaji wa 18.6% mwaka 2022, iliyopigwa jeki na utekelezaji wa

Taarifa ya Mwenyekiti (inaendelea)

Makubaliano ya Biashara Huru ya Bara la Afrika (AfCFTA).

Mazungumzo kuhusu uhuru wa kusafiri bila pasipoti ili kuwezesha biashara na usafiri kati ya Botswana na Zimbabwe, yaliyoanzishwa katika Jopo la Marais la Kusi mnamo 2023. Makubaliano haya hayakuwa tukio lililojibana kwa Rwanda na Kenya kwa kufuata mfano wa Benin, Gambia na Uselisheli, ili kufungua mipaka yao kwa ajili ya usafiri bila kutumia visa kwa mandugu Waafrika.

Haya ndiyo yaliyokuwa madhumuni ya kuanzisha Kusi, kuendesha mazungumzo ya muhimu na baadaye, kuleta mageuzi katika bara hili ili liwe na nguvu kimataifa jinsi inavyoelekea kuwa. Tunatazamia kushuhudia na kuripoti maendeleo zaidi yanayohusishwa na mazungumzo yaliyofanyika katika Kusi.

Uendelevu

Mnamo 2023, *Wakfu wa Nation Media Foundation* (NMF) ulianzishwa rasmi na kuanza utendakazi wake mnamo 2023 kama kitengo cha NMG cha kuishughulikia jamii na kutekeleza miradi ya Shirika inayolenga kuunga mkono na kuyafikia Malengo ya Maendeleo Endelevu (SDG's) .

Kadhalika, utatimika kama kiungo kati ya biashara na maendeleo, kwa kutambua na kupanua miunganisho kati ya hatua za kijamii na kimazingira pamoja na za kiuchumi.

Ninafurahi kuripoti kuwa katika mwaka wake wa kwanza, wakfu huu ulipiga hatua kubwa katika nguzo zake za Elimu na Uwezo wa Kusoma na Kuandika kupitia mpango wake maalum uliowekwa ili kuleta mabadiliko katika maisha ya mamia ya maelfu ya wanafunzi na familia zao, kupitia ufikiaji wa nyenzo za masomo, zana za kidijitali na mipango ya elimu kupitia maktaba za kijamii, awali itafanyikia Kenya, na baadae kusambaa katika ukanda mzima.

Kadhalika, utatimika kama kiungo kati ya biashara na maendeleo, kwa kutambua na kupanua miunganisho kati ya hatua za kijamii na kimazingira pamoja na za kiuchumi.

Mabadiliko ya Tabianchi

Katika malengo yetu ya kuchangia kwenye mabadiliko ya tabianchi pamoja na ajenda ya udhibiti katika bara hili, Shirika lilizindua Earthwise Summit katika kipindi cha pili cha mwaka. Tukio hili, lililofanyika katika hifadhi ya wanyama ya Nairobi National Park, liliunda fursa ya wahusika kwenye sekta kutangamana na kubadilishana mawazo, maarifa na tajriba kuhusu changamoto za masuala ya tabianchi yanayokumba bara la Afrika. Suluhu zinazozingatia mazingira halisi, mabadiliko ya kawi na muingiliano wa mabadiliko ya tabiachi hadi kwa sera za kitaifa na kikanda zilijadiliwa pia, hii ilikuwa kabla ya COP-29 itakayofanyika huko Dubai. Hii inatazamiwa kuwa hafla ya kila mwaka inayolenga kuunda ajenda ya ukanda wa Afrika Mashariki katika mkutano wa COP.

Utawala na Udhibiti wa Hatari

Bodi imejitolea kutekeleza jukumu lake kwa washikadau wake na kwa hivyo, imesalia katika mstari wa mbele kuendesha na kuwezesha mwelekeo wa kimkakati wa shirika, kuweka utawala, vidhibiti na mwongozo unaofaa ili kulinda mustakabali wa biashara.

Kama kampuni inayoshughulikia maudhui, Kamati yetu ya Bodi ya Uhariri (EBC) ina nafasi muhimu katika kusimamia uchapishaji wa Shirika, shughuli za kidijitali na za matangazo, ambayo ndiyo msingi wa biashara yetu. EBC ndiyo inatumika kama hifadhi ya Miongozo yetu ya Sera na Malengo ya Uhariri, ambayo yamesasishwa ili kuakisi mabadiliko katika mawanda ya kidijitali na inasimamia masuala ya ubora. Pia inatoa sauti huru kuhusu habari zenye utata, inatumika kama bodi yenye urazini wa kujadili masuala nyeti na kushirikiana na timu ya usimamizi ili kudhibiti mwelekeo wa kiuhariri wa Shirika.

Ingawa teknolojia imekuwa chanzo cha kuvugwa pakubwa kwa shughuli zetu, pia ni kiwezeshaji chetu kikubwa cha kufikia maono yetu.

Asili ya sekta yetu inatuweka katika hatari mahususi zinazohitaji mbinu endelevu za kiusimamizi ili kuhakikisha kuwa tunaweza kutarajia, kujiandaa na kuitikia ipasavyo mabadiliko katika mazingira. Kamati ya Ukaguzi, Hatari na Utiifu ya Bodi (ARC) inaongoza katika masuala haya, ikiwa ni pamoja na udhibiti wa utiifu na mbinu bora ndani ya sekta na katika eneo.

ARC inaisaidia Bodi katika kutekeleza majukumu yake ya usimamizi wa shirika kuhusiana na udhibiti wa hatari, vidhibiti vya ndani, utiifu wa masharti na utendakazi wa ukaguzi. Kupitia ARC, Bodi inaweka na kuangalia udhibiti huru, yakinifu na yenye umilisi wa hatari, utendakazi wa utiifu na ukaguzi wa ndani. Majukumu ya ARC ya udhibiti wa hatari, utiifu na ukaguzi yamewekwa kwa kina katika Mkataba wa ARC.

Bodi, kupitia ARC, imeidhinisha Mfumo wa Sera na Udhibiti wa Hatari kwa Biashara (ERM) ili kutoa mwongozo kuhusu mbinu ya NMG ya kushughulikia hatari na udhibiti wa hatari. Mfumo huu una msingi wake kwenye viwango vinavyoongoza vya kimataifa vya udhibiti wa hatari ikiwa ni pamoja na ISO 31000:2018 vinavyotoa kanuni, mfumo na mwongozo kwa mchakato wa udhibiti wa hatari pamoja na Kamati ya Ufadhili wa Mashirika (COSO) kupitia Mfumo wa ERM unaotoa mbinu tondoti ya kudhibiti hatari kulingana na malengo ya kimkakati ya biashara.

Mabadiliko kwenye Bodi

Mnamo 2023, Prof. Lee Huebner, ambaye ni Profesa katika Bewa la Habari na Masuala ya Umma kwenye Chuo Kikuu

Taarifa ya Mwenyekiti (inaendelea)

cha The George Washington University in Washington, D.C.(Marekani) alistaafu kutoka kwa Bodi ya Wakurugenzi ya NMG.

Profesa Huebner alihudumu NMG kwa uadilifu kama mkurugenzi asiye mtendaji kwa miaka 28, akileta maarifa na uzoefu mkubwa kama mtendaji wa kishirika katika tasnia ya habari na akademia. Bodi na Usimamizi wa Shirika la NMG inampa shukrani kwa kujitolea kwake kuhudumu kwa miaka mingi.

Ni furaha yangu kuwatambulisha wanachama watatu wapya wanaojiunga kwenye Bodi ya Wakurugenzi wa NMG mnamo Mei, 2024. Sultan Ali Akbar Allana - Mkuu wa Taasisi za Kifedha za Shirika la Hazina ya Aga Khan ya Maendeleo ya Kiuchumi (AKFED), Fayyaz Nurmohamed - Mkurugenzi wa Mawasiliano ya Mheshimiwa, Aga Khan na Mshikano wa Maendeleo ya Aga Khan (AKDN) na Nancy Matimu - Afisa Mkuu Mtendaji, Serrari Group. Kwa pamoja wana uzoefu mkubwa na mitazamo anuwai ambayo hatimaye itaboresha mchango wa Bodi katika uendelevu wa maendeleo ya Shirika.

Mustakabali

Miaka 65 iliyopita imekuwa na changamoto na pia furaha kwa kiasi sawa, lakini jambo moja ambalo limedumu kwa muda huo wote ni ustahimilivu wa NMG nyakati za mabadiliko. Tumejenga shirika pana ambalo limestahimili mawimbi ya kisiasa, changamoto za kiuchumi na mabadiliko ya kiteknolojia. Tunaamini kwamba tumepitia hali ngumu zaidi na tukaibuka washindi.

Tunatambua kuwa ingawa uchapishaji umekuwa nguzo ya urathi wetu kihistoria, dijitali ndio mustakabali wetu wa sasa.

Tunafanya uteuzi wa ujasiri kwa ajili ya kesho yetu na kuongeza kasi ya safari yetu ya mageuzi

Hivyo basi, ijapokuwa tunaendelea kutoa maudhui yetu kwenye majukwaa yetu yote, tunafanya uteuzi wa ujasiri kwa ajili ya kesho yetu na kuongeza kasi ya safari yetu ya mageuzi ili kutimiza mahitaji ya hadhira yetu na kuanzisha njia mpya za mapato kupitia huduma za kujisajili, ushirikiano, ufadhili na matukio.

Ingawa teknolojia imekuwa chanzo cha kuvugwa pakubwa kwa shughuli zetu, pia ni kiwezeshaji chetu kikubwa cha kufikia maono yetu. Teknolojia mpya ya Akiliunde (AI) imeleta mabadiliko makubwa katika sekta ya habari ikija na uchanganuzi bora wa data na ukaguzi wa ukweli, uboreshaji wa utayarishaji wa maudhui, kufanya hali za utumiaji ziwe zinafaa watumiaji zaidi na mambo mengine mengi zaidi. Tunaamini kuwa ukubalifu wake utakuwa na manufaa makubwa kwa biashara zetu na matokeo yake.

Tunaamini kuwa tupo vizuri kwenye njia ya kufanikisha ndoto yetu ya kuwa *Chumba cha Habari cha Afrika kwa Afrika,* Hatuna shaka kwamba kuendelea kwetu kuwekeza kutazaa matunda.

Tunatazamia siku ambapo mwanasiasa nchi Senegali, mwanafunzi wa chuo kikuu aliye nchini Misri, mfanyabiashara mashuhuri aliye Tanzania na msanii aliye Namibia watafikia *Nation.Africa* ili kupata taarifa kuhusu maendeleo ya Afrika na kutumia maudhui hayo kuendeleza ajenda ya bara hili. Bodi, viongozi wa kampuni na wafanyikazi wana matamanio makubwa kuhusu ndoto hiyo na tuna imani kikamilifu nayo. Utendakazi wake unalenga kuimarisha ukuwaji barani Afrika, huku kadhalika tukiboresha thamani ya wenyehisa wa NMG.

Shukrani zangu za dhati zinawaendea wasimamizi, wafanyikazi na wanabodi wenzangu ambao wamejitolea kwa muda, ari na ujuzi, kwa miaka mingi kuboresha na kuimarisha lengo letu katika kipindi hiki cha mageuzi.

Kwa wateja, wadau wanaotuletea matangazo, washikadau wengine na wenyehisa, tunawashukuru kwa kuendelea kutuamini kuchukua nafasi ya kuhakikisha kuwa Afrika inaoongoza juhudi za kimataifa.

Asante.

Dr. Wilfred D. Kiboro
Mwenyekiti

Mr. Stephen Gitagama
Group CEO

Group CEO's Statement

2023 Overview

2023 was a challenging year for the region's economies and businesses, as highlighted in the Chairman's statement. Particularly, the media industry faced significant hardships, with reduced advertising spend, impacting our financial performance. Despite these headwinds, the Group focused on its digital transformation strategy achieving significant progress in audience acquisition and engagement, with the aim of growing its digital footprint.

Strategic Focus on Digital Transformation

In 2023, we accelerated the implementation of initiatives aligned to our 2022-2027 strategic plan. This included building a strong organisational culture, improving our customer lifecycle, enhancing data and tech capabilities, and diversifying revenue streams. We also fostered a collaborative approach to developing products and solutions that cater to evolving consumer needs.

Financial Performance and Growth Strategies

The Group registered a loss before tax of Shs 0.4 billion which was lower than the previous year. The business environment during the year was relatively depressed marked by weakened consumer spending, rising prices of basic commodities, increase in fuel prices and rising interest rates. The depreciation of the Kenya Shilling against the US Dollar aggravated the economic slowdown.

The Group continued to focus on innovation to develop products that resonate with audiences through an experiment-driven development approach, aimed at accelerating monetisation of our expansive digital footprint. The niche products - *Business Daily, The EastAfrican and Taifa Leo* - registered growth as a result of insightful content and partnership initiatives.

Group profitability was also adversely impacted by increased direct costs attributable to the drastic rise in the cost of imported raw materials, particularly newsprint. This adverse impact was partially mitigated by reduced operating costs resulting from improved operational efficiency and increased productivity.

Thriving through Challenges

During the year under review, NMG revamped its digital platform, *Nation. Africa,* enhancing user experience and revenue diversification. Key features included improved navigation, analytics-driven content enhancement, and the introduction of premium, ad-free subscriptions.

Valuable insights gleaned from these upgrades facilitated better audience understanding and tailored product development.

Mwananchi Communications Limited (MCL) in Tanzania and *Daily Monitor* in Uganda followed suit with website revamps and the introduction of a paywall. These efforts were aimed at providing a superior digital experience while fostering digital journalism excellence.

During the same period, the Group intensified its *ePaper* awareness campaign to onboard new customers and support its sustainability agenda. The campaigns involved increased advertising, engagement activities and free trial periods for users to showcase value and push for subscriptions.

NMG also took advantage of its regional and national logistics network to support homegrown and international authors to reach wider audiences. Through the *Nation Courier Services,* NMG piloted a book-selling platform known as the *Nation Virtual Bookstore* that provided authors an opportunity to sell their publications. So far, we hold 16 titles, with a total of 130 books being sold between October and December 2023.

Content Strategy

Recognizing the shift towards digital content consumption, NMG adopted a digital-first and audience-led content strategy. We conducted in-depth research to better understand audience needs and deliver content that is factual, contextual, emotionally engaging, and action-oriented. Our editorial teams continued to prioritise high-quality stories, investigative pieces, special reports and agenda-setting articles. During the year under review, impactful content spanned a wide range, from in-depth investigations and systemic industry changes to historical retrospectives such as the *"Kenya at 60"* project.

Building Communities and Content through Events

The Group's diverse event portfolio serves multiple purposes: brand awareness, audience engagement, stakeholder communication, content generation and niche community building. Some of our 2023 highlight events included *Mancave* (that focused on men's empowerment), the *Mental Wellness and Counselling Conference, the Nation Shopping Festival, and the Rising Woman Initiative* (held in Uganda and Tanzania), each catering to specific audience segments while providing content opportunities.

Enhancing Social Impact and Embracing ESG Principles

In an age of increased scrutiny from stakeholders, there has been a rising need for brands and organisations to be more conscientious about how they integrate with their environment and the larger community interests. As NMG journeys towards becoming a more agile, customer-centric and data driven organization, sustainability has increasingly become a key enabler for business continuity and societal good as enshrined in the principle of shared value. As a result, Environmental, Social and Governance (ESG) has fast become an integral part of our business strategy.

2023 thereby saw NMG lay the groundwork for its long-term sustainability agenda and the responsible practices to be adopted in line with the United Nations Sustainable Development Goals (SDGs). We made an intentional decision to integrate and adopt 8 of the SDGs into the core of our business strategy. These 8 goals will seek to drive our environmental and social impact and support value creation, while simultaneously enhancing

Group CEO’s Statement (continued)

1998
- Set up of the first online desk

2006
- Appointment of the first Managing Editor, Media Convergence
- Introduction of NationMobile SMS platform

2017
- Digital division posted a 42% financial growth
- Launch of Nation Leadership Forum

2018
- Acceleration of the adoption of the digital strategy
- Shift from desktop focus to mobile focus
- 19% growth in our digital footprint
- 12% growth in ePaper subscribers

2019
- The Group established TAG Brand Studio
- Launch of Habari Hub (Tanzania), a digital innovation and incubation hub
- Launch of Kusi Ideas Festival

2020
- Launch of Nation.Africa
- Introduction of Nation Puzzles and Nation. Audio

The Group continued to focus on innovation to develop products that resonate with audiences through an experiment-driven development approach, aimed at accelerating monetisation of our expansive digital footprint.

stakeholders trust and supporting strategy achievement.

Our Digital Transformation Journey: Milestones and Achievements

With the profound changes brought about by technology in how media content is created, distributed, consumed, and monetised, the Group has undertaken strategic changes over the years to meet evolving consumer preferences.

Our current digital transformation journey dates back to 2016 when the Group adopted a digital-first strategy. NMG redefined itself as a modern digital content company underpinned by the key pillars of growing our content business and creating new value. The strategy entailed embracing a digital and mobile-first approach; using appropriate technology to support this, and offering the consumer a 360-degree

Group CEO's Statement (continued)

2008
- Establishment of Nation Digital Division

2009
- Launch of ePaper
- Launch of N-Soko

2012
- Launch of NationHela
- 13% growth in online advertising

2013
- Launch of nairobinews.co.ke

2016
- Adoption of a digital-first strategy
- Convergence of print and broadcasting operations
- Setup of a video hub and multiplatform business, international and sports desks
- Acquired lifestyle information magazines- KenyaBuzz and UgandaBuzz

2021
- Launch of Nation. Africa paywall in Kenya
- Launch of Nation Digital Summit

2022
- Growth in our digital footprint-with a total reach of 59.8 Million users
- Launch of the Group's Digital Strategy dubbed, "The North Star"
- Kickoff of the Newsroom Integration project
- Launch of East African Entrepreneurship Conference & Expo
- Relaunch of ntvkenya.co.ke

2023
- Launch of Paywall in Uganda and Tanzania
- Relaunch of Paywall on Nation.Africa
- Completion of the Newsroom Integration Project
- 30 Podcasts
- Introduction of Artificial Intelligence (AI) Framework

communication solution for obtaining real-time information.

In embedding the online first opportunity, we converged our print and broadcasting newsroom operations, set-up a video hub and multiplatform business, international and sports desks.

In the same year (2016), the Group acquired lifestyle information magazines *KenyaBuzz and UgandaBuzz.* The acquisition was one of the steps the Group tool to broaden its content focus beyond news and ensure a strong and diversified menu for lifestyle audiences.

Similarly, in 2019, we established *TAG Brand Studio,* an in-house digital marketing agency as one of the initiatives for creating new revenue streams in digital. Today, the platform is building key partnerships and developing new products and experiences, such as the *Nation Digital Summit,* that create unique market positioning opportunities.

In 2020, the Group launched its anchor digital platform - *Nation.Africa.* The site is dynamic, modern, user friendly and offers our readers access to multimedia content from across the continent. This platform marked the Group's transformation from

Group CEO's Statement (continued)

30

Today, our digital transformation journey has seen remarkable growth with a total of 30 podcasts, the introduction of Paywalls across the regions, and our promise to always deliver digital-first content.

a legacy media house to a digital content company, and enabled us to assume leadership in the digital media space through in-depth reporting, expanded African content and premium paid news.

This launch enabled the Group to further create multiple content verticals such as *Nation Puzzles and Nation.Audio,* a podcast service that responds to the ever-growing, new-age consumer needs for on-demand audio content while enhancing how our audiences discover, enjoy and engage with African stories. The Group is also keen on onboarding younger audiences by providing the best in experimental and creative audio experiences while creating niche audience segmentation for our advertisers.

Today, our digital transformation journey has seen remarkable growth with a total of 30 podcasts, the introduction of Paywalls across the regions, and our promise to always deliver digital-first content.

Organisation Transformation

In 2023, the Group intensified its digital transformation with the Newsroom Integration Project, streamlining workflows for digital-first and customer-centric content production. Emphasis on performance tracking and upskilling facilitated shared decision-making and operational efficiencies.

Recognitions

NMG employees from across the region were recognized by various institutions for exemplary performance in their various roles - 47 employees were feted in Kenya, 12 in Uganda and 9 in Tanzania.

Notably, our Group Managing Editor Pamella Sittoni, an accomplished journalist, and Senior Sports Reporter and veteran golf journalist, Larry Ngala, both won the prestigious Annual Journalism Excellence Awards (AJEA) 2023, "Lifetime Achievement Award".

Looking Forward

2024 presents an opportunity for us to maximise our strengths and grow our business portfolio. The Group aims to capitalise on its strengths by investing in human resource development, prioritising digital-first content production, and accelerating revenue growth through product monetization and diversified revenue streams. Embracing technology, cost optimization, and appreciation for stakeholders' support remain cornerstones of the Group's strategy for sustainable growth and profitability.

Appreciation

I recognize that we did not sail through these uncertain times alone and would therefore like to share my deepest gratitude to our esteemed partners, consumers, advertisers and suppliers for your unwavering support. Thank you for trusting us to not only deliver content you love but also to carry your brand messages on our platforms.

To our staff across Africa, I thank you for continually embodying the values of teamwork, continuous improvement and innovation, consumer focus, drive for performance, integrity and trust in your work.

I would also like to thank the NMG Board of Directors and shareholders for their unwavering support. We are confident that with the growth strategies we have put in place, the business will return to profitability in 2024. We commit to continue living by tenets of integrity, transparency, and balance in journalism that we have publicly committed ourselves to.

Stephen Gitagama
Group Chief Executive Officer

KUSI IDEAS FESTIVAL

AFRICA'S AGENDA 2063
MAKING THE DREAM COME TRUE

Kusi 2023 Story

"More than ever before, Africa is at an inviable intersection to shift from outside dependence and instead leverage on the continental endowment of human capital and material resources and turn the collective African dream into a reality. Engagements such as the Kusi Ideas Festival can only hasten this transformation."

H.E Mokgweetsi E.K Masisi, President, Republic of Botswana.

32
Speakers
From 13 Countries

1,374
In-Person Delegates

2,384
Virtual Participants
From 232 Cities In 51 Countries

2,888
Digital Live Stream

2m
TV Reach

Albania · Australia · Austria · Belgium · Botswana · Brazil · Bulgaria · Burkina Faso · Burundi · Canada · Chile · China · Croatia · Cyprus · Denmark · Ethiopia · Finland · France · Germany · Ghana · India · Indonesia · Ireland · Israel · Japan · Kenya · Lesotho · Mauritius · Morocco · Namibia · New Zealand · Nigeria · Norway · Rwanda · Senegal . Singapore · Somalia · South Africa · Spain · Sweden · Switzerland · Taiwan · Tanzania · The Netherlands · Turkey . Uganda · United Arab Emirates · United Kingdom · United States · Zambia · Zimbabwe

Mr. Stephen Gitagama
Afisa Mkuu Mtendaji wa Kampuni

Ripoti Ya Afisa Mkuu Mtendaji Wa Kampuni

Muhtasari wa 2023

Kama ilivyoangaziwa kwenye Taarifa ya Mwenyekiti, 2023 ulikuwa mwaka wenye changamoto nyingi kwa uchumi na biashara nyingi katika ukanda huu. Hasa, tasnia ya habari ilikumbwa na hali ngumu, kulikuwa na punguzo la kiasi kilichotumika katika matangazo, hali iliyoathiri utendaji wetu wa kifedha. Licha ya changamoto hizo, Shirika liliangazia mkakati wake wa mageuzi ya kidijitali na kupiga hatua kubwa kupata hadhira na kuishirikisha kwa lengo la kukuza hatua inazopiga kidijitali.

Kuangazia Kimkakati Mageuzi ya Kidijitali

Mwaka 2023, tuliharakisha utekelezaji wa mikakati iliyooana na mpango wa kimkakati wa 2022-2027. Hii ilijumuisha kukuza utamaduni thabiti wa kishirika, kuboresha shughuli zetu zote zinazohusisha wateja, kuimarisha uwezo wa data na teknolojia pamoja na kuanzisha njia anuwai za kuzalisha mapato. Pia tulitekeleza mbinu shirikishi ya kuunda bidhaa na suluhu zinazolenga kukidhi mahitaji yanayobadilika ya wateja.

Utendaji wa Kifedha na Mikakati ya Ukuaji

Shirika lilipata hasara ya kabla ya kodi ya Shs. bilioni 0.4 ambayo ilikuwa chini ikilinganishwa na mwaka uliotangulia. Shughuli za kibiashara katika mwaka huo zilipungua kutokana na kupungua kwa matumizi ya watumiaji, kuongezeka kwa bei ya bidhaa za msingi, kuongezeka kwa bei ya mafuta na kupanda kwa viwango vya riba. Hali ya kudorora kwa thamani ya Shilingi ya Kenya dhidi ya Dola za Marekani, ilifanya shughuli za kiuchumi kupungua kwa kasi.

Shirika liliendelea kulenga uvumbuzi ili kuunda bidhaa zinazoendana na hadhira kupitia mbinu inayoendeshwa na majaribio, kwa lengo la kuendesha uchumishaji wa hatua pana ya kidijitali. Bidhaa za aina ya kipekee - *Business Daily, The EastAfrican na Taifa Leo* - zilishuhudia ukuaji kutokana na maudhui yenye maarifa na mikakati ya ushirikiano.

Viwango vya faida za Shirika pia viliathiriwa vibaya na ongezeko la ghafla la gharama za moja kwa moja hali iliyosababishwa na kupanda kwa gharama ya kuagiza malighafi, hasa za uchapishaji. Athari hii mbaya ilitatuliwa kiasi na hali ya kupungua kwa gharama kutokana na kuimarika kwa ufanisi wa uendeshaji shughuli na kuongezeka kwa tija.

Kunawiri licha ya Changamoto

Katika mwaka unaoangaziwa, NMG iliboresha mfumo wake wa kidijitali, *Nation. Africa,* hatua iliyoboresha hali ya utumiaji na kufanya njia za kuzalisha mapato kuwa anuwai. Vipengele muhimu ni pamoja na kuimarika kwa usogezaji, uboreshaji wa maudhui kupitia uchanganuzi na uzinduzi wa usajili unaolipiwa ambao hauna matangazo.

Maarifa yenye thamani yaliyotokana na hatua hizi za uboreshaji yaliwezesha uelewa bora wa hadhira na kufanya tuunde bidhaa zinazowafaa.

Mwananchi Communications Limited (MCL) nchini Tanzania na *Daily Monitor* nchini Uganda zilichukua hatua sawa na hiyo kwa kuboresha wavuti wao na kuanzisha bidhaa za kulipiwa. Juhudi hizi zililenga kutoa hali mahiri ya utumiaji wa bidhaa za kidijitali huku tukiimarisha ufanisi wa uanahabari wa kidijitali.

Katika kipindi hicho, Shirika lilizipa kipaumbele kampeni ya uhamasisho kuhusu ePaper ili kusajili wateja wapya na kuendeleza ajenda yake ya uendelevu. Kampeni zilihusisha ongezeko la utangazaji, shughuli shirikishi na kipindi cha watumiaji kujaribu bidhaa bila malipo ili kuonyesha thamani na kutoa wito kwa watumiaji kujisajili.

Kadhalika, NMG ilitumia mitandao yake ya kikanda na kitaifa ya usafirishaji kuwasaidia wachapishaji wa humu nchini na wa kimataifa kufikia hadhira pana zaidi. Kupitia *Nation Courier Services,* NMG ilifanya jaribio la mfumo wa kuuza vitabu unaofahamika kama *Nation Virtual Bookstore* ambao uliwapa wachapishaji jukwaa la kuuza machapisho yao. Kufikia sasa, mfumo huo una mataji 16, huku jumla ya vitabu 130 vikiuzwa kati ya Oktoba na Disemba 2023.

Mkakati wa Maudhui

Kwa kutambua kuwa maudhui mengi yanafikiwa kidijitali, NMG ilipitisha mkakati wa maudhui unaoipa kipaumbele dijitali na unaoongozwa na hadhira. Timu zetu za uhariri ziliendelea kutoa kipaumbele kwa habari za ubora wa juu, makala ya upelelezi, ripoti maalum na makala yanayobainisha mijadala. Tulifanya utafiti wa kina ili kuelewa vyema mahitaji ya hadhira na kuwasilisha maudhui ambayo ni ya kweli, yanayozingatia muktadha, yanayoshirikisha kihisia na kuegemea vitendo. Katika mwaka unaoangaziwa, maudhui yenye athari yaliyokuwa ya aina nyingi, kuanzia upelelezi wa kina na mabadiliko ya kimfumo katika tasnia hadi kumbukumbu za kihistoria kama vile mradi wa *"Kenya at 60"*.

Kukuza Jumuiya na Maudhui kupitia Matukio

Potifolio anuwai ya matukio ya Shirika inatekeleza malengo kadhaa: uhamasisho kuhusu chapa, ushirikishaji wa hadhira, mawasiliano na washikadau, uzalishaji wa maudhui na ukuzaji wa aina ya jumuiya. Baadhi ya matukio yetu tajika ya 2023 ni pamoja na *Mancave* (lililoangazia uwezeshaji wa wanaume), the *Mental Wellness and Counselling Conference, the Nation Shopping Festival,* na the *Rising Woman Initiative* (lilifanyika nchini Uganda na Tanzania), kila mojawapo likishughulikia hadhira mahususi huku likitoa fursa za maudhui.

Kuboresha Athari ya Kijamii na Kukumbatia Kanuni za ESG

Katika enzi ambapo kuna ongezeko la uchunguzi unaofanywa na washikadau, kumekuwa na ongezeko la hitaji la chapa na mashirika kuwa na ufahamu zaidi kuhusu jinsi yanavyojumuishwa kwenye mazingira yao na masilahi ya jamii kwa jumla. NMG inapopiga hatua za kutaka kuwa shirika lenye msukumo, linalowapa kipaumbele wateja na kutegemea data, hali ya uendelevu imeendelea kuwa kichocheo muhimu cha kuendelea kwa biashara

Ripoti Ya Afisa Mkuu Mtendaji Wa Kampuni (inaendelea)

1998
- Kuanzishwa kwa kitengo cha kwanza cha mtandaoni

2006
- Kuteuliwa kwa Mhariri Msimamizi wa kwanza, Ujumuishaji wa Vyombo vya Habari
- Kuzinduliwa kwa mfumo wa SMS wa NationMobile

2017
- Kitengo cha kidijitali kilirekodi ukuaji wa kifedha kwa 42%
- Uzinduzi wa Nation Leadership Forum

2018
- Tuliongeza kasi ya kupitishwa kwa mkakati wa kidijitali
- Kuhama kutoka huduma zinazolenga kompyuta ya mezani kwenda zinazolenga vifaa vya mkononi
- Ukuaji wa 19% katika nyayo zetu za kidijitali
- Ukuaji wa 12% katika wanaojisajili kwenye ePaper

2019
- Shirika lilianzisha *TAG Brand Studio*
- Uzinduzi wa Habari Hub (Tanzania), uvumbuzi wa kidijitali na kitovu cha incubation
- Uzinduzi wa Kusi Ideas Festival

2020
- Uzinduzi wa *Nation. Africa*
- Kuanzishwa kwa *Nation Puzzles na Nation.Audio*

Shirika liliendelea kulenga uvumbuzi ili kuunda bidhaa zinazoendana na hadhira kupitia mbinu inayoendeshwa na majaribio, kwa lengo la kuendesha uchumishaji wa hatua pana ya kidijitali.

na wema wa jamii kama ilivyobainishwa kwenye kanuni za maadili ya pamoja. Kwa hivyo, Utawala wa Kimazingira na Kijamii (ESG) umekuwa kwa kasi na kuwa nguzo muhimu wa mkakati wetu wa kibiashara.

Mwaka 2023, NMG iliweka msingi wa ajenda yake ya muda mrefu ya uendelevu na desturi za kuwajibika ambazo zinapaswa kupitishwa kulingana na Malengo ya Maendeleo Endelevu ya Umoja wa Ulaya (SDG). Tulifanya uamuzi wa kimakusudi wa kujumlisha na kupitisha SDG 8 kwenye mkakati wetu mkuu wa kibiashara. Malengo haya 8 yananuiwa kuendesha athari yetu ya kimazingira na kijamii na kuwezesha uundaji wa thamani, huku upande mwingine yakiboresha

Ripoti Ya Afisa Mkuu Mtendaji Wa Kampuni (inaendelea)

2008
- Kitengo cha Kidijitali cha Nation kilianzishwa

2009
- Uzinduzi wa ePaper
- Uzinduzi wa N-Soko

2012
- Uzinduzi wa NationHela
- Ukuaji wa 13% katika utangazaji wa mtandaoni

2013
- Uzinduzi wa nairobinews.co.ke

2016
- Tulipitisha mkakati wa dijitali kwanza inayompa mtumiaji suluhu ya mawasiliano ya pande zote
- Tulijumuisha shughuli zetu za uchapishaji na utangazaji katika chumba cha habari
- Tuliweka kituo cha video na biashara ya mifumo mingi, meza za habari za kimataifa na spoti.
- Tulinunua magazeti ya taarifa za mitindo ya maisha *KenyaBuzz* na *UgandaBuzz*

2021
- Uzinduzi wa huduma ya kulipia ya Nation. Africa
- Uzinduzi wa Nation Digital Summit

2022
- Ukuaji katika shughuli zetu za kidijitali-kukiwa na jumla ya watumiaji milioni 59.8
- Uzinduzi wa mkakati wa kidijitali wa "The North Star"
- Kuanza kwa mradi wa kuunganisha chumba cha Habari
- Uzinduzi wa East African Entrepreneurship Conference & Expo
- Uzinduzi upya wa ntvkenya.co.ke

2023
- Uzinduzi wa huduma ya kulipiwa nchini Uganda na Tanzania
- Uzinduzi upya wa huduma ya kulipiwa kwenye Nation.Africa
- Kukamilika kwa mradi wa Kuunganisha chumba cha habari
- Podikasti 30
- Kuanzishwa kwa mfumo wa ujasusi bandia (AI)

uaminifu wa washikadau na kuwezesha mafanikio ya mkakati.

Safari Yetu ya Mageuzi ya Kidijitali Hatua na Mafanikio

Kupitia mabadiliko makubwa yaliyoletwa na teknolojia katika jinsi maudhui ya vyombo vya habari yanavyotayarishwa, kusambazwa, kutumiwa na kuchumishwa, Shirika lilifanya mabadiliko ya kimkakati kwa miaka mingi ili kutimiza mapendeleo yanayobadilika ya watumiaji.

Safari yetu ya mageuzi ya kidijitali ilianza mnamo 2016 wakati Shirika lilipitisha mkakati wa kutoa kipaumbele kwa dijitali. NMG ilijipambanua kama kampuni inayotoa maudhui dijitali ya kisasa chini ya nguzo kuu za kukuza biashara yetu ya maudhui na kuunda thamani mpya. Mkakati huu ulihusisha kukumbatia mbinu ya kidijitali ya kutoa kipaumbele kwa vifaa vya mkononi; kutumia teknolojia inayofaa kuwezesha haya na kutoa suluhu za pande zote za mawasiliano na watumiaji ili wapate taarifa kwa wakati halisi.

Ripoti Ya Afisa Mkuu Mtendaji Wa Kampuni (inaendelea)

30

Leo, safari yetu ya mageuzi ya kidijitali imekuwa na ukuaji mkubwa tukiwa na jumla ya podikasti 30, uzinduzi wa Huduma za kulipia katika maeneo yote na ahadi yetu ya kuwasilisha maudhui yanayoipa kipaumbele dijitali

Katika kujumlisha fursa ya kipaumbele kwa mtandao, tuliweka pamoja shughuli zetu za uchapishaji na utangazaji za chumba cha habari, tuliweka kituo cha video na biashara ya mifumo mingi, meza za habari za kimataifa na spoti.

Mwaka huo huo (2016), Shirika lilinunua magazeti ya taarifa za mitindo ya maisha *KenyaBuzz na UgandaBuzz.* Ununuzi huu ulikuwa mojawapo wa hatua ambazo Shirika lilitumia kupanua ulengaji wake wa maudhui kando na habari na kuhakikisha kuwa ina menyu thabiti na anuwai kwa hadhira za mitindo ya maisha.

Mnamo 2019, tulianzisha *TAG Brand Studio,* shirika la ndani la mauzo ya kidijitali kama mojawapo wa mikakati ya kuweka njia mpya za kuzalisha mapato kidijitali. Leo, jukwaa hilo likikuza ushirikiano muhimu na kuunda bidhaa na hali mpya za utumiaji, kama vile *Nation Digital Summit,* ambayo inatoa fursa za kipekee za nafasi sokoni.

Mwaka 2020, Shirika lilizindua jukwaa lake la kidijitali - *Nation.Africa.* Wavuti huo unabadilika, ni wa kisasa na ni rahisi kutumia na huwapa watumiaji uwezo wa kufikia maudhui anuwai kutoka kote barani. Jukwaa hili lilikuwa msingi wa mageuzi ya Shirika hili kutoka kuwa shirika la habari la zamani hadi kuwa kampuni ya maudhui dijitali na lilituwezesha kuchukua nafasi ya mbele katika uwanja wa uanahabari dijitali kupitia ripoti za kina, maudhui mapana ya Afrika na habari zinazolipishwa.

Uzinduzi huu uliwezesha Shirika kuendelea kubuni mikondo mbalimbali ya maudhui kama vile *Nation Puzzles na Nation.Audio,* huduma ya podikasti inayolingana na mahitaji yanayozidi kubadilika, ya enzi mpya kwa maudhui ya sauti za kusikiliza mtumiaji anachohitaji huku ukiimarisha jinsi hadhira zetu hugundua, hufurahia na kutangamana na hadithi za Afrika. Shirika pia linalenga kuivutia hadhira ya vijana kwa kutoa video bora za majaribio na bunifu huku pia ikiunda vitengo vya kipekee kwa hadhira kwa ajili ya watu wanaotangaza nasi.

Leo, safari yetu ya mageuzi ya kidijitali imepata na ukuaji mkubwa huku tukiwa na jumla ya podikasti 30, uzinduzi wa Huduma za kulipia katika maeneo yote na ahadi yetu ya kuwasilisha maudhui yanayoipa kipaumbele dijitali.

Mageuzi ya Shirika

Mwaka 2023, Shirika liliongeza juhudi zake za kuleta mageuzi ya kidijitali kupitia Mradi wa Ujumuishaji wa Chumba cha Habari, kulainisha taratibu za dijitali kwanza na uzalishaji wa maudhui yaliyomlenga zaidi mteja. Kutilia mkazo ufuatiliaji wa utendaji na kuboresha ujuzi uliwezesha maamuzi ya pamoja na ufanisi katika uendeshaji wa shughuli.

Utambuzi

Wafanyakazi wa NMG kutoka ukanda huu walitambuliwa na asasi mbalimbali kwa utendaji wao wa kipekee katika nafasi mbalimbali- wafanyakazi wetu 45 walituzwa nchini Kenya, 12 nchini Uganda na 9 nchini Tanzania.

Kwa kipekee, Mhariri Mkuu wa Shirika letu Bi Pamella Sittoni, mwanahabari mahiri na Ripota Mkongwe wa Habari za Spoti pamoja na mwanahabari mkongwe wa gofu, Larry Ngala, wote walishinda Tuzo za kipekee za Kila Mwaka za Ufanisi wa Uanahabari (AJEA) 2023, "Tuzo za Mafanikio Maishani".

Tunayotazamia

2024 inatupa fursa ya kutumia kikamilifu nguvu zetu na kukuza potifolio yetu ya biashara. Shirika linalenga kutumia nguvu zake kwa kuwekeza katika maendeleo ya wafanyakazi wake, kutoa kipaumbele kwa uzalishaji wa maudhui yanayotoa kipaumbele kwa dijitali na kuendeleza ukuaji wa mapato kupitia uchumishaji wa bidhaa na kuanzisha njia anuwai za kuleta mapato. Kukumbatia teknolojia, kusawazisha gharama na kuthamini usaidizi wa washikadau ni nguzo muhimu katika mkakati wa Shirika kufikia ukuaji na viwango endelevu vya faida.

Shukrani

Ninatambua kuwa hatukuweza kupitia nyakati hizi tete peke yetu na kwa hivyo ningependa kutoa shukrani zangu za dhati kwa washirika, watumiaji, watangazaji na wasambazaji bidhaa kwa usaidizi wao usiotetereka. Asanteni kwa kutuamini si tu kwa kuwapa maudhui mnayoyapenda bali pia kupitisha ujumbe wa chapa zetu kwenye majukwaa yetu. Kwa wafanyakazi wetu wote barani Afrika, ninawashukuru kwa kuendelea kuwa ngao ya maadili ya ushirikiano, kuendelea kuimarika na kuvumbua, kulenga watumiaji, kuendeleza utendaji, uadilifu na uaminifu katika kazi zenu.

Ningependa kushuruku Bodi ya Wakurugenzi wa NMG na wenyehisa kwa usaidizi wenu usiotetereka. Tuna imani kwamba kupitia mikakati ya ukuaji ambayo tumeiweka, biashara hii itarejea katika hali yake ya kutengeneza faida mwaka 2024. Tuna ahidi kuendelea kuzingatia nguzo za uadilifu, uwazi na usawa katika uanahabari ambazo tumeahidi hadharani kuwa tutatimiza.

Stephen Gitagama
Afisa Mkuu Mtendaji wa Kampuni

Executive Team

Stephen Gitagama
Group Chief Executive Officer

Richard Tobiko
Chief Financial Officer

Monicah Ndung'u
Chief Operating Officer

Joseph Ageyo
Editor-in-Chief

Susan Nsibirwa
Managing Director, Uganda

Executive Team

Kenneth Oyolla
Chief Commercial Officer

Jane Muiruri
Head of Human Resources

Rachel Wanyoike
Head of Audit, Risk and Compliance

Bakari Machumu
Managing Director, Mwananchi Communications Limited

ENVIRONMENTAL, SOCIAL AND GOVERNANCE (ESG) REPORT

Once confined to static boxes and corners, radio now moves freely in the airwaves, unbound by the weight of devices or fixed frequencies. Wherever life takes you, our broadcast goes with you.

Environmental, Social and Governance (ESG) Report

Introduction

In an era where global challenges demand corporate responsibility, NMG is committed to driving positive change through its Environmental, Social, and Governance (ESG) practices.

Our ESG priorities are not just a checklist; they are the result of materiality assessments that shape our overarching strategy for sustainable and inclusive growth. These priorities are at the core of our commitment to responsible business practices, and serve as our guiding "North Star" for defining and executing our ESG objectives.

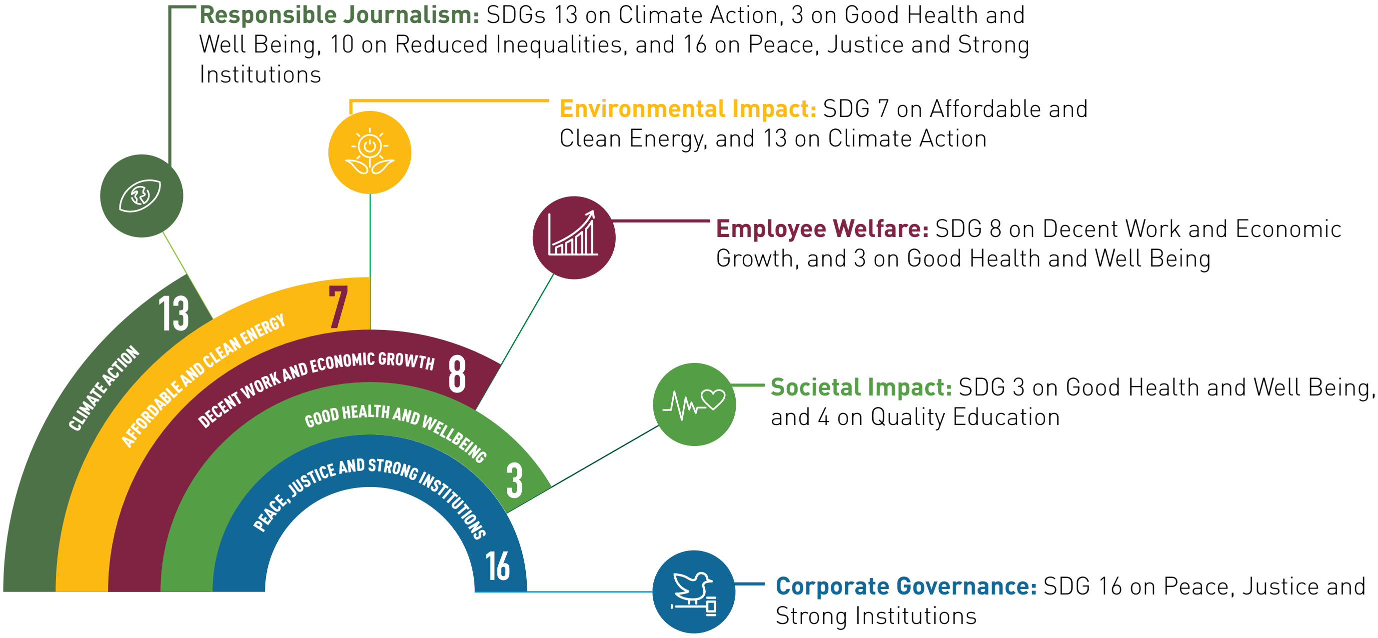
The insights we gather inform every aspect of our organisation's management. This, in turn, influences how we serve our clients and directs our contributions to the environment and communities. This focus ensures that our actions today, positively impact both the environment and society for a better tomorrow.

This report is therefore a testament to our dedication to transparency, positive impact and ethical leadership in all facets of our operations. It underscores our commitment to business sustainability, in harmony with the UN Sustainable Development Goals (SDGs) framework.

Environmental, Social and Governance (ESG) Report (continued)

Materiality Assessment

In 2023, we conducted a comprehensive materiality assessment to identify the most significant issues for our business and stakeholders. This evaluation was designed to explore external trends influencing our business operations, our societal role, and the impact of our activities on our operational environment. We have therefore aligned our ESG material topics to the SDGs framework and ultimately, seek to contribute to the achievement of the following SDGs through our various areas of focus;



1. Responsible Journalism

Journalism is the reason NMG exists. We are committed to creating content that informs, educates and entertains our consumers across the different platforms, keeping in mind the changing needs and trends in the industry.

Journalism plays a vital role in driving sustainability by raising awareness, holding entities accountable, and fostering informed public discourse. For this reason, we not only report on environmental issues, we also highlight potential solutions by showcasing innovative sustainable practices.

Through investigative journalism, our reporters uncover and expose governance issues, holding corporations and governments accountable for their actions. Ultimately we strive to inspire action, influence policies, and contribute to a more sustainable future. The character and philosophy of NMG's news and information outlets across the East African region are shaped by the editorial guidelines and objectives outlined in our Editorial Policy that has been socialised throughout the organisation.

Our reporting on social issues serves as a catalyst for social change, empowering individuals, fostering empathy, and catalyzing collective action towards a more just and equitable society.

The provisions of the policy have been discussed and adopted by the NMG Board and its shareholders, and comprise of the rules governing all editorial content in our media platforms. Divided into four parts, they deal with issues of policy, professional, operational and administrative guidelines as well as journalistic conduct in the sourcing and compilation of news, features, documentaries as well as editorials and commentaries. While placing obligations on the Group and every member of the editorial staff, they require the unmitigated personal and philosophical commitment of all editorial executives and staff.

As an overreaching principle for managing responsible journalism, all NMG journalists are accredited by the Media Council of Kenya, an independent national institution that sets media standards and ensures compliance.

Environmental, Social and Governance (ESG) Report (continued)

a) Your Thoughts Matter

As a business, we are consistently looking to our consumers for feedback not only on our reporting, but also on aspects of ESG that they feel should be incorporated in our content.

We have created a variety of feedback loops - via emails, calls, Quick Response (QR) and short codes - available across our platforms where audiences can share their feedback, concerns and complaints and enable us to respond to issues raised.

The Group has a Corrections Policy that is guided by our commitment to accuracy, fairness, and transparency as obligated by our industry's editorial code of ethical journalism, which we subscribe to wholly. In the event of an error, an official apology is rendered through an editorial or a correction published, depending on the extent of the error.

In addition, NMG has an independent Public Editor who is responsible for supervising the implementation of proper journalism ethics across platforms. He examines critical errors or omissions, and acts as a liaison to the public. The Public Editor subsequently responds to audience feedback and/or complaints through an independent public editor column that is published every Friday in the *Daily Nation.*

Ultimately, we adhere to all the regulations set out by the Media Councils of Kenya, Uganda and Tanzania, and the Rwanda Media Commission as well as the relevant legal guidelines in each country.

b) Driving Environmental Sustainability through Journalism

Journalism serves as a powerful tool for promoting sustainability by informing, engaging, and mobilizing individuals and communities to protect the planet and build a more sustainable future.

In 2023, the Nation Media Group set up the Nation Climate Desk, a special editorial unit that seeks to achieve the following objectives:

- Document the impact of climate change on Kenya and the continent at large, through powerful storytelling.
- Offer a platform for communities affected by climate change to tell their own stories.
- Raise awareness about the solutions that are being piloted or have been adopted, with a special focus on indigenous knowledge-based solutions.
- Foster strategic alliances to enhance NMG's reporting on climate issues.
- Host thought-leadership forums to track progress of implementation of policies, locally and internationally such as those generated under the United Nations Framework Convention on Climate Change (UNFCCC) process.

The following thought leadership initiatives geared towards environmental sustainability were carried out in 2023 to drive awareness, industry synergy and action around climate change.

Earthwise Summit:

NMG convened the summit as a response to the escalating vulnerability to climate change such as ravaging drought cycles, flooding, soaring temperatures and the surge in animal to humans' infections among other unpredictable manifestations of climate change. The summit, that brought together representatives from different sectors and cultural backgrounds, had a resounding message in the end — one of transformative action, re-imagination and an unwavering commitment to seeking solutions to climate change. We had 1.6m impressions on our social media platforms, with 162 in-person attendees.

Panelists during the annual Earthwise Summit held at the Nairobi National Park.

Climate Change Symposium:

NMG's subsidiary in Tanzania, Mwananchi Communications Limited (MCL), organized two Climate Change Symposiums bringing together stakeholders to discuss climate change adaptation and mitigation. While the first one focused on post-COP-27 outcomes, pushing a national dialogue on implementing Tanzania's climate action plan, the second edition sought to uncover innovative local solutions for effective interventions, built on a knowledge-sharing culture.

Bakari Machumu, Managing Director, Mwananchi Communications LTD (MCL) speaks during the MCL Climate Change Symposium.

Environmental, Social and Governance (ESG) Report (continued)

The SMEs Conference & Expo:

Held under the theme: "Climate Financing Opportunities for MSME Growth, the event brought together various stakeholders including development partners, fund managers, banks, investors, venture capitalists, incubators and IT experts, among others. The conference focused on empowering MSMEs to enable them not only access funding but also be innovative in creating business models that advocate for a climate-friendly future. Notably, a total of 2,976 industry players attended the conference.

An exhibitor during the NMG 2023 SME Conference & Expo.

Energy in Climate Adaptability Conference:

This is a Thought Leadership Forum that aims to highlight the strategic role of renewable energy in enhancing climate change adaptation and resilience in Kenya, as well as the opportunities and challenges for scaling up renewable-based adaptation solutions across different communities and contexts.

Towards Universal Access to Clean Cooking Forum:

This virtual forum was held to create awareness on the role of clean cooking in the delivery of Net-Zero emissions by 2050. It further provided an excellent opportunity for knowledge and information sharing, to increase publicity geared at accelerating access to clean cooking by 2028.

COP-28

NMG provided extensive coverage of the United Nations Climate Change Conference across all its platforms - from the continent's role in combating climate change to deliberations from the conference.

c) Climate Action Campaign

The campaign was launched in April 2021, and we continued with the initiatives in 2022 going into 2023. The TV series and publications in the *Climate Action Pullout* (published every Sunday in the *Sunday Nation*), contains content on how communities are adapting to the climate crisis, and the innovations created by individuals, SMEs and even corporations. Through TV segments like *Climate Voices,* NMG further recognizes the home-grown solutions in fighting the effects of the climate crisis. Overall, the campaign has served to position NMG as a creative thought leader on the climate crisis and its effects. During the reporting period, 26 editions of the magazine were published in the *Daily Nation* with 624 minutes of climate action content on our *NTV Kenya* digital platform.

Similarly, we host a series of conversations around climate change on X Spaces. Expert panelists engage with audiences on emerging climate change issues and possible solutions. This way, we create awareness and push the various players including the public to participate in the climate change conversation.

Environmental, Social and Governance (ESG) Report (continued)

d) Health:

Health coverage is an integral part of our reporting, and we utilise our various platforms to bring attention to a myriad of issues from information on disease outbreaks, symptoms to public health initiatives and challenges facing healthcare systems.

We also highlight gaps in healthcare access, advocating for reforms to address these issues. By informing the public, we help raise awareness about health risks and promote preventive measures. In this regard, NMG runs various initiatives across its various editorial platforms including: *Healthy Nation* and *Health Diary.* In 2023 alone we ran 104 editions of health content in the *Daily Nation* and produced 52 episodes of content, translating to 1,560 minutes of health content on *NTV Kenya* alone.

e) Accountability Journalism

As society's watchdog, the fourth estate has a mandate to provide the public with accurate and reliable information about the actions of those in power, and to promote transparency, integrity, and ethical behavior in private and public institutions. This involves thorough research, fact-checking, and often uncovering instances of corruption, misconduct, or incompetence.

In 2023, our editorial teams continued to prioritize high-quality stories, investigative pieces, special reports, and agenda setting articles. During the year under review, impactful content spanned a wide range, from in-depth investigations to systemic industry changes. As a result of such stories, action was taken against responsible institution and the authorities in charge.

f) Gender

SDG 5 on Gender Equality seeks to empower all women and girls, as a foundation for a peaceful, prosperous and sustainable world. There has been progress over the last decades, but the world is not on track to achieve gender equality by 2030. By setting up the first ever gender desk in Africa, NMG has intentionally created a platform that spotlights the challenges, lessons and opportunities that will drive gender equity through the following initiatives:

L-R: NMG Business Manager Bertha Mbugua, Inua Dada Foundation Founder, Janet Mbugua, Former Water, Sanitation & Irrigation Cabinet Secretary, Sicily Kariuki and NMG Chief Operating Officer Monica Ndung'u during the Changing Cycles Dinner.

The Voice: A weekly pull out in the Friday *Daily Nation* that highlights the stories of women breaking barriers, setting up businesses, excelling in academia, leading SMEs and so much more. 52 editions of *The Voice* Magazine were published in 2023. The Gender Vertical on the *Nation.Africa* site gives these stories lifetime value.

NMG also runs gender themed events. In 2023, we hosted the International Women's Day (IWD) Gala Dinner that brought together women from across the nation. Themed "DigitALL: Innovation and Technology for Gender Equality," the event offered a platform for women to discuss the challenges they face, as well as avenues for growth and empowerment.

During the same period the Group held a women - only event dubbed "Changing Cycles" that attracted 512 women working in various fields. The event served as a platform to donate sanitary towels to needy school going girls. A total of 3,000 sanitary towels were donated.

g) Youth and Special Interest Groups

NMG recognizes the role of youth and special interest groups in national and global development. We strive to produce niche content that targets the youth and special interest groups and by doing so, we aim to amplify their voices in public discourse.

Our products include *Speaking of Gen Z,* a podcast introduced in 2023 that acts as a window into *Gen Z's* world and speaks on everything from technology to social issues and the latest trends. It has quickly gained popularity with 3,000 weekly listeners, over 20,000 downloads and a Spotify podcast top charts feature.

Over the years we have run *My Network, The HighSchooler, Teen Republique, JuniorSpot, The Trend* and *The Mavericks* - focused on content that empowers the youth, builds their knowledge and guides them in their day to day activities in school or at home. The *Daily Nation* carried 156 editions of Education content with over 10,000 hours dedicated on our broadcast platforms.

In addition, we intentionally carry stories on special interest groups and Persons Living with Disabilities (PWDs). By highlighting their experiences, challenges, and achievements, we create awareness on some of the issues they face including barriers to accessibility, discrimination, stigma, and the need for inclusive policies and practices.

As part of our 'access to all principle', we use sign language interpreters during live broadcasts. We have also increased the use of text in videos, to ensure that consumers who have hearing challenges understand the substance in the videos.

Environmental, Social and Governance (ESG) Report (continued)

2. Environmental Impact

In the face of climate change and resource scarcity, we recognize our responsibility to minimize our environmental footprint. We are dedicated to running a sustainable business model that preserves natural resources and ecosystems.

From renewable energy investments to waste reduction initiatives, every step we take is a move towards a greener future. We recognize the importance of measuring our environmental impact and establishing improvement targets for ourselves. This allows us to work with nature, not against it. In addition, we make it a point to openly discuss our advancements and work tirelessly to drive buy-in and enhance our environmental performance.

As part of our environmental management strategy, we identify and manage environmental risk events in all stages of our business, from raw material importation to production and operations.

By embracing environmental conservation, we contribute to SDG 7 on Affordable and Clean Energy, and 13 on Climate Action.

a) Waste Management and Recycling

As a business we appreciate the fact that responsible waste management and recycling practices are fundamental to our commitment to sustainability. Our approach to waste goes beyond mere disposal; it embodies our dedication to fostering a circular economy where resources are used efficiently and waste is minimized.

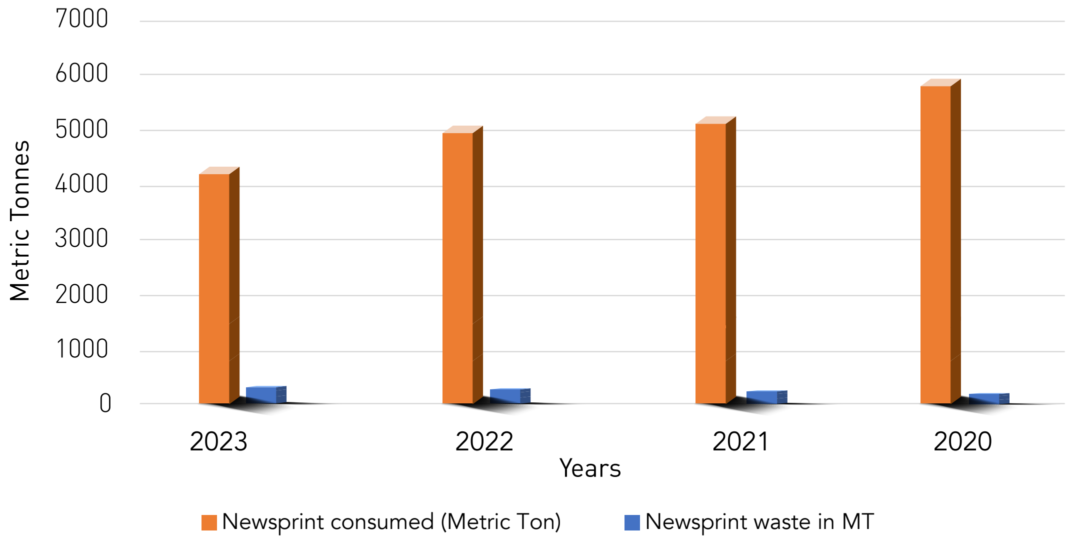
We acknowledge the critical need to satisfy the demands of a growing population, safeguard the planet's ecosystems, provide equitable access to a healthy environment, and cut down on carbon emissions from the production, distribution, and disposal of trash.

Since newsprint makes up the majority of our raw material, its consumption and waste generation is closely monitored across our production plants in Kenya, Uganda and Tanzania.

Strict controls are applied to contaminated press waste, which includes water, oils, and inks. We have made a conscious effort to prevent their release into the environment, by utilizing an authorized and ecologically friendly collection and disposal method by a certified company.

Efficient management of waste newsprint remained a priority in 2023. Disposal of all paper waste generated within the printing plant such as white waste, slab and core, brown waste, printed waste including newspapers returned unsold and other solid waste was contracted to National Environment Management Authority (NEMA) licenced companies that manage the recycling process. This is in line with SDG 12, Reduced Environmental Impact.

Newsprint consumed in Metric Ton (MT) - Kenya



12 RESPONSIBLE CONSUMPTION AND PRODUCTION

NMG abides by the Environmental Management and Co-ordination (Waste Management) Regulations 2006 that provide guidelines on the segregation and disposal of waste.

Environmental, Social and Governance (ESG) Report (continued)

b) Energy use

SDG 7 calls for "affordable, reliable, sustainable and modern energy for all" by 2030. It's three core targets are the foundation for our work:

- Ensure universal access to affordable, reliable and modern energy services
- Increase substantially the share of renewable energy in the global energy mix
- Double the global rate of improvement in energy efficiency

Energy is therefore not just a commodity for NMG, but a critical resource that powers our operations. At the core of our energy strategy is a relentless pursuit of efficiency. To mitigate the environmental impact of energy use in our industrial processes, we utilize a mix of clean, renewable energy sources alongside conventional energy. As a result of an increase in contract printing, there was an increase in power consumption in Kenya.

c) Greenhouse Gas Emissions

NMG is proactively implementing strategies to transition towards a low-carbon trajectory, aiming to achieve Net Zero Carbon emissions in our operations by 2030.

In late 2020, NMG commenced quarterly measurement and reporting of greenhouse gas emissions. The carbon footprint is determined using the Greenhouse Gas Protocol, with emissions quantified in 'Tons of carbon dioxide equivalent' (tCO2e), a standard unit for comparing various greenhouse gases relative to CO2. The largest contributors to emissions in our operations stem from the freight of raw materials and newspaper transport (scope 3).

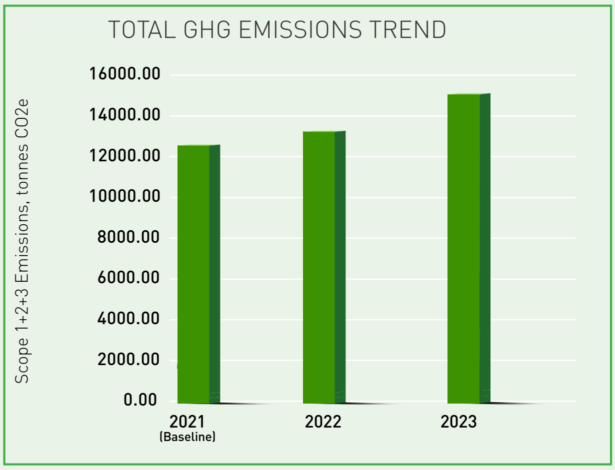
To mitigate emissions, we have devised several reduction measures. These include the installation of solar water heating, replacing high-consumption halogen lamps with LED lighting, and sourcing raw materials from countries closer to our destinations and converting 4 vehicles in Tanzania to run on Liquefied Natural Gas (LNG) instead of petrol or diesel. Additionally, current initiatives to offset emissions involve tree planting and utilizing solar tubes and skylights for daylight illumination instead of electricity.

In a bid to achieve our 2030 goal, we continued to collaborate with our suppliers, to reduce carbon emissions throughout our supply chain. We are committed to directing at least 90% of NMG's expenditures towards companies actively managing, reporting, and reducing their emissions. Moreover, in the next few years, a minimum of 75% of NMG spending will be allocated to companies with science-based net zero targets for their Scope 1 and 2 emissions, aligned with the 2°C warming limit.

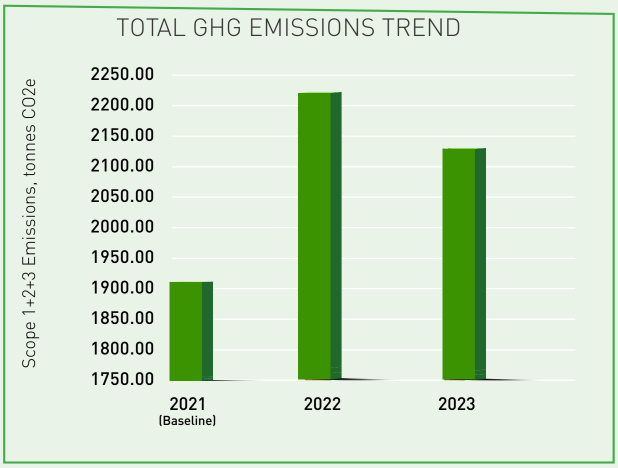
The Group is also sourcing for suitable e-mobility partners to help us transition to zero emission vehicles. Our goal is to have 90% of our fleet being Ultra Low Emission Vehicles (ULEV) as we work towards ultra-low or zero emissions by 2035 and totally net zero by 2050.

Environmental, Social and Governance (ESG) Report (continued)

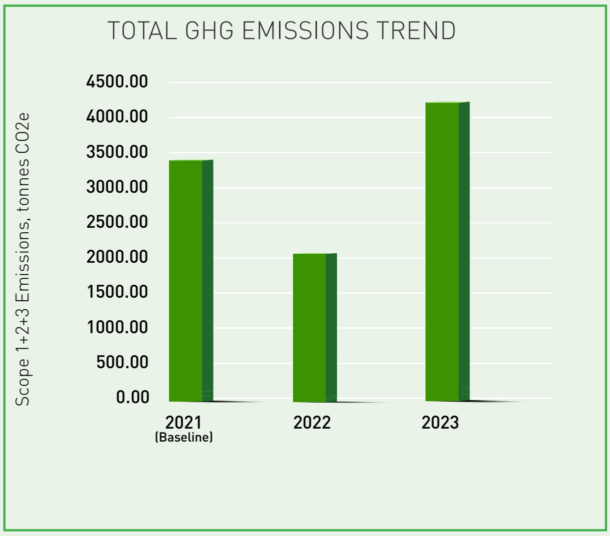
KENYA



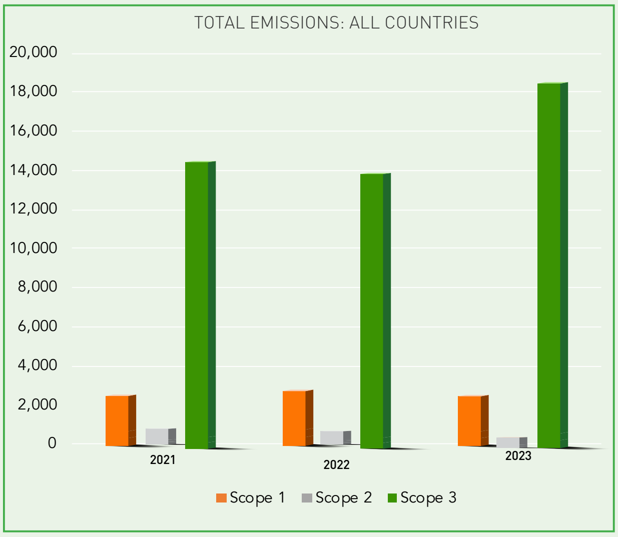
UGANDA



TANZANIA



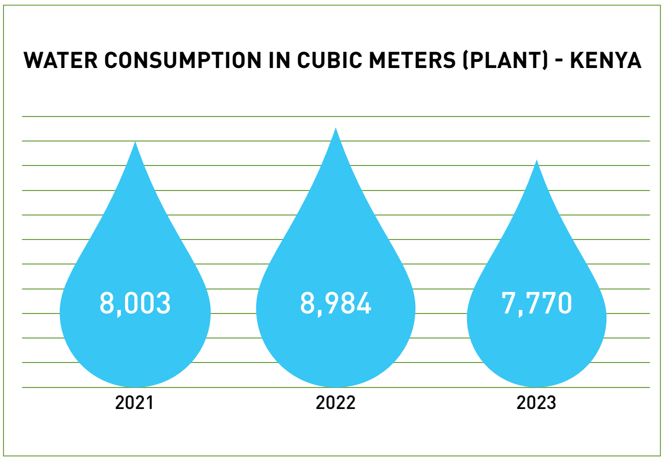
TOTAL EMISSIONS: ALL COUNTRIES



d) Water consumption

Water scarcity is increasingly impacting regions across the globe. Given our reliance on water availability, our environmental stewardship efforts prioritize sustainable water management. We adhere to the Water Act 2016, that states in part, "every person in Kenya has the right to clean and safe water in adequate quantities and to reasonable standards of sanitation."

All the water consumed at our Mavoko printing plant is metered to manage and control consumption, and users across all our offices are frequently sensitized on water conservation even as we embrace water management technologies. Notably, our consumption trend has been on a downward trajectory.



Environmental, Social and Governance (ESG) Report (continued)

3. Employee Welfare

Nation FC team pose for a group photo after winning the Multichoice Cup finals on July 29th 2023 at Jamuhuri Grounds, Nairobi.

Our focus on Ensuring Employee Wellbeing aligns with SDG3 on Good Health and Well-Being, which seeks to 'Ensure healthy lives and promote well-being for all at all ages' as well as SDG8 that calls for promotion of sustained, inclusive and sustainable economic growth, full and productive employment and decent work for all.

NMG prioritizes the well-being and development of employees as a fundamental pillar of its corporate responsibility. We believe that a healthy, motivated workforce is essential for sustainable business growth and positive societal impact.

To ensure the welfare of our employees, we provide a range of initiatives and benefits. This includes comprehensive healthcare coverage, wellness programs, and access to mental health resources.

We foster a culture of inclusivity and diversity, recognizing that a diverse workforce brings valuable perspectives and enhances innovation. Our commitment to fair labour practices extends to ensuring safe working conditions and promoting a healthy work-life balance for all employees.

Through ongoing dialogue and feedback mechanisms, we seek to understand our employees' needs and concerns, continuously striving to create an environment where everyone feels valued, respected, and supported.

Our employee wellbeing approach is anchored on the provision of a conducive and safe work environment characterised by open communication, team work, flexible working arrangements, employee medical scheme and psychosocial support.

In addition, we have a gym policy, a crèche, team Building sessions, and a football club that help staff with out-of-office activities.

Our dedication to employee welfare is not only a reflection of our values but also a critical component of our ESG strategy. By investing in our employees, we contribute to a sustainable future where individuals thrive, businesses succeed, and communities prosper.

The following are some of the steps we have taken towards Employee Welfare;

a. **Equal Employment Opportunities:** Our company firmly upholds the principle of selecting "the best person for the job," ensuring that no discrimination occurs against individuals or groups for any reason. Our decisions regarding recruitment, promotion, employee development, career advancement, salary policies, and general employment conditions aligns with this philosophy.

b. **Employee Induction:** Every new employee undergoes a tailored induction process designed to meet the requirements of their role, individual needs, and departmental context. This program, crafted by HR in collaboration with the line manager, aims to provide comprehensive support to employees as they begin their journey with the company.

c. **Employee Development:** We appreciate the role of upskilling as a key contributor to performance. Our performance management process supports talent development with training opportunities tailored to meet specific individual and business needs. Training opportunities within the company encompass a variety of options, from trainee programs to internships, tertiary education, specific projects, short courses, and secondments. During the reporting period, a total of 481 employees were trained across the region, some of which are shown in the table below;

Environmental, Social and Governance (ESG) Report (continued)

TRAINING	NUMBER OF TRAINEES	OUTCOME
Foundational Skills for Data Journalism *Editorial teams across platforms*	30	This program exposed journalists to the critical skills needed to practice data journalism. Key areas covered range from basic Excel and analysis to data visualization and the principles of storytelling with data.
Devolution *Editorial teams across platforms*	10	The training sought to re-tool journalists to be more adept at accessing information from public documents, conducting deeper interviews, writing with precision, and working towards specialization.
BBC Leadership Training *Leads across all platforms*	15	The goal of this training was to help leaders explore and decide on the steps they want to take to perform their role in the best way possible, as they facilitate transformation.
Innovation & Intrapreneurship *Editorial Commercial, Product, and Technology teams across platforms*	26	The course sought to leverage the daily experiences of both the editorial and commercial team members in the newsroom as well as technology, and cutting-edge research to provide training, develop and cultivate the innovation mindset and explore frameworks for innovation.
Agile and Versatile Selling: How to Quickly Adapt to Customer Needs and Stay Competitive in a Digital World. *Commercial teams across platforms*	120	The main focus of the training was to equip the sales team with skills on understanding the importance of agility and versatility in modern sales.
Communicate to Convert: Mastering the Art of closing Sales fast. *Commercial teams across platforms*	120	The training focused on recognizing the value of good communication in the sales process.
Nation Sema Product Training on Bulk SMS *Commercial teams across platforms*	120	This equipped the teams with the Nation Sema Product knowledge to promote new digital revenue conversion.
Data Protection *Customer care team*	5	The training sought to equip the team with knowledge on how to handle customer data in compliance with the data protection Act
Sexual Harassment	35	The aim was to create awareness on how to manage and eradicate sexual harassment.

d. Talent Review and Succession Planning

Departmental talent review meetings and an overall Executive Talent Review meeting are conducted to identify and cultivate a pool of leadership and management succession candidates across all functions within the company.

e. Rewards and Recognition

We value and celebrate employees' significant and innovative achievements. Line managers are responsible for recognizing accomplishments, which may include verbal and written commendations. All rewards are tied to outstanding behavior aligned with our core values.

f. External Awards

The following staff members from across the region were awarded for their exemplary performance in a variety of areas;

Environmental, Social and Governance (ESG) Report (continued)

KENYA

Annual Journalism Excellence Awards (AJEA)

Name	Award Category	Position
Larry Ngala	Lifetime Contribution in Journalism Award	Lifetime Award
Pamella Sittoni	Lifetime Contribution in Journalism Award	Lifetime Award
Adrams Midira Mulama	Best Investigative Story - Cameraman	Winner
Angela Oketch	Gender Reporting	Winner
Elvis Ondieki	Development and Public Affairs Reporting	Winner
Ibrahim Karanja	Best Investigative Story	Winner
Igah S Muigai	Cartoonist of the Year	Winner
Levi Ojiambo Wafula	Best Investigative Story - Graphics	Winner
Lilys Njeru	Sports Reporting	Winner
Lionel Lidigu	Health Reporting	Winner
Pamella Sittoni	Women in Media and Communications	Winner
Pauline Njeri Wakaba	Best Investigative Story - Video Editing	Winner
Patrick Alushula	Best Investigative Story	Winner
Fredrick Muitiriri	Development and Public Affairs Reporting	Winner
Cece Siago	Africa Climate Change and Environment Reporting Award	Winner
Brygettes Ngana	Agriculture & Food Security	1st Runner's Up
	Health Reporting	1st Runner's Up
Sam Doe Ouko	Agriculture & Food Security	1st Runner's Up
	Health Reporting	1st Runner's Up
Dorcas Muga	Women in Media and Communications	1st Runner's Up
Dudley Gaciku	Gender Reporting	1st Runner's Up
Elvis Ondieki	ICT & Innovation Reporting	1st Runner's Up
Hellen Shikanda	Environment and Climate Change Reporting	1st Runner's Up
	Health Reporting	1st Runner's Up
Lionel Lidigu	Best Investigative Story	1st Runner's Up
Slylvia Muia	Digital Economy and Business Reporting	1st Runner's Up
Moraa Obiria	Development and Public Affairs Reporting	1st Runner's Up
	Podcast of the Year, Digital	1st Runner's Up
	UN Women Eastern and Southern Africa Gender Journalism Awards	1st Runner's Up
Agatha Gichana	Gender Reporting	2nd Runner's Up
Amina Wako	ICT & Innovation Reporting	2nd Runner's Up
Fatuma Bugu	Health Reporting	2nd Runner's Up
Hellen Shikanda	Development and Public Affairs Reporting	2nd Runner's Up
Jacob Ochieng	Agriculture & Food Security	2nd Runner's Up
Jane Ngige	Sports Reporting	2nd Runner's Up
Jane Gatwiri Mbuba	Sports Reporting	2nd Runner's Up
Lionel Lidigu	ICT & Innovation Reporting	2nd Runner's Up
Mercy Chelangat	Health Reporting	2nd Runner's Up
Moraa Obiria	Gender Reporting	2nd Runner's Up
Peter Mburu	Digital Economy and Business Reporting	2nd Runner's Up
Sidney Chazima	Development and Public Affairs Reporting	2nd Runner's Up

Environmental, Social and Governance (ESG) Report (continued)

In addition, the following staff members from Kenya were awarded in various categories;

Name	Award Category	Position
Sila Kiplagat	International Sports Press Association, Young Photographer of the Year	Winner
	People's Choice Award - Safal Eye in the Wild Photo Competition	Runners up
Fatuma Bugu	Kwale Excellence Awards: Media Personality of the Year	Winner
Moraa Obiria	Isu Elihle Award	Winner
	Mandy Rossouw Accountability Award	Winner
Edna Mwenda	Top 30 under 30 International News Media Association (INMA)	Winner

UGANDA

Africa Centre for Media Excellence Awards

Name	Award Category	Position
Esther Oluka	Business, Finance and Economy Reporting	Winner
Elizabeth Kamurungi	Business, Finance and Economy Reporting	Winner
Barbara Nalweyiso	Community Reporting	1st Runner's Up
Ritah Kemigisa	Education Reporting	1st Runner's Up
Derrick Wandera	Opinion and Editorial Commentary	1st Runner's Up
Walter Mwesigye	Public Works and Infrastructure Reporting	1st Runner's Up

Environmental awards by Uganda Biodiversity Fund

Name	Award Category	Position
Moses Ndhaye	Conservation	Winner
Nabukenya Noeline	Conservation	1st Runner's Up

Heroes in Health Awards Winners

Name	Award Category
Atukunda Norbert	Media Excellence
Joan Salmon	Business, Finance and Economy Reporting
Bamuturaki Musinguzi	Education Reporting
Derrick Wandera	Public Accountability Reporting

TANZANIA

Excellence in Journalism Awards (EJAT) Winners

Name	Category
Juma Issihaka	Investigative; Governance; Open
Baraka Loshilaa	Health, Tax & Revenue
Herieth Makwetta	Health
Kelvin Matandiko	Gender & Children
George Helahela	Data
Pamela Chilongola	Economy and Finance
Janeth Joseph	Human Rights
Mariam Mbwana	Disability
Ephraim Bahemu	Oil and Gas

Environmental, Social and Governance (ESG) Report (continued)

Nation Media Group winners of the 2023 Media Council of Kenya's Annual Journalism Awards (AJEA).

g. Employee Diversity and Inclusion

At NMG, we embrace the power of inclusivity and harness the strength of our differences to drive positive change in everything we do. NMG has a robust workforce of 1,245 employees. Out of this number, 870 are permanent staff, 375 are on contract. In our bustling corridors and vibrant meeting rooms, you will encounter a mixture of faces, backgrounds, and perspectives that collectively shape our dynamic culture. From seasoned professionals to fresh graduates, our team reflects a mosaic of experiences, talents, and identities. The female to male percentage ratio at Executive Management level stands at 44:56 while the overall staff ratio stands at 30:70.

Health and Safety

The well-being, both physical and mental, of our employees serves as the cornerstone of our performance. Safety has been ingrained as a fundamental philosophy, emphasizing our firm commitment to preventing occupational accidents.

We strive to cultivate a workforce and workplaces that prioritize health and safety, fostering a culture where individuals are proactive in safeguarding their well-being. Our focus lies in empowering individuals to approach their work with vitality and to enhance their ability to anticipate risks.

NMG has implemented comprehensive Health and Safety and security initiatives to manage the well-being of all employees, contractors, and visitors.

These initiatives include the formation of health and safety committees, the appointment of first aiders and fire marshals, training in first aid and fire prevention, and ensuring the availability of fire exits, among other measures.

Employees and premise visitors are strongly encouraged to adhere to all safety procedures and to promptly report any hazards, accidents, or potentially dangerous incidents to their supervisors.

In pursuit of continuous improvement, regular health and safety audits and risk assessments are conducted by our Internal Audit team to identify potential hazards, with corresponding measures implemented for mitigation. Staff members receive training in health and safety practices, and appropriate personal protective equipment is supplied when hazards cannot be entirely eliminated.

Fire protection equipment have been installed throughout various offices to detect and combat fire incidents, with the added assurance of fire insurance coverage for our establishments.

Additionally, Group Life Cover is provided for employees in the event of accidents resulting in temporary and/or permanent disability. We continuously assess potential hazards by monitoring noise emissions, air quality, and conducting annual health check-ups for our staff.

Unfortunately, the Group reported 4 Lost Time Injuries (LTIs) and 3 Near Misses incidents. As a result, there was a 1.11 Lost time Injury Frequency Rate (LTIFR) per million hours for a total of 3,603,280 hours worked at the Nation Centre, Production Plant, and NMG Contractors.

Environmental, Social and Governance (ESG) Report (continued)

4. Societal Impact

NTV staff donate food stuffs to Makmei Childrens Home on 17th December, 2023.

a) Nation Media Foundation

In 2023, NMG operationalized the Nation Media Foundation (NMF) as a dedicated social-impact arm aimed at accelerating its efforts towards achieving the Sustainable Development Goals.

The Foundation stands as NMG's social impact initiative, designed to expand the Group's positive influence on society as it continues to grow its brand portfolio across the region.

With a focus on forming strategic alliances with like-minded organizations, NMF seeks to solidify NMG's initiatives into consistent, purposeful, and targeted actions that will have a broad impact and foster sustainable change. Serving as a bridge between business and development, the Foundation identifies and strengthens the links between socio-environmental progress and economic growth.

The Foundation's key areas of focus include:

- Education and Literacy
- Natural Resource Management
- Community Development through Entrepreneurship
- Media Development
- Health

A central pillar of the Foundation, Education and Literacy, aligns closely NMG's mission to enrich society by providing media that informs, educates, and entertains, ultimately creating value for stakeholders.

NMF aims to enhance literacy among 5 million young Kenyans over the next five years through improved access to books and reading materials in 141 libraries nationwide. The construction of the first library is set to begin with plans to incorporate renewable energy and a water recycling system for sustainability.

In addition to a physical facility, the Foundation will host engaging programs such as reading symposiums, literacy workshops, book festivals, and other enriching activities for children and students. Members of staff are encouraged to participate and contribute their time, skills, and ideas to support this meaningful cause.

Environmental, Social and Governance (ESG) Report (continued)

b) Environmental Conservation

As stewards of this planet, we have a duty to protect and preserve its precious resources for future generations. Every action we take, whether big or small, has an impact on the environment and it is for this reason that we carry out activities that are geared towards conservation of the environment.

In 2023, NMG conducted tree growing activities in 5 schools; Eco-Green School in Kilifi County, The Ivugwi School, Uasin Gishu County, Nyachururu P.A.G Primary & Junior Secondary School, Nyamira County and Likii Special School, Laikipia County. In addition, the Group planted trees in 5 Golf clubs; Nanyuki Sports Club, Kericho Golf Club, Malindi Golf & Country Club, Eldoret Club and Royal Nairobi Golf Club.

During the National Tree Growing Day, NMG partnered with the Green Blue Foundation Africa and the Family Group Foundation and planted 1,500 trees at the Ngong Forest. NMG has planted 40,500 trees in various parts of the country since 2019. Ultimately, as a business, we recognize that environmental conservation is about balance - finding ways to meet our needs without compromising the ability of future generations to meet theirs.

From left: Green Blue Foundation Africa President Bedan Mbugua, Family Group Foundation Executive Director John Waimiri, Nation Media Group CEO Stephen Gitagama and Kenya Forest Services Inspector Wachira Gatuiria during the National Tree Planting Day in Ngong Hills.

c) Textbook Donations

In our pursuit to bridge the gap in access to educational resources while empowering individuals and communities to thrive, NMG donated 1,500 textbooks to Likii Special School, Nyachururu Primary School, ECD Mbogolo and Echo-Green School and Ivugwi Primary School. We strongly believe that every donated textbook is a step towards a more equitable and enriched learning environment, fostering a love for learning that can last a lifetime. A total of 1,550 pupils benefited from this program during the reporting period.

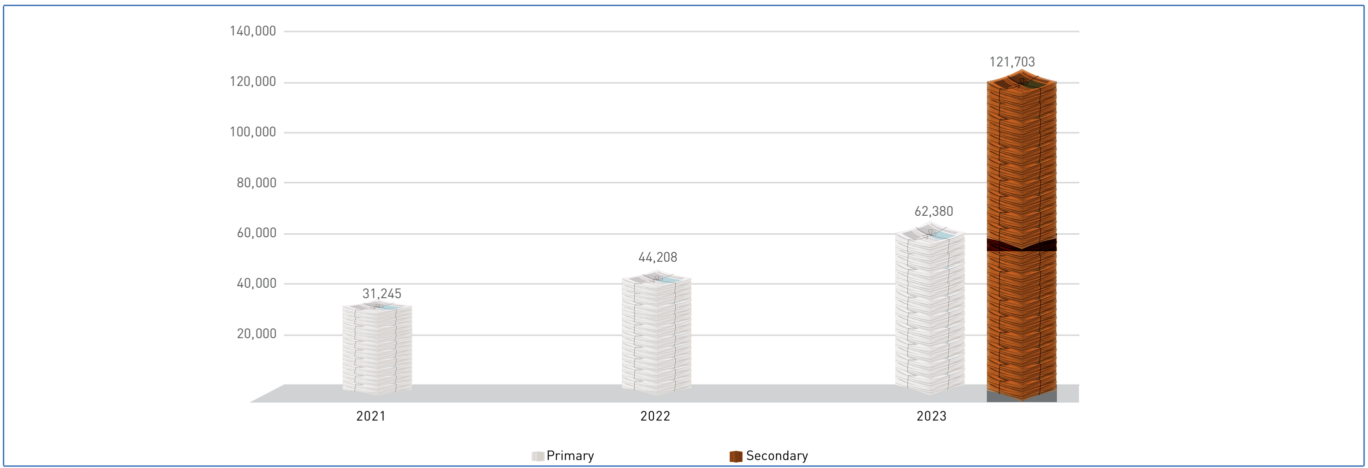
NMG staff donate reading materials to students of Ivugwi Primary School.

Environmental, Social and Governance (ESG) Report (continued)

NiE Brand Manager, Nuhu Bakari speaks to students of Kagumo High School during the launch of the program at the school.

d) Newspapers in Education (NiE)

Newspapers in Education (NiE) serves as a 'Young Reader Development' initiative aimed at enhancing literacy and fostering a culture of reading among school children. The initiative also involves teacher training conducted through workshops. This aspect equips educators with the knowledge to integrate the NiE initiative into their classrooms. In 2023, NMG through the NiE programme impacted 184,083 students both in primary and secondary schools signaling an upward trajectory from previous years. As a result of this initiative, the schools we engage with continue to record improved scores especially in the English and Kiswahili languages.



Partnerships for Impact

In the realm of social impact, partnerships hold immense power. They enable us to pool expertise, leverage resources, and reach broader audiences. In 2023, NMG partnered with the following institutions to advance its social impact initiatives;

In 2023, The Nation Media Foundation entered into a partnership with InABLE, a Non-Governmental Organisation that empowers Persons with Disabilities (PWDs) in the African Continent. The Partnership will see the two organisations work towards championing for a community where individuals with disabilities have the same access to educational, technological, and employment opportunities as the non-disabled.

The Foundation is also in partnership with Impact Philanthropy, an organisation that leads corporates in pulling their collective influence as leverage to do social impact work in education, climate change and health. We offer our media platforms to create awareness on the work they do and as a result, we hope to get as many corporates as possible joining in the social impact work.

In Uganda, Monitor Publications Limited (MPL), partnered with Stanbic Bank to donate 500 Mama Kits to expectant mothers in Serere districts. The kits give women a great head start to motherhood as they get basic requirements.

MPL also partnered with AFRIpads to distribute 1,050 sanitary towels to women in Namuwongo area, Uganda. This is part of our support towards menstrual health.

Environmental, Social and Governance (ESG) Report (continued)

5. Governance Excellence

Sound governance is the bedrock of our operations. We uphold the highest standards of ethics, transparency, and accountability in everything we do. The fundamental principles guiding employee conduct are embedded within the Group's Code of Conduct and Business Ethics, the Whistleblowing Policy, Procurement Policies, and several others. These policies are integral components of the onboarding process for all employees.

a) Regulatory Compliance

Nation Media Group has been publicly-listed on the Nairobi Stock Exchange since the early 1970s and cross listed in Tanzania, Uganda and Rwanda in the 2010s.

Regulatory compliance is therefore the cornerstone of our business practices. NMG adheres to media laws and guidelines set forth by governing bodies in Kenya, Uganda, Tanzania and Rwanda. In addition, we are a Blue Member Company and a member of the UN Global Compact (UNGC).

Risk Management

NMG embraces the reality that risk management is an ongoing and dynamic process. In line with this, we support a culture of continuous learning and adaptation by regularly reassessing risks and updating the risk mitigating strategies based on lessons learned from past experiences and changes in the business environment. This helps the business stay resilient in the face of uncertainties. Additionally, all relevant key stakeholders in the risk management process are regularly involved in supporting a shared understanding and commitment to managing risks effectively.

The ERM framework guides the Group in the risk management process which involves identifying, assessing, treating, monitoring and reporting of risks faced by the business. The Framework stipulates the adopted risk management structures, processes, policies and stakeholders involved in the risk management.

A three lines of defense model has been adopted to ensure effective risk management. Each line of defence has specific roles and responsibilities in risk management defined and communicated in the ERM framework. The three lines work closely together to identify, assess, and mitigate risks.

The ERM Framework is regularly reviewed to ensure it reflects consideration of any emerging risks emanating from the evolving business environment, stakeholders' expectations and leading practice approaches.

Below are the specific risks within our defined risk categories where the business is dedicating its resources and efforts to manage. These risks include a mix of already established and emerging risks that could have significant impact in achieving the business strategy and delivering value to customers. The risks are identified, assessed, mitigated, reported and monitored on a continuous basis. They include:

Risk	Description	Mitigation Actions
Strategic Risk	It pertains to the uncertainty and hurdles linked with the strategic direction of the business, its competitive positioning, market dynamics, and potential disruptions within the industry. This risk has potential to impact profitability and brand reputation.	• The Group is keen on embracing innovation, staying ahead of market trends, investing in research and development as well as remaining agile and adaptable in response to changing market dynamics. • NMG also strives to produce high-quality, original content that meets target audience needs to foster audience trust and loyalty. • We also regularly monitor and evaluate the competitive landscape, consumer behaviour, and industry trends to identify and respond to strategic risks in a timely manner.
Macroeconomic and Geopolitical Risks	These are risks caused by uncertainties and volatilities from macroeconomic and geopolitical factors.	• To minimize this risk, NMG diversifies its revenue sources through digital growth, events, partnerships and expansion to other geographical markets.
Regulatory Compliance Risk	It relates to potential negative impact of changes in laws, regulations, or government policies on the Group's operations, finances, or reputation.	• The Group keeps abreast of regulatory changes and ensuring compliance with industry standards and guidelines to ensure that all its functions and staff adhere to applicable laws, regulations, code of conduct and standards of good practice.
Data Protection Risks	Potential risks under this category may include data breaches, copyright infringements, data privacy violations, data retention risks, third-party data sharing risks among others.	• NMG has set up the office of the Data Protection Officer who is responsible for ensuring compliance to data protection laws. We are fully registered with the Office of Data Protection Commissioner of Kenya. • In addition, NMG has developed a privacy policy that guides all our digital assets.

Environmental, Social and Governance (ESG) Report (continued)

Cyber Security Risks	These are cybersecurity threats such as, phishing attacks, intellectual property theft, and data breaches, that in turn have the potential of disrupting our business operations.	• NMG has invested extensive resources (human and technological) to support multi-layered cyber security controls, such as firewalls, intrusion detection systems, and endpoint protection solutions. • The Group also conducts regular vulnerability assessments and penetration testing to help establish any gaps and improve on any security weaknesses.
Litigation Risks	NMG is exposed to litigation risk such as: defamation and libel lawsuits; copyright infringement claims; privacy violations, intellectual property disputes and contractual relationship, because of our role as a media company.	• The Editorial policies and procedures in place serve to ensure that robust gatekeeping measures are in place within content creation, distribution, data privacy, intellectual property management, and contractual relationships.
Business Continuity Risks	Various risk events such as technological failures, natural disasters and physical damage, cybersecurity threats, supply chain disruptions, and political unrests that have the potential to disrupt our operations and impair the Group's ability to produce, distribute, or monetize content.	• We have robust Business Continuity Plans in place. These plans are regularly tested to evaluate effectiveness and identify areas for improvement. • Various risk assessments and impact analyses are deployed to establish critical assets, processes, and dependencies.
Human Capital Risk	With the ongoing shift from traditional to digital media, some traditional skills have become obsolete, requiring continuous upskilling and reskilling of employees in new digital skills to remain relevant.	• NMG is investing in talent development and training programs to equip employees with the skills and capabilities needed to adapt to changing industry trends and technological advancements. • Additionally, NMG is implementing effective change management processes to support staff through transitions, overcoming resistance to change and building resilience and adaptability.
Disruptive Technology	They include new technologies such as Artificial Intelligence that is currently reshaping how media is produced, distributed, and consumed.	• The Group continues to evaluate, adapt and embrace new useful innovations and technology applicable in our operations to stay competitive and cater to the evolving demands of our target audiences.

Data Protection

NMG is committed to ensuring the highest standards of data protection and privacy for its customers, employees, and partners. In line with this commitment, we adhere to the General Data Protection Regulation (GDPR) best practices and framework, as well as the Kenya Data Protection Act (2019) Guidelines and best practices. In 2023, comprehensive Data Protection Impact Assessments and Data Protection Audits were undertaken to identify and address potential vulnerabilities in data handling processes.

To empower employees and vendors with the knowledge they need, the Group conducts regular training sessions across all departments. In 2023 alone, NMG trained over 80 staff members on topics such as data subject rights, principles of data protection, lawful basis of processing and cybersecurity threats.

As part of our efforts to increase awareness and promote data subject rights, we have placed informational posters in strategic locations at our offices. These posters serve as a reminder of our commitment to data privacy and the rights of individuals.

NMG communicates openly with all stakeholders, regulatory authorities, and the public, to maintain trust and demonstrate our commitment to protecting privacy.

Our Journey Ahead

This report shows NMG's impact and provides transparency on our contribution to sustainable development.

Our ability to mitigate risks ahead of time, reduce water consumption, contribute to the climate change conversation and ultimately use our influence as a media company to create awareness on sustainability issues, demonstrates our commitment to a greener planet.

While we are proud of our achievements, we recognize that the journey towards sustainability is ongoing. We remain committed to continuous improvement, innovation, and collaboration with our stakeholders. Through shared values and collective action, we are confident in our ability to create a sustainable and prosperous future for all.

Hon. Dr. Doto Biteko, Deputy Prime Minister and Minister for Energy Ministry of Energy, Republic of Tanzania, Hon. Dr. Édouard Ngirente, Prime Minister, Republic of Rwanda, H.E Emmerson Mnangagwa, President of the Republic of Zimbabwe, H.E Dr Mokgweetsi Masisi, President, Republic of Botswana and Admassu Tadesse, Group President Emeritus & MD, Trade Development Bank Group (Moderator), during the Kusi Ideas Festival Presidential Roundtable.

Panelist during Mwananchi Communications Limited 2023 Micro, Small and Medium Enterprises (MSME) Summit.

Panelists during the 2023 ManCave event.

Women in Serere, Uganda, receive Mama Kit hampers from Monitor Publications LTD (MPL) and Stanbic Bank during a Farm Clinic.

Nation Media Group winners of the 2023 Media Council of Kenya's Annual Journalism Awards (AJEA) together with Board Members after a celebratory dinner at the Serena Hotel, Nairobi.

NMG staff during the Social Sustainability Initiative at Mama Fatuma Childrens Home in Eastleigh, Nairobi.

Hon Ababu Namwamb, Cabinet Secretary, Ministry of Youth Affairs, Creative Economy and Sports (right) with NMG Group CEO, Stephen Gitagama during a courtesy call meeting.

L-R: Francis Njagiru, Program Officer, Impact Philanthropy Africa, Patricia Mugambi Ndegwa, CEO Impact Philanthropy, Stephen Gitagama, NMG CEO, Daisy Maritim Maina, Program Manager, Nation Media Foundation and Clifford Machoka, NMG Former Head of External Affairs, when NMG joined Impact Philanthropy.

MCL Managing Director, Bakari Machumu, meets with the management team from Serengeti Breweries who paid him a courtesy visit.

Winners of The 2023 Citizen Rising Woman Awards.

NMG CEO, Stephen Gitagama (left) presents a gift to KCB Bank CEO Paul Russo when he paid him a courtesy call.

NMG Chairman Dr. Wilfred Kiboro (left) with GCEO Stephen Gitagama engages a young girl during NMG's Social sustainability event in Malindi.

Mwananchi Communications LTD (MCL) Managing Director, Bakari Machumu (2nd top left) with MCL staff during the launch of the revamped MCL website.

A golfer tees off during the Nation Classic Golf Series held in Malindi.

Winners of Monitor Publications LTD (MPL) Rising Woman Initiative receive awards.

REPORT OF THE DIRECTORS

Podcasts have become the modern storyteller. Nation Media Group offers a rich and insightful library of podcasts available on nation.africa, ready for streaming on mobile devices.

REPORT OF THE DIRECTORS

The directors have pleasure in presenting their report and the audited financial statements for the year ended 31 December 2023 which disclose the state of affairs of Nation Media Group PLC (the "Company") and its subsidiaries (together the "Group").

PRINCIPAL ACTIVITIES

The principal activities of the Group are the publication, printing and distribution of newspapers, radio and television broadcasting and digital online products, in the East African countries of Kenya, Uganda, Rwanda and Tanzania.

BUSINESS REVIEW

Kenya's economic performance improved following a rebound in the agriculture sector which had faced a severe and long drought. However, high cost of living, increased fuel prices, exchange rate pressures, global economic uncertainties and rising debt continue to pose a threat to economic growth. The overall year on year inflation was 6.6 per cent by December 2023.

In Uganda, the economy recorded growth owing to improvement in the agriculture, industry and services sectors. The inflation closed at 2.3 per cent in December 2023 while Tanzania's economic growth was largely driven by agriculture, financial and insurance sectors. Inflation annual average rate was 3.8 per cent in 2023.

The challenging macro-economic environment resulted in reduced advertising spends which adversely impacted the Group's revenue. The depreciation of the Kenya Shilling against the US Dollar aggravated the cost of imported raw materials. The performance was also adversely impacted by impairment of the printing press and increased provision for Expected Credit Losses (ECL).

The Group focused on its digital transformation strategy that targeted audience acquisition and engagement with the aim of growing its digital footprint. Various experiments were rolled out to cultivate a collaborative approach to developing products and solutions that cater to our consumer needs. In addition, completion of the newsroom integration and the ongoing implementation of our content strategy will entrench the Group as the leading multi-media company offering unique and impactful content to our audiences.

Group turnover at Shs 7.1 billion and total comprehensive income at Shs 0.2 billion were below the previous year. The results of the Group for the year are set out in the Group statement of comprehensive income on page 88.

KEY PERFORMANCE HIGHLIGHTS

	2023	2022
	Shs m	**Shs m**
Performance		
Revenue	7,116.2	7,298.3
(Loss)/ profit before income tax	(431.8)	491.7
Total comprehensive income for the year	163.4	470.6
Financial position		
Non-current assets	4,501.5	4,345.5
Net current assets	3,713.9	4,278.2
Non-current liabilities	(353.8)	(348.8)
Non-controlling interest	(100.6)	(82.1)
Equity holders' funds	7,761.0	8,192.8
(Loss)/profit before tax as a percentage of revenue (%)	(6.1)	6.7
Earnings per share (Shs)	(1.1)	1.7
Capital expenditure – excluding ROU assets	212.5	153.6

REPORT OF THE DIRECTORS (continued)

DIVIDENDS

Considering the prevailing economic environment and the Group's investment plans, the directors do not recommend the payment of dividend for the year (2022: Shs 1.5 per share).

DIRECTORS

TThe directors who held office during the year and to the date of this report are set out on page 19.

Mr. S. Allana, Mr. F. Nurmohamed and Ms. N. Matimu, are directors who retire by rotation in accordance with Article 96 of the Company's Articles of Association and being eligible, offer themselves for re-election.

Mr. D. Aluanga and Prof. S. Sejjaka are directors who retire by rotation in accordance with Article 110 of the Company's Articles of Association and being eligible, offer themselves for re-election.

Mrs. S. Hassan retire by rotation in accordance with Article 110 of the Company's Articles of Association and does not offer herself for re-election.

Dr. W. Kiboro, Dr. Y. Jetha and Mr. L. Mususa are directors who having attained the age of 70 retire by rotation and offer themselves for re-election.

Mr. F.O. Okello having attained the age of 70 retire by rotation and does not offer himself for re-election.

Mr. W. Mwangi having attained the age of 70 retire by rotation and does not offer himself for re-election..

DISCLOSURES TO AUDITORS

The directors confirm that with respect to each director at the time of approval of this report:

a) there was, as far as each director is aware, no relevant audit information of which the Company's auditor is unaware; and

(b) each director had taken all steps that ought to have been taken as a director so as to be aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

TERMS OF APPOINTMENT OF AUDITOR

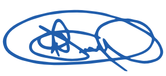
PricewaterhouseCoopers LLP expresses willingness to continue in office in accordance with the Company's Articles of Association and Section 721 of the Companies Act, 2015.

The Audit, Risk and Compliance Committee (ARCC) monitors the effectiveness, objectivity and independence of the auditor. This responsibility includes the approval of the audit engagement contract and fees.

APPROVAL OF FINANCIAL STATEMENTS

The financial statements were approved by the Board of Directors on 19 April 2024

By order of the Board



A Namwakira

Company Secretary

RIPOTI YA WAKURUGENZI WAKUU

Wakurugenzi wanafuraha kuwasilisha ripoti yao na taarifa za kifedha zilizofanyiwa ukaguzi za mwaka uliokamilika tarehe 31 Desemba 2023, ambayo inaonyesha hali ya mambo katika Kampuni ya Nation Media Group PLC ("Kampuni") na kampuni zake tanzu (kwa pamoja "Shirika").

SHUGHULI KUU

Shughuli kuu za Kampuni ni uchapishaji, kupiga chapa na usambazaji wa magazeti, utangazaji kupitia redio na televisheni na bidhaa za kidijitali za mtandaoni, katika nchi za Afrika ya Mashariki Kenya, Uganda, Rwanda na Tanzania.

MAPITIO YA BIASHARA

Utendaji wa kiuchumi wa Kenya uliimarika kufuatia kurejea kwa hali ya kawaida katika sekta ya kilimo ambayo ilikumbwa na hali ya kiangazi kibaya kilichodumu kwa muda mrefu. Hata hivyo, gharama ya juu ya maisha, ongezeko la bei ya mafuta, mashinikizo ya soko la ubadilishaji sarafu, hali tete za kiuchumi kimataifa na kuongezeka kwa deni ziliendelea kuweka tishio kwa ukuaji wa uchumi. Kiwango cha jumla cha mfumuko wa bei ya bidhaa cha mwaka kilikuwa asilimia 6.6 kufikia Disemba 2023.

Nchini Uganda, uchumi ulishuhudia ukuaji kutokana na kuimarika kwa sekta za kilimo, viwanda na huduma. Kiwango cha mfumuko wa bei kilifikia asilimia 2.3 mnamo Disemba 2023. Nchini Tanzania, ukuaji wa uchumi ulitokana pakubwa na sekta za kilimo, fedha na bima. Kiwango cha wastani cha kila mwaka cha mfumuko wa bei za bidhaa kilikuwa asilimia 3.8 mwaka 2023.

Mazingira yenye changamoto za uchumi katika kiwango kikubwa yalisababisha hali ya kupungua kwa matumizi na kuathiri vibaya mapato ya Shirika. Hali ya kudorora kwa thamani ya Shilingi ya Kenya dhidi ya Dola ya Marekani, ilifanya kupanda kwa gharama ya kuagiza malighafi. Utendaji pia uliathiriwa vibaya na kupunguzwa kwa thamani ya mashine ya uchapishaji na kuongezeka kwa Matarajio ya Hasara za Mikopo (ECL).

Shirika lilitilia maanani mkakati wake wa mageuzi ya kidijitali yaliyolenga utafutaji wa hadhira na kuishirikisha kwa lengo la kukuza hatua inazopiga za dijitali. Majaribio mbalimbali yalizinduliwa ili kukuza mbinu ya ushirikiano katika kuunda bidhaa na suluhu zinazokidhi mahitaji ya watumiaji wetu. Kando na hayo, shughuli iliyokamilika hivi majuzi ya kujumuisha chumba cha habari na utekelezaji unaoendelea wa mkakati wetu wa maudhui utafanya Shirika kuwa kampuni ya maudhui anuwai inayotoa maudhui ya kipekee na yenye athari kwa hadhira zetu.

Mauzo ya Kampuni ya bilioni Sh. 7.1 na jumla ya mapato tondoti ya bilioni Sh. 0.2 yalikuwa chini ikilinganishwa na mwaka uliotangulia. Matokeo ya Kampuni ya mwaka yamewekwa katika taarifa ya Kampuni ya mapato tondoti kwenye ukurasa wa 88.

MAMBO MUHIMU YA UTENDAJI

	2023	2022
	Shs m	**Shs m**
Utendaji		
Mapato	7,116.2	7,298.3
(Hasara)/ faida kabla ya ushuru wa mapato	(431.8)	491.7
Jumla ya mapato tondoti ya mwaka	163.4	470.6
Hali ya kifedha		
Mali isiyo ya pesa taslimu	4,501.5	4,345.5
Jumla ya mali ya pesa taslimu na inayotarajiwa kugeuzwa kuwa pesa taslimu ndani ya mwaka	3,713.9	4,278.2
Mikopo ambayo si ile tunayodaiwa ndani ya mwaka	(353.8)	(348.8)
Masilahi ambapo Kampuni kuu haina udhibiti	(100.6)	(82.1)
Fedha za Wenyehisa	7,761.0	8,192.8
(Hasara)/faida kabla ya ushuru kama asilimia ya mapato (%)	(6.1)	6.7
Mapato kwa kila hisa (Shs)	(1.1)	1.7
Matumizi ya mtaji – bila kujumlisha mali zinazotokana na ROU	212.5	153.6

RIPOTI YA WAKURUGENZI WAKUU (inaendelea)

MIGAO YA MAPATO

Kwa kuzingatia hali inayoendelea ya kiuchumi na mipango ya uwekezaji ya Shirika, wakurugenzi hawapendekezi malipo ya mgao wa mapato kwa mwaka (2022: Shs 1.5 kwa kila hisa).

WAKURUGENZI

Wakurugenzi waliohudumu ofisini katika mwaka huo na kufikia tarehe ya ripoti hii wameorodheshwa kwenye ukurasa wa 19.

Bw. S. Allana, Bw. F. Nurmohamed na Bi. N. Matimu ni wakurugenzi wanaostaafu kwa zamu kwa mujibu wa Kifungu cha 96 cha Taarifa ya Ushirika ya Kampuni na kwa kuwa wanastahiki, wamejitosa ulingoni ili kuchaguliwa tena.

Bw. D. Aluanga na Prof S. Sejeeka ni wakurugenzi wanaostaafu kwa zamu kwa mujibu wa Kifungu cha 110 cha Taarifa ya Ushirika ya Kampuni na kwa kuwa wanastahiki, wamejitosa ulingoni ili kuchaguliwa tena.

Bi. S. Hassan anastaafu kwa zamu kwa mujibu wa Kifungu cha 110 cha Taarifa ya Ushirika ya Kampuni na hajajitosa ulingoni ili kuchaguliwa tena.

Dkt. W. Kiboro, Dkt. Y. Jetha na Bw. L. Mususa ni wakurugenzi ambao baada ya kufikisha umri wa miaka 70, wanastaafu kwa zamu na kujitosa ulingoni ili kuchaguliwa tena.

Bw. F. Okello, kwa kufikisha umri wa miaka 70, anastaafu kwa zamu na hajajitosa ulingoni ili kuchaguliwa tena.

Bw. W. Mwangi, kwa kufikisha umri wa miaka 70, anastaafu kwa zamu na hajajitosa ulingoni ili kuchaguliwa tena.

UFICHUZI KWA WAKAGUZI

Wakurugenzi wanathibitisha kwamba kuhusiana na kila mkurugenzi kufikia wakati wa kupitishwa kwa ripoti hii:

a) kwa ufahamu wa kila mkurugenzi, hakukuwa na taarifa yoyote muhimu ya ukaguzi ambazo mkaguzi wa Kampuni hana ufahamu kuhusu; na

(b) kila mkurugenzi alichukua hatua zote alizofaa kuchukua kama mkurugenzi ili kupata ufahamu kuhusu taarifa zozote muhimu za ukaguzi na kuhakikisha mkaguzi wa Kampuni anafahamu kuhusu taarifa hizo.

MASHARTI YA UTEUZI WA WAKAGUZI

PricewaterhouseCoopers imeonyesha nia ya moja kwa moja ya kuendelea kuhudumu kwa mujibu wa Vifungu vya Ushirika vya Kampuni na Kifungu cha 721 cha Sheria ya Kampuni ya Kenya, 2015.

Kamati ya Ukaguzi, Hatari na Utiifu (ARCC) hufuatilia ufanisi, uyakinifu na uhuru wa mkaguzi. Majukumu haya yanajumuisha kuidhinishwa kwa mkataba wa kazi ya ukaguzi na ada.

KUIDHINISHWA KWA TAARIFA YA KIFEDHA

Taarifa ya kifedha iliidhinishwa na Bodi ya Wakurugenzi mnamo tarehe 19 Aprili 2024

Kwa agizo la Bodi

A Namwakira

Katibu wa Kampuni

THE CITIZEN Rising Woman

MWANANCHI COMMUNICATIONS LTD
Empowering the nation

"Women should come forward in large numbers in government. I would love to see it as 50/50, but not just for the sake of 50/50. It should be 50/50 with delivery, where capable individuals lead the way."

H.E. President Samia Suluhu Hassan
The Guest of Honor at The Citizen Rising Woman 2024

DIRECTORS' REMUNERATION REPORT

INFORMATION NOT SUBJECT TO AUDIT

Annual Statement and Statement of company's policy on directors' remuneration

The Nation Media Group PLC non-executive directors' remuneration is recommended by the Nominations and Governance Committee to the board. The directors' fees were held at similar levels to the previous year.

The executive directors comprise of the Group Chief Executive Officer and the Chief Financial Officer. Their remuneration is approved by the Chairman of the Board. They have annual performance targets, and an approved bonus policy which is in line with the rest of the employees.

The Group does not run any share option schemes.

Contract of service

The non-executive directors are appointed under a three-year contract and are subject to retirement by rotation. However, they are eligible for re-election at the Annual General Meeting (AGM). Those above the age of 70 are required to retire at each AGM but are eligible for re-election.

The executive directors are employees who are on permanent and pensionable terms of employment.

Statement of voting at general meeting

During the AGM held on 30 June 2023, the shareholders unanimously authorized the board to fix the remuneration of the non-executive directors.

Summary of the remuneration policy in respect of Non-Executive Directors (NEDs)

The following are highlights of the Board remuneration policy for the Group:

1. All fees of NEDs are fixed and are reviewed after every two years to take into account factors such as the prevailing rate of inflation and the competitive environment to attract and retain suitably qualified individuals.

2. The fees are paid quarterly and those NEDs who need to allocate more time than the norm are compensated through payment of sitting allowances.

3. Different rates apply to the Board members, the Chairmen of the various Board Committees and the Board Chairman, proportionate to the services and responsibilities rendered.

4. NEDs are reimbursed for all business expenses relating to airfare, accommodation, taxis, and visa fees incurred on Company business on actual basis supported by official receipts.

5. The NEDs remuneration is approved by the shareholders in conformity with the Company's Articles of Association and the Capital Markets Authority Regulations.

6. The Company had in place a policy for payment on retirement for long serving NEDs. This policy was discontinued in 2012 and there are now only two NEDs, who were appointed prior to September 2008 eligible for such payment on retirement.

DIRECTORS' REMUNERATION REPORT (continued)

INFORMATION SUBJECT TO AUDIT

The following table shows a single figure remuneration for the executive, Chairman and non-executive directors in respect of qualifying services for the year ended 31 December 2023 together with the comparative figures for 2022.

The aggregate directors' emoluments are shown under Note 32(v).

For the year ended 31 December 2023	Salary	Fees	Bonuses	Expense allowances	Long term/ terminal benefits	Total
	Shs m	Shs m	Shs m	Shs m	Shs m	Shs m
Stephen Gitagama	38.8	-	-	0.8	2.6	42.2
Richard Tobiko	22.2	-	-	-	1.4	23.6
Wilfred Kiboro	-	8.2	-	-	-	8.2
Francis Okello	-	2.6	-	-	-	2.6
Lee Huebner	-	1.2	-	-	-	1.2
Yasmin Jetha	-	2.2	-	-	-	2.2
Dennis Aluanga	-	2.9	-	-	-	2.9
Sumayya Hassan	-	1.7	-	-	-	1.7
Al-Noor Ramji*	-	1.7	-	-	-	1.7
Leonard Mususa	-	2.8	-	-	-	2.8
Louis Otieno	-	2.3	-	-	-	2.3
Wangethi Mwangi	-	5.3	-	-	-	5.3
Stephen Dunbar-Johnson	-	1.9	-	-	-	1.9
Samuel Sejjaka	-	3.2	-	-	-	3.2
Totals	**61.0**	**36.0**	**-**	**0.8**	**4.0**	**101.8**

*Payments with respect to services provided by Al-Noor Ramji were paid to Aga Khan Fund for Economic Development (AKFED).

DIRECTORS' REMUNERATION REPORT (continued)

INFORMATION SUBJECT TO AUDIT (CONTINUED)

For the year ended 31 December 2022	Salary	Fees	Bonuses	Expense allowances	Long term/ terminal benefits	Total
	Shs m	**Shs m**	**Shs m**	**Shs m**	**Shs m**	**Shs m**
Stephen Gitagama	38.8	-	-	0.4	2.6	41.8
Richard Tobiko	22.2	-	-	0.1	1.4	23.7
Wilfred Kiboro	-	7.8	-	0.1	-	7.9
Francis Okello	-	2.6	-	-	-	2.6
Anwar Poonawala*	-	1.7	-	-	-	1.7
Lee Huebner	-	2.3	-	-	-	2.3
Yasmin Jetha	-	2.3	-	-	-	2.3
Dennis Aluanga	-	2.9	-	-	-	2.9
Sumayya Hassan	-	1.7	-	-	-	1.7
Al-Noor Ramji*	-	1.7	-	-	-	1.7
Leonard Mususa	-	2.7	-	-	-	2.7
Louis Otieno	-	2.3	-	-	-	2.3
Wangethi Mwangi	-	4.1	-	-	-	4.1
Stephen Dunbar-Johnson	-	1.7	-	-	-	1.7
Samuel Sejjaka	-	2.5	-	-	-	2.5
Totals	**61.0**	**36.3**	**-**	**0.6**	**4.0**	**101.9**

* Payments with respect to services provided by Anwar Poonawala and Al-Noor Ramji were paid to Aga Khan Fund for Economic Development (AKFED).

On behalf of the Board

Chairperson

Nominations and Governance Committee

19 April 2024

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The Companies Act, 2015 requires the directors to prepare financial statements for each financial year which give a true and fair view of the financial position of the Group and Company at the end of the financial year and of their financial performance for the year then ended. The directors are responsible for ensuring that the Group and Company keep proper accounting records that are sufficient to show and explain the transactions of the Group and Company; disclose with reasonable accuracy at any time the financial position of the Group and Company; and that enable them to prepare financial statements of the Group and Company that comply with prescribed financial reporting standards and the requirements of the Companies Act, 2015. They are also responsible for safeguarding the assets of the Group and Company and for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors accept responsibility for the preparation and presentation of these financial statements in accordance with IFRS Accounting Standards and in the manner required by the Companies Act, 2015. They also accept responsibility for:

i. Designing, implementing and maintaining internal control as they determine necessary to enable the preparation of financial statements that are free from material misstatements, whether due to fraud or error;

ii. Selecting suitable accounting policies and then applying them consistently; and

iii. Making judgements and accounting estimates that are reasonable in the circumstances.

Having made an assessment of the Group's and Company's ability to continue as a going concern, the directors are not aware of any material uncertainties related to events or conditions that may cast doubt upon the Group's and Company's ability to continue as a going concern.

The directors acknowledge that the independent audit of the financial statements does not relieve them of their responsibility.

Approved by the board of directors on 19 April 2024 and signed on its behalf by:

Dr. W D Kiboro
Chairman

R Tobiko
Chief Financial Officer

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF NATION MEDIA GROUP PLC (continued)

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Report on the audit of the financial statements

Our opinion

We have audited the accompanying financial statements of Nation Media Group PLC (the "Company") and its subsidiaries (together, the "Group") set out on pages 88 to 139, which comprises the consolidated statement of financial position as at 31 December 2023 and the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, together with the Company statement of financial position at 31 December 2023, and the Company statement of comprehensive income, changes in equity, and cash flows for the year then ended, and the notes to the financial statements, comprising material accounting policies and other explanatory information.

In our opinion, the accompanying financial statements of Nation Media Group PLC give a true and fair view of the financial position of the Group and the Company at 31 December 2023 and of their financial performance and cash flows for the year then ended in accordance with IFRS Accounting Standards and the requirements of the Companies Act, 2015.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report.

We are independent of the company in accordance with the International Ethics Standards Board for Accountants (IESBA) International Code of Ethics for Professional Accountants (including International Independence Standards) (the IESBA Code) together with the ethical requirements that are relevant to our audit of the financial statements in Kenya. We have fulfilled our other ethical responsibilities in accordance with the IESBA Code.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matter	How our audit addressed the key audit matter
Determination of expected credit losses on trade receivables	
As described in the accounting policies and notes 3 and 4(b) of the financial statements, the Group had net trade receivables of Shs 2,454.6bn at 31 December 2023. This is an area of focus because the assessment of recoverability of trade receivables and calculations to determine expected credit losses involves significant judgment. Specifically, estimating future cash flows and determining loss rates to apply in estimating the expected credit loss provision involves judgment, including the assumption that future collections of receivables will follow a similar pattern to past experience.	We assessed and tested the key assumptions for reasonableness and appropriateness. We challenged management on the appropriateness of the expected timing of the settlement for trade receivables from the government. We tested the key inputs into the expected credit loss model to source documents/reports and checked the mathematical accuracy of the model. We evaluated the adequacy of disclosures in the financial statements in accordance with the requirements of IFRS Accounting Standards.

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INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF NATION MEDIA GROUP PLC (continued)

Other information

The other information comprises the company information, the corporate governance statement, the chairman's statement, Group Chief Executive Officer statement, the directors' profiles, the report of the directors, the statement of directors responsibilities, the non-auditable part of the directors' remuneration report, and the report of principal shareholders which we obtained prior to the date of this auditor's report, and the rest of the other information in the Annual Report which are expected to be made available to us after that date, but does not include the financial statements and our auditor's report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and except to the extent otherwise explicitly stated in this report, we do not and will not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information we have received prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

When we read the rest of the other information in the Annual Report and we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Responsibilities of the directors for the financial statements

The directors are responsible for the preparation of financial statements that give a true and fair view in accordance with IFRS Accounting Standards and the requirements of the Companies Act, 2015, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the Group'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 the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs 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.

As part of an audit in accordance with ISAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF NATION MEDIA GROUP PLC (continued)

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Auditor's responsibilities for the audit of the financial statements (continued)

related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the Group's financial statements. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the Group's financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation

precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on other matters prescribed by the Companies Act, 2015

Report of the directors

In our opinion the information given in the directors' report on pages 74 to 75 is consistent with the financial statements.

Directors' remuneration report

In our opinion the auditable part of the directors' remuneration report on pages 80 to 81 has been properly prepared in accordance with the Companies Act, 2015.

Bernice Kimacia

CPA Bernice Kimacia, Practicing Certificate Number 1457
Engagement partner responsible for the audit

For and on behalf of PricewaterhouseCoopers LLP
Certified Public Accountants
Nairobi

19 April 2024

Financial **Statements**

The newspaper has evolved beyond paper. Readers can now access Daily Nation and other publications through nation.africa, reading the latest news and features on a tablet or phone with just a swipe or a tap.

Group and Company Statements of Comprehensive Income
for the year ended 31 December 2023

	Notes	Group 2023 Shs m	Group 2022 Shs m	Company 2023 Shs m	Company 2022 Shs m
Revenue	5	7,116.2	7,298.3	4,635.8	5,070.9
Cost of sales		(1,723.3)	(1,424.6)	(1,126.6)	(938.8)
Gross profit		**5,392.9**	**5,873.7**	**3,509.2**	**4,132.1**
Distribution costs		(313.7)	(265.8)	(231.9)	(198.0)
Administrative expenses		(3,993.3)	(3,808.9)	(2,595.9)	(2,614.0)
Net impairment losses on financial assets	6	(172.9)	(24.3)	(199.9)	(11.0)
Other expenses		(1,925.5)	(1,592.7)	(1,331.8)	(1,124.2)
Operating (loss)/ profit		**(1,012.5)**	**182.0**	**(850.3)**	**184.9**
Finance income	8	311.2	291.6	248.9	248.3
Finance costs	8	(32.6)	(38.9)	(31.0)	(36.9)
Share of profit after income tax of associate	17	302.1	57.0	-	-
(Loss)/ profit before income tax		**(431.8)**	**491.7**	**(632.4)**	**396.3**
Income tax (expense)/ credit	9	226.1	(173.2)	204.9	(98.9)
(Loss)/ profit for the year		**(205.7)**	**318.5**	**(427.5)**	**297.4**
Other comprehensive income:					
Items that may be subsequently reclassified to profit or loss					
Currency translation differences		261.0	46.2	-	-
Items that will not be subsequently reclassified to profit or loss					
Other comprehensive income from associate	17	108.1	12.2	-	-
Revaluation gain (net of deferred income tax)	12	-	93.7	-	81.6
		369.1	**152.1**	**-**	**81.6**
Total comprehensive income/ (loss) for the year		**163.4**	**470.6**	**(427.5)**	**379.0**
(Loss)/ profit for the year attributable to:					
Owners of the parent		(201.7)	315.2	-	-
Non-controlling interest		(4.0)	3.3	-	-
		(205.7)	**318.5**	**-**	**-**
Total comprehensive income attributable to:					
Owners of the parent		144.6	463.9	-	-
Non-controlling interest		18.8	6.7	-	-
		163.4	**470.6**	**-**	**-**
Basic earnings per share (Shs)	10	(1.1)	1.7	-	-
Diluted earnings per share (Shs)	10	(1.1)	1.7	-	-

Group and Company Statements of Financial Position
at 31 December 2023

	Notes	Group 2023 Shs m	Group 2022 Shs m	Company 2023 Shs m	Company 2022 Shs m
CAPITAL EMPLOYED					
Attributable to the Company's equity holders					
Share capital	11	518.5	518.5	518.5	518.5
Other reserves	12	512.5	172.9	172.7	175.9
Retained earnings		7,444.8	7,643.5	5,229.9	5,657.9
Proposed dividends	28	-	285.4	-	285.4
Treasury shares reserve	11	(714.8)	(427.5)	(714.8)	(427.5)
		7,761.0	**8,192.8**	**5,206.3**	**6,210.2**
Non-controlling interest	19	100.6	82.1	-	
Total equity		**7,861.6**	**8,274.9**	**5,206.3**	**6,210.2**
Non-current liabilities					
Deferred income tax	13	41.4	35.4	-	-
Lease liabilities	16	306.9	313.4	242.1	309.2
Post-employment benefit obligation	27	5.5	-	5.5	-
		353.8	**348.8**	**247.6**	**309.2**
Total equity and non-current liabilities		**8,215.4**	**8,623.7**	**5,453.9**	**6,519.4**
Non-current assets					
Land and buildings	14(a)	716.5	704.6	466.6	488.3
Plant and equipment	14(b)	507.3	906.6	257.3	659.7
Right of use asset	16	430.1	444.9	300.7	378.3
Intangible assets	15	131.7	180.0	90.8	153.8
Investment in associate	17	1,845.2	1,556.1	94.6	94.6
Investment in subsidiaries	18	-	-	702.8	702.8
Deferred income tax	13	818.7	484.8	670.1	390.5
Post-employment benefit obligation	27	-	4.9	-	4.9
Other assets	20	52.0	63.6	52.0	63.6
		4,501.5	**4,345.5**	**2,634.9**	**2,936.5**
Current assets					
Inventories	21	605.6	776.8	443.9	540.3
Receivables and prepayments	22	3,442.5	3,274.0	2,426.7	2,440.3
Cash and cash equivalents	23	1,723.2	1,893.9	1,351.8	1,682.4
Short-term investments	24	1,378.8	1,861.7	965.5	1,410.0
Current income tax	9(b)	151.9	147.2	119.1	133.4
		7,302.0	**7,953.6**	**5,307.0**	**6,206.4**
Current liabilities					
Payables and accrued expenses	25	3,019.0	3,036.7	1,987.9	2,068.0
Provisions	26	484.2	545.2	448.9	501.4
Lease liabilities	16	84.9	93.5	51.2	54.1
		3,588.1	**3,675.4**	**2,488.0**	**2,623.5**
Net current assets		**3,713.9**	**4,278.2**	**2,819.0**	**3,582.9**
Total assets less current liabilities		**8,215.4**	**8,623.7**	**5,453.9**	**6,519.4**

The financial statements on pages 88 to 139 were approved and authorised for issue by the board of directors on 19 April 2024 and signed on its behalf by:

Dr. W D Kiboro
Chairman

R Tobiko
Chief Financial Officer

Group Statement of Changes in Equity
for the year ended 31 December 2023

		Attributable to equity holders of the Company							
	Notes	Share capital Shs m	Treasury reserve Shs m	Other reserves Shs m	Retained Earnings Shs m	Proposed Dividends Shs m	Total Shs m	Non-controlling interest Shs m	Total equity Shs m
Year ended 31 December 2022									
At start of year		**518.5**	**(427.5)**	**24.2**	**7,613.7**	**285.4**	**8,014.3**	**75.9**	**8,090.2**
Profit for the year		-	-	-	315.2	-	315.2	3.3	318.5
Other comprehensive income, net of tax									
Currency translation differences		-	-	42.8	-	-	42.8	3.4	46.2
Revaluation of buildings	12	-	-	93.7	-	-	93.7	-	93.7
Share of comprehensive income in associate	17	-	-	12.2	-	-	12.2	-	12.2
Total other comprehensive income		**-**	**-**	**148.7**	**-**	**-**	**148.7**	**3.4**	**152.1**
Total comprehensive income for the year		**-**	**-**	**148.7**	**315.2**	**-**	**463.9**	**6.7**	**470.6**
Transactions with owners									
Dividend paid to minority	19	-	-	-	-	-	-	(0.5)	(0.5)
Dividend paid – final 2021		-	-	-	-	(285.4)	(285.4)	-	(285.4)
Proposed final dividend for 2022	28	-	-	-	(285.4)	285.4	-	-	-
At end of year		**518.5**	**(427.5)**	**172.9**	**7,643.5**	**285.4**	**8,192.8**	**82.1**	**8,274.9**

Group Statement of Changes in Equity
for the year ended 31 December 2023 (continued)

	Notes	Share capital	Treasury reserve	Other reserves	Retained Earnings	Proposed Dividends	Total	Non-controlling interest	Total equity
		Attributable to equity holders of the Company							
		Shs m	Shs m	Shs m	Shs m	Shs m	Shs m	Shs m	Shs m
Year ended 31 December 2023									
At start of year		**518.5**	**(427.5)**	**172.9**	**7,643.5**	**285.4**	**8,192.8**	**82.1**	**8,274.9**
Loss for the year		-	-	-	(201.7)	-	(201.7)	(4.0)	(205.7)
Other comprehensive income, net of tax									
Transfer of excess depreciation		-	-	(9.6)	9.6	-	-	-	-
Deferred income tax on transfer		-	-	2.9	(2.9)	-	-	-	-
Currency translation differences		-	-	238.2	-	-	238.2	22.8	261.0
Share of comprehensive income in associate	17	-	-	108.1	-	-	108.1	-	108.1
Total other comprehensive income		-	-	**339.6**	**6.7**	**-**	**346.3**	**22.8**	**369.1**
Total comprehensive income for the year		-	-	**339.6**	**(195.0)**	**-**	**144.6**	**18.8**	**163.4**
Transactions with owners									
Shares buyback	11	-	(287.3)	-	(3.7)	-	(291.0)	-	(291.0)
Dividend paid to minority	19	-	-	-	-	-	-	(0.3)	(0.3)
Dividend paid – final 2022		-	-	-	-	(285.4)	(285.4)	-	(285.4)
At end of year		**518.5**	**(714.8)**	**512.5**	**7,444.8**	**-**	**7,761.0**	**100.6**	**7,861.6**

Company Statement of Changes in Equity
for the year ended 31 December 2023

	Notes	Share Capital	Treasury reserve	Other reserves	Retained earnings	Proposed dividends	Total equity
		Shs m	Shs m	Shs m	Shs m	Shs m	Shs m
Year ended 31 December 2022							
At start of year		**518.5**	**(427.5)**	**94.3**	**5,645.9**	**285.4**	**6,116.6**
Profit for the year		-	-	-	297.4	-	297.4
Other comprehensive income, net of tax							
Revaluation of building	12	-	-	81.6	-	-	81.6
Total other comprehensive income		**-**	**-**	**81.6**	**-**	**-**	**81.6**
Total comprehensive income for the year		**-**	**-**	**81.6**	**297.4**	**-**	**379.0**
Transactions with owners							
Final dividend 2022 paid		-	-	-	-	(285.4)	(285.4)
Proposed final dividends 2022	28	-	-	-	(285.4)	285.4	-
At end of year		**518.5**	**(427.5)**	**175.9**	**5,657.9**	**285.4**	**6,210.2**
Year ended 31 December 2023							
At start of year		**518.5**	**(427.5)**	**175.9**	**5,657.9**	**285.4**	**6,210.2**
Loss for the year		-	-	-	(427.5)	-	(427.5)
Other comprehensive income, net of tax							
Transfer of excess depreciation		-	-	(4.6)	4.6	-	-
Deferred tax on revaluation		-	-	1.4	(1.4)	-	-
Total other comprehensive income for the year		-	-	**(3.2)**	**3.2**	-	-
Total comprehensive loss for the year		**-**	**-**	**(3.2)**	**(424.3)**	**-**	**(427.5)**
Transactions with owners							
Share buyback	11	-	(287.3)	-	(3.7)	-	(291.0)
Final dividend 2022 paid		-	-	-	-	(285.4)	(285.4)
At end of year		**518.5**	**(714.8)**	**172.7**	**5,229.9**	**-**	**5,206.3**

Group and Company Statement of Cash Flows
for the year ended 31 December 2023

		Group		Company	
	Notes	2023 Shs m	2022 Shs m	2023 Shs m	2022 Shs m
Operating activities					
Cash (used)/generated from operations	31	(203.3)	461.1	(301.5)	235.0
Income tax paid	9 (b)	(106.5)	(432.7)	(60.4)	(377.3)
Interest on lease liability	16	(32.6)	(38.9)	(31.0)	(36.9)
Share Buyback expenses		(3.7)	-	(3.7)	-
Net cash used in operating activities		**(346.1)**	**(10.5)**	**(396.6)**	**(179.2)**
Investing activities					
Interest received	8	311.2	291.6	248.9	248.3
Purchase of property, plant and equipment	14	(192.8)	(135.8)	(125.7)	(77.4)
Purchase of intangible assets	15	(19.7)	(17.8)	(2.7)	(16.0)
Proceeds from sale of property, plant and equipment		27.3	21.5	22.8	18.5
Dividends received from associate	17	121.1	53.6	121.1	53.6
Dividend received from subsidiary		-	-	1.5	82.4
Long-term deposit	20	11.6	(9.7)	11.6	(9.7)
Short-term investments	24	482.9	(15.0)	444.5	286.2
Net cash generated from investing activities		**741.6**	**188.4**	**722.0**	**585.9**
Financing activities					
Treasury shares purchase	11	(287.3)	-	(287.3)	-
Dividend paid		(285.4)	(285.4)	(285.4)	(285.4)
Dividend paid to minority	19	(0.3)	(0.5)	-	-
Principal portion of lease liability payment	16	(148.5)	(127.0)	(83.3)	(72.4)
Net cash used in financing activities		**(721.5)**	**(412.9)**	**(656.0)**	**(357.8)**
Net increase in cash and cash equivalents		**(326.0)**	**(235.0)**	**(330.6)**	**48.9**
Movement in cash and cash equivalents					
At start of year		1,893.9	2,111.9	1,682.4	1,633.5
(Decrease)/increase in cash and cash equivalents		(326.0)	(235.0)	(330.6)	48.9
Exchange gains on cash and cash equivalents		155.3	17.0	-	-
At end of year	23	**1,723.2**	**1,893.9**	**1,351.8**	**1,682.4**

Notes to the financial statements

1. General information

Nation Media Group PLC (the "Company") is incorporated in Kenya under the Kenya Companies Act as a public limited liability company, and is domiciled in Kenya. The address of its registered office is:

Nation Media Group PLC
Nation Centre, Kimathi Street
P O Box 49010 - 00100
Nairobi

The Company's shares are listed on the Nairobi, Kampala, Dar es Salaam and Kigali Stock Exchanges.

For 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 comprehensive income, in these financial statements.

2. Summary of material accounting policies

The principal accounting policies adopted in the preparation of the Company and consolidated financial statements are set out below. These policies have been consistently applied to all years presented, unless otherwise stated.

(a) Basis of preparation

The financial statements are prepared on a going concern basis and in compliance with IFRS Accounting Standards. The financial statements are presented in Kenyan Shillings (Shs m), rounded to the nearest one tenth of a million. The measurement basis used is the historical cost basis except where otherwise stated in the accounting policies below.

Under the historical cost basis, assets are recorded at the amount of cash or cash equivalents paid or the fair value of the consideration given to acquire them at the time of their acquisition. Liabilities are recorded at the amount of proceeds received in exchange for the obligation or, in some cases, at the amounts of cash or cash equivalents expected to be paid to satisfy the liability in the normal course of business.

The preparation of financial statements in conformity with IFRS Accounting Standards requires the use of certain critical accounting estimates. It also requires directors to exercise judgement in the process of applying the Group'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 3.

Changes in accounting policy and disclosures

(i) *New standards, amendments and interpretations effective and adopted by the Group*

The Group has applied the following standards and amendments for the first time for their annual reporting period commencing 1 January 2023. These standards and amendments did not have a material impact on the financial statements.

Title	Key requirements	Effective Date
Narrow scope amendments to IAS 1 'Presentation of Financial Statements', Practice statement 2 and IAS 8 'Accounting Policies, Changes in Accounting Estimates and Errors'	The amendments aim to improve accounting policy disclosures and to help users of the financial statements to distinguish changes in accounting policies from changes in accounting estimates.	Annual periods beginning on or after 1 January 2023
Amendments to IAS 12, Income Taxes: Deferred Tax related to Assets and Liabilities arising from a Single Transaction	The amendments require companies to recognise deferred tax on transactions that, on initial recognition, give rise to equal amounts of taxable and deductible temporary differences.	Annual periods beginning on or after 1 January 2023

Notes to the financial statements (continued)

2. Summary of significant accounting policies (continued)

(a) Basis of preparation (continued)

(ii) *New standards, amendments and interpretations issued not yet effective*

The below new accounting standards and interpretations have been published that are not mandatory for 31 December 2023 reporting periods and have not been early adopted by the Group.

Title	Key requirements	Effective Date
Amendments to IAS 1 - Non-current liabilities with covenants	These amendments clarify how conditions with which an entity must comply within twelve months after the reporting period affect the classification of a liability. The amendments also aim to improve information an entity provides related to liabilities subject to these conditions.	Annual periods beginning on or after 1 January 2024
Amendment to IFRS 16 – Leases on sale and leaseback	These amendments include requirements for sale and leaseback transactions in IFRS 16 to explain how an entity accounts for a sale and leaseback after the date of the transaction. Sale and leaseback transactions where some or all the lease payments are variable lease payments that do not depend on an index or rate are most likely to be impacted.	Annual periods beginning on or after 1 January 2024
Amendments to Supplier Finance Arrangements (IAS 7 and IFRS 7)	These amendments require disclosures to enhance the transparency of supplier finance arrangements and their effects on a company's liabilities, cash flows and exposure to liquidity risk. The disclosure requirements are the IASB's response to investors' concerns that some companies' supplier finance arrangements are not sufficiently visible, hindering investors' analysis.	Annual periods beginning on or after 1 January 2024
Amendments to IAS 21 Lack of Exchangeability (Amendments to IAS 21)	An entity is impacted by the amendments when it has a transaction or an operation in a foreign currency that is not exchangeable into another currency at a measurement date for a specified purpose. A currency is exchangeable when there is an ability to obtain the other currency (with a normal administrative delay), and the transaction would take place through a market or exchange mechanism that creates enforceable rights and obligations.	Annual periods beginning on or after 1 January 2025

(b) Consolidation

(i) Subsidiaries

Subsidiaries are all entities (including structured entities) over which the group has control. The group controls an entity when the group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the group.

The Group uses the acquisition method of accounting to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date.

The Group recognizes any non-controlling interest in the acquiree on an acquisition-by-acquisition basis, either at fair value or at the non-controlling interest's proportionate share of the recognized amounts of acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred.

Notes to the financial statements (continued)

2. Summary of material accounting policies (continued)

(b) Consolidation (continued)

i) Subsidiaries (continued)

If the business combination is achieved in stages, the acquisition date fair value of the acquirer's previously held equity interest in the acquiree is re-measured to fair value at the acquisition date through profit or loss. Any contingent consideration to be transferred by the Group is recognized at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration that is deemed to be an asset or liability is recognized in accordance with IFRS 9 either in profit or loss or as a change to other comprehensive income. Contingent consideration that is classified as equity is not re-measured, and its subsequent settlement is accounted for within equity.

The excess of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the identifiable net assets acquired is recorded as goodwill. If the total of consideration transferred, non-controlling interest recognized and previously held interest measured is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognized directly in the income statement.

Goodwill is initially measured as the excess of the aggregate of the consideration transferred and the fair value of non-controlling interest over the net identifiable assets acquired and liabilities assumed. If this consideration is lower than the fair value of the net assets of the subsidiary acquired, the difference is recognized in profit or loss.

Inter-company transactions, balances and unrealized gains on transactions between Group companies are eliminated. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

Investments in subsidiaries are accounted for at cost less impairment in the separate financial statements. Cost is adjusted to reflect changes in consideration arising from contingent consideration amendments. Cost also includes direct attributable costs of investment.

a) Changes in ownership interests in subsidiaries without change of control

Transactions with non-controlling interests that do not result in loss of control are accounted for as equity transactions that is, as transactions with the owners in their capacity as owners. The difference between fair value of any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary is recorded in equity. Gains or losses on disposals to non-controlling interests are also recorded in equity.

(b) Disposal of subsidiaries

When the Group ceases to have control, any retained interest in the entity is re-measured to its fair value at the date when control is lost, with the change in carrying amount recognized in profit or loss. The fair value is the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognized in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognized in other comprehensive income are reclassified to profit or loss.

ii) Associates

Associates are all entities over which the Group has significant influence but not control, generally accompanying a shareholding of between 20% and 50% of the voting rights. Investments in associates are accounted for by the equity method of accounting. Under the equity method, the investments are initially recognized at cost, and the carrying amount is increased or decreased to recognize the investor's share of the profit or loss of the investee after the date of acquisition. The Group's investment in associates includes goodwill identified on acquisition.

If the ownership interest in an associate is reduced but significant influence is retained, only a proportionate share of the amounts previously recognized in other comprehensive income is reclassified to profit or loss as appropriate. The Group's share of its associates' post-acquisition profits or losses is recognized in profit or loss, and its share of post-acquisition movements in other comprehensive income is recognized in other comprehensive income, with a corresponding adjustment to the carrying amount of the investment. When the Group's share of losses in an associate equals or exceeds its interest in the associate, including any other unsecured receivables, the Group does not recognize further losses, unless it has incurred legal or constructive obligations or made payments on behalf of the associate.

The Group determines at each reporting date whether there is any objective evidence that the investment in the associate is impaired. If this is the case, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value and recognizes the amount adjacent to 'share of profit/ (loss) of an associate' in the statement of comprehensive income.

Notes to the financial statements (continued)

2. Summary of material accounting policies (continued)

(b) Consolidation (continued)

i) Associates (continued)

Profits and losses resulting from upstream and downstream transactions between the Group and its associate are recognized in the Group's financial statements only to the extent of unrelated investor's interests in the associates. Unrealized losses are eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of associates have been changed where necessary to ensure consistency with the policies adopted by the Group.

Dilution gains and losses arising from investments in associates are recognized in profit or loss. Associates are stated at cost in the separate financial statements of the Company.

(c) Property, plant and equipment

All categories of property, plant and equipment are initially recorded at cost. Freehold land and buildings are subsequently shown at market value, based on valuations that are conducted at least every five years by external independent valuers, less subsequent depreciation. All other property, plant and equipment is stated at historical cost less depreciation.

Historical cost includes expenditure that is directly attributable to the acquisition of the items. Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance are charged to profit or loss during the financial period in which they are incurred.

Increases in the carrying amount arising from a revaluation are credited to a revaluation reserve. Decreases that offset previous increases of the same asset are charged against the revaluation reserve; all other decreases are charged to profit or loss. Each year the difference between depreciation based on the revalued carrying amount of the asset (the depreciation charged to profit or loss) and depreciation based on the asset's original cost is transferred from the revaluation reserve to retained earnings.

Freehold land is not depreciated. Depreciation on other assets is calculated on the straight-line method to write off the cost of each asset, or the revalued amounts, to their residual values over their estimated useful life. The annual rates used for this purpose are as follows:

Buildings	40 years
Plant and equipment	5 – 15 years
Computers and software	3 – 5 years
Motor Vehicles	3 – 5 years
Leasehold land	over the remaining lease term

The assets' residual values and useful lives are reviewed and adjusted if appropriate at each statement of financial position date. An asset's carrying amount is written down immediately to its estimated recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount. Property, plant and equipment are periodically reviewed for impairment. Where the carrying amount of an asset is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount.

(d) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker (CODM). The executive management team, which is responsible for strategic decision, allocating resources and assessing performance of the operating segments, has been identified as the CODM. All transactions between business segments are conducted on an arm's length basis. Income and expenses associated with each segment as included in determining business segment performance.

(e) Revenue and income recognition

The Group recognizes revenue for direct sales of goods and rendering of services. Revenue is recognized as and when the Group satisfies a performance obligation by transferring control of a product or service to a customer. The amount of revenue recognized is the amount the Group expects to receive in accordance with the terms of the contract, and excludes amounts collected on behalf of third parties, such as Value Added Tax (VAT).

Circulation revenue from the sale of newspapers is recognized on delivery of the newspapers to appointed distributors based on an approved allocation list, net of returns of unsold newspapers. Advertising revenue is recognized on publication of the related advertisement on print, online or airing on a broadcast channel. Contract printing revenue recognition is based on the performance of the service agreed with the customers. ePaper revenue is recognized on delivery of electronic version of the newspaper to the customer.

The Group recognizes revenue at a point in time or over time depending on the nature of goods and services and mode of fulfilling performance obligations.

Interest income is recognized using the effective interest method.

Dividends are recognized as income in the period the right to receive payment is established.

Notes to the financial statements (continued)

2. Summary of material accounting policies (continued)

(f) Inventories

Inventories are stated at the lower of cost and net realizable value. Cost is determined on a weighted average principle. Net realizable value is the estimate of the selling price in the ordinary course of business, less the costs of completion and selling expenses. Goods in transit are stated at cost. Specific provisions are made for obsolete, slow moving and defective inventories.

(g) Financial instruments

(i) Initial recognition

Financial instruments are recognized when, and only when, the Group becomes party to the contractual provisions of the instrument. All financial assets are recognized initially using the trade date accounting which is the date the Group commits itself to the purchase or sale.

(ii) Classification

The Group classifies its financial instruments into the following categories:

a) Financial assets that are held within a business model whose objective is to hold assets in order to collect contractual cash flows, and for which the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding, are classified and measured at amortized cost.

b) Financial assets that are held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets, and for which the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding, are classified and measured at fair value through other comprehensive income.

c) All other financial assets are classified and measured at fair value through profit or loss.

d) Financial liabilities that are held for trading, financial guarantee contracts, or commitments to provide a loan at a below-market interest rate are classified and measured at fair value through profit or loss. The Company may also, on initial recognition, irrevocably designate a financial liability as at fair value through profit or loss if doing so eliminates or significantly reduces a measurement or recognition inconsistency.

e) All other financial liabilities are classified and measured at amortized cost.

Financial instruments held during the year were classified as follows:

- Demand and term deposits with banking institutions, trade and other receivables, and short term investments were classified at amortized cost.

- Trade and other liabilities were classified as at amortized cost

(iii) Initial measurement

On initial recognition:

- Financial assets or financial liabilities classified as at fair value through profit or loss are measured at fair value.

- Trade receivables are measured at their transaction price.

- All other categories of financial assets and financial liabilities are measured at the fair value plus or minus transaction costs that are directly attributable to the acquisition or issue of the instrument.

(iv) Subsequent measurement

Financial assets and financial liabilities after initial recognition are measured either at amortized cost, at fair value through other comprehensive income, or at fair value through profit or loss according to their classification.

Exchange gains and losses on monetary items, interest income and dividend income are recognized in profit or loss.

Fair value is determined as set out in Note 4(e). Amortized cost is the amount at which the financial asset or liability is measured on initial recognition minus principal repayments, plus or minus the cumulative amortization using the effective interest method of any difference between the initial amount and the maturity amount and, for financial assets, adjusted for any loss allowance.

v) Impairment

The Group recognizes a loss allowance for expected credit losses on debt instruments that are measured at amortized cost or at fair value through other comprehensive income. The loss allowance is measured at an amount equal to the lifetime expected credit losses for trade receivables and for financial instruments (Note 4(b)) for which: (a) the credit risk has increased significantly since initial recognition; or (b) there is observable evidence of impairment (a credit-impaired financial asset). All changes in the loss allowance are recognized in profit or loss as impairment gains or losses.

Lifetime expected credit losses represent the expected credit losses that result from all possible default events over the

Notes to the financial statements (continued)

2. Summary of material accounting policies (continued)

(g) Financial instruments (continued)

v) Impairment (continued)

expected life of a financial instrument. Expected credit losses are measured in a way that reflects an unbiased and probability-weighted amount determined by evaluating a range of possible outcomes, the time value of money, and reasonable and supportable information that is available without undue cost or effort at the reporting date about past events, current conditions and forecasts of future economic conditions.

(vi) Presentation

All financial assets are classified as non-current except those that are held for trading, those with maturities of less than 12 months from the reporting date, those which management has the express intention of holding for less than 12 months from the reporting date or those that are required to be sold to raise operating capital, in which case they are classified as current assets.

All financial liabilities are classified as non-current except those held for trading, those expected to be settled in the Group's normal operating cycle, those payable or expected to be paid within 12 months of the reporting date and those which the Group does not have an unconditional right to defer settlement for at least 12 months after the reporting date.

(vii) Derecognition

Financial assets are derecognized when the rights to receive cash flows from the financial asset have expired, when the Group has transferred substantially all risks and rewards of ownership, or when the Group has no reasonable expectations of recovering the asset. Financial liabilities are derecognized only when the obligation specified in the contract is discharged or cancelled or expires.

When a financial asset measured at fair value through other comprehensive income, other than an equity instrument, is derecognized, the cumulative gain or loss previously recognized in other comprehensive income is reclassified from equity to profit or loss as a reclassification adjustment. For equity investments for which an irrevocable election has been made to present changes in fair value in other comprehensive income, such changes are not subsequently transferred to profit or loss.

(viii) Offsetting

Financial assets and liabilities are offset and the net amount reported in the statement of financial position only when there is a legally enforceable right to set off the recognized amounts and there is an intention to settle on a net basis, or realize the asset and settle the liability simultaneously.

(h) Current and deferred income tax

The tax expense for the period comprises current and deferred income tax. Tax is recognized in profit or loss except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of the tax enacted or substantively enacted at the reporting date. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is recognized, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying values in the financial statements. However, the deferred tax liabilities are not recognized if they arise from the initial recognition of goodwill; deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates and laws that have been enacted or substantively enacted at the end of reporting period and are expected to apply when the related deferred income tax liability is settled. Deferred income tax assets are recognized only to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilized.

Deferred income tax is provided on temporary differences arising on investments in subsidiaries and associates, except where the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income taxes assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

(i) Intangible assets

(i) Goodwill

Goodwill represents the difference between the aggregate of (i) the value of the consideration transferred (generally at fair value), (ii) the amount of any non-controlling interest (NCI), and (iii) in a business combination achieved in stages, the acquisition-date fair value of the acquirer's previously-held equity interest in the acquiree, and the net of the acquisition-date amounts of the identifiable assets acquired and the liabilities assumed.

Notes to the financial statements (continued)

2. Summary of material accounting policies (continued)

(i) Intangible assets (continued)

(i) Goodwill (continued)

Goodwill on acquisition of subsidiaries is included in intangible assets. Goodwill on acquisition of associates is included in investment in associates. Goodwill is tested annually for impairment and carried at cost less accumulated impairment losses. Goodwill is allocated to cash-generating units for purposes of impairment testing.

The allocation is made to those cash generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose and are identified according to operating segments.

(ii) Computer Software

Acquired computer software licenses are capitalized on the basis of the costs incurred to acquire and bring to use the specific software. The costs are amortized over their estimated useful lives (three to five years). Costs associated with developing or maintaining computer software programmes are recognized as an expense incurred. Costs that are directly associated with the production of identifiable and unique software products controlled by the Group, and that will probably generate economic benefits exceeding costs beyond one year, are recognized as intangible assets. Direct costs include the software development employee costs and an appropriate portion of relevant overheads. Acquired computer software and computer software development costs recognized as assets are amortized over their estimated useful lives (not exceeding five years).

(iii) Transmission frequencies

Acquired transmission frequencies are capitalized on the basis of the costs incurred to acquire and to bring them to use. Transmission frequencies are tested annually for impairment and carried at cost less accumulated impairment losses.

(j) Employee benefits

(i) Post employment benefit obligations

The Group operates a defined contribution retirement benefit scheme for its employees. For defined contribution plans, the group pays contributions to publicly or privately administered pension insurance plans on a mandatory, contractual or voluntary basis.

The Group has no further payment obligations once the contributions have been paid. The contributions are recognized as employee benefit expense when they are due. Prepaid contributions are recognized as an asset to the extent that a cash refund or a reduction in the future payments is available.

The Company and all its employees also contribute to the National Social Security Funds in the countries which they operate, which are defined contribution schemes. The Group's contributions to the defined contribution schemes are charged to profit or loss in the year to which they relate. The Company has no further obligation once the contributions have been paid.

In addition, the Group operates a gratuity scheme where the group makes contributions to a special purpose vehicle that is administered independently. The employees are entitled to specified benefits as per the scheme's rules. The gratuity scheme is a defined benefit scheme. The liability or asset recognized in the statement of financial position in respect of defined benefit plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The present value of the defined benefit obligation and related service costs is determined using the 'projected unit credit method', which sees each period of service as giving rise to an additional unit of benefit entitlement and measures each unit separately in building up the final obligation. The defined benefit obligation is calculated every three years by independent actuaries.

(ii) Other entitlements

The estimated monetary liability for employees accrued annual leave entitlement at the reporting date is recognized as an expense accrual.

(iii) Termination benefits

Termination benefits are payable when employment is terminated by the group before the normal retirement date, or whenever an employee accepts voluntary redundancy in exchange for these benefits. The group recognizes termination benefits at the earlier of the following dates: (a) when the group can no longer withdraw the offer of those benefits; and (b) when the entity recognizes costs for a restructuring that is within the scope of IAS 37 and involves the payment of termination benefits. In the case of an offer made to encourage voluntary redundancy, the termination benefits are measured based on the number of employees expected to accept the offer. Benefits falling due more than 12 months after the end of the reporting period are discounted to their present value.

(iv) Profit-sharing and bonus plans

The Group recognizes a liability and an expense for bonuses and profit-sharing, based on a formula that takes into consideration the profit attributable to the Group's shareholders after certain adjustments. The Group recognizes a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

Notes to the financial statements (continued)

2. Summary of material accounting policies (continued)

(k) Functional currency and translation of foreign currencies

(i) Functional and presentation currency

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The consolidated financial statements are presented in Kenyan Shillings (Shs m), rounded to the nearest one tenth of a million which is the Company's functional currency.

(ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using exchange rates prevailing at the dates of the transactions or valuation where items are re-measured. 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 recognized in profit or loss. Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in profit or loss within 'finance income/costs'. All other foreign exchange gains and losses are presented in profit or loss within 'other income' or 'other expenses'.

(iii) Group companies

The results and financial position of all the Group entities (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- assets and liabilities for each statement of financial position presented are translated at the closing rate at the end of the reporting period;
- income and expenses for each income statement amount are translated at average exchange rates (unless this average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions); and
- all resulting exchange differences are recognised in other comprehensive income.

When a foreign operation is partially disposed or sold, exchange differences that are recorded in equity are recognized in profit or loss as part of the gain or loss on sale. Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the closing rate.

(l) Impairment of non-financial assets

Assets that have an indefinite useful life are not subject to amortization and are tested annually for impairment. Assets that are subject to amortization are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units).

(m) Dividends

Dividends on ordinary shares are charged to equity in the period in which they are declared. Proposed dividends are shown as a separate component of equity until declared.

(n) Share Capital

Ordinary shares are classified as equity.

(o) Cash and cash equivalents

Cash and cash equivalents includes cash in hand, deposits held at call with banks, other short term highly liquid investment with original maturities of three months or less, and bank overdrafts.

(p) Provisions

Provisions for legal claims are recognized when (1) the Group has a present legal or constructive obligation as a result of past events; (2) it is probable that an outflow of resources will be required to settle the obligation; and 3) the amount has been reliably estimated. Provisions are not recognized for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognized even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. Any increase in the provision due to passage of time is recognized as an expense.

Notes to the financial statements (continued)

2. Summary of material accounting policies (continued)

(q) Leases

Definition of Lease

At inception of a contract, the Group assesses whether a contract is or contains a lease based on the definition of a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset to a customer for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company uses the definition of a lease in IFRS 16.

The Group as a Lessee

As a lessee, the Group leases various assets, mainly offices. These lease contracts are typically made for fixed periods of 1 to 6 years but may have extension/termination options. The Group previously classified leases as operating or finance leases based on its assessment of whether the lease transferred significantly all of the risks and rewards incidental to ownership of the underlying asset to the Group. Under IFRS 16, the Group recognises right-of-use assets and lease liabilities for the qualifying leases (i.e. these leases are on statement of financial position).

Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease agreements do not impose any covenants other than the security interests in the leased assets that are held by the lessor. Leased assets may not be used as security for borrowing purposes.

Lease liabilities include the net present value of the fixed payments (including in-substance fixed payments), less any lease incentives receivable. Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the group, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

To determine the incremental borrowing rate, the group where possible, uses recent third-party financing received by the individual lessee as a starting point, adjusted to reflect changes in financing conditions since third party financing was received. If a readily observable amortising loan rate is available to the individual lessee (through recent financing or market data) which has a similar payment profile to the lease, then the group entities use that rate as a starting point to determine the incremental borrowing rate.

Lease payments are allocated between principal and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability
- any lease payments made at or before the commencement date less any lease incentives received

Right-of-use assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. If the group is reasonably certain to exercise a purchase option, the right-of-use asset is depreciated over the underlying asset's useful life. While the group revalues its land and buildings that are presented within property, plant and equipment, it has chosen not to do so for the right-of-use buildings held by the group.

Payments associated with short-term leases of equipment and vehicles and all leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less without a purchase option. Low-value assets comprise IT equipment and small items of office furniture.

Lease modifications

The Group accounts for a lease modification as a separate lease if both:

- The modification increases the scope of the lease by adding the right to use one or more underlying assets; and
- The consideration for the lease increases by an amount commensurate with the stand-alone price for the increase in scope and any appropriate adjustments to that stand-alone price to reflect the circumstances of the particular contract.

(r) Treasury Shares

These are shares acquired on the open market and are held by the Company. These shares are deducted from contributed equity and disclosed as treasury shares. Where a company purchases the Company's equity instruments, for example as the result of a share buy-back or a share-based payment plan, the consideration paid, including any directly attributable incremental costs (net of income taxes), is deducted from

Notes to the financial statements (continued)

2. Summary of material accounting policies (continued)

(r) Treasury Shares (continued)

equity attributable to the owners. Where such shares are subsequently reissued, any consideration received, net of any directly attributable incremental transaction costs and the related income tax effects, is included in equity attributable to the shareholders. Treasury shares are not taken into account when calculating the basic earnings per share.

3. Critical accounting estimates and judgements

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including experience of future events that are believed to be reasonable under the circumstances.

(i) Critical accounting estimates and assumptions

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

a) Impairment losses on financial assets

The measurement of the expected credit loss allowance for financial assets measured at amortized cost is an area that requires the use of models and significant assumptions about future economic conditions and credit behaviour (e.g. the likelihood of customers defaulting and the resulting losses). A number of significant judgements and estimations are also required in applying the accounting requirements for measuring ECL, such as:

The determination and application of IFRS 9 risk parameters i.e. probably of default (PD), loss given at default (LGD) and definition of default to trade receivables; and

Determination of expected future payment pattern for government advertising debt.

The assumption, estimates and judgement made by management are disclosed in note 4(b).

b) Provision for claims and other liabilities

The Group faces exposure to claims and other liabilities arising in the normal course of business. There is uncertainty as to how present and future claims and other liabilities will be resolved and therefore significant judgement is required in assessing the likely outcome and the potential liability for such matters. Management in consultation with the legal advisers estimates a provision based on past precedents. The assumptions and estimates made are disclosed in note 26.

c) Useful lives of property, plant and equipment

The Group's management determines the estimated useful lives and related depreciation charges for its property, plant and equipment. This estimate is based on projected product lifecycles for its assets. It could change significantly as a result of technical innovations and competitor actions in response to severe industry cycles. Management will increase the depreciation charge where useful lives are less than previously estimated lives, or it will write-off or write-down technically obsolete or non-strategic assets that have been abandoned or sold. The useful lives for the various asset classes is shown under note 2(c). Assuming a reduction in useful lives of property, plant and equipment by one year, the consolidated post tax profit for the year and equity would have been Shs 42.3 million lower (2022: Shs 65.2 million).

d) Income taxes

The Group is subject to income taxes in various jurisdictions. Significant judgment is required in determining the Group's provision for income taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Group recognizes liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

(ii) Critical judgements in applying the entity's accounting policies

In the process of applying the Group's accounting policies, management has made judgements in determining the classification of financial assets and whether assets are impaired.

4. Financial risk management

The Group's and the Company's activities expose it to a variety of financial risks comprising market risk (including foreign exchange risks, interest rate risk and price risk), credit risk and liquidity risk. The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimize adverse effects on its financial performance within the options available in East Africa to hedge against such risks.

Risk management is carried out by management under policies approved by the Board of Directors. Management identifies,

Notes to the financial statements (continued)

4. Financial risk management (continued)

evaluates and mitigates against financial risks. The Board provides principles for overall risk management, as well as policies covering specific areas such as foreign exchange risk, interest rate risk, credit risk and investing excess liquidity.

(a) Market risk

(i) Foreign exchange risk

The Group and the Company make significant purchases of raw materials in foreign currency, principally newsprint, inks and plates used in newspaper production, and TV programming used in broadcasting. This exposes the Group and the Company to foreign exchange risk arising from various currency exposures, primarily with respect to the US Dollar.

Management manages this risk by making the significant foreign currency purchases within periods when the exchange rates are favourable. Foreign exchange risk arises from future commercial transactions, recognized assets and liabilities and net investment in foreign operations.

At 31 December 2023, if the Shilling had weakened/strengthened against the US Dollar and Euro by 5%, with all other variables held constant, the consolidated post tax profit for the year and equity would have been Shs 11.6 million higher/ lower for the US dollar whereas the Euro effect would have been Shs 1.8 million higher/ lower (2022: Shs 3.2 million for the US dollar and Shs 0.7 million for the Euro) higher/ lower mainly as a result of foreign exchange gains/losses on translation of US$ and Euro-denominated trade receivables, payables and bank balances. The US dollar denominated trade receivables, payables and bank balances in 2023 amounted to Shs 232.6 million (2022: Shs 65.0 million) while Euro denominated amounted to Shs 36.5 million (2022: Shs 14.2 million)

(ii) Price risk

The Group and the Company do not hold any investments subject to price risk.

(iii) Interest rate risk

The Group and the Company do not hold any borrowing and therefore not subject to interest rate risk.

(b) Credit risk and expected credit losses

Credit risk arises from cash and short-term investments as well as trade and other receivables. The Group has policies in place to ensure that sales are made to customers with an appropriate credit history. The credit controllers assess the credit quality of each customer, taking into account its financial position, past experience and other factors. For banks and financial institutions, only reputable well established financial institutions are accepted. The utilization of credit limits is regularly monitored.

The amounts that represent the Group's maximum exposure to credit risk is equal to the carrying amount of financial assets in the statement of financial position.

The Group has adopted the Expected Credit Losses (ECL) model to determine the impairment of trade receivables. The Group opted to adopt the simplified approach of determining the impairment provision. This model includes some operational simplifications for trade and other receivables because they are often held by entities that do not have sophisticated credit risk management systems. These simplifications eliminate the need to calculate 12-month ECL and to assess when a significant increase in credit risk has occurred. Forward looking information has not been taken into account for other advertising debtors because of their short-term nature. Using the simplified approach, management has segmented their accounts receivable balances into Government advertising debtors, other advertising debtors, and circulation and subscription debtors. This segmentation is based on the characteristics of respective debtors. The credit period for trade receivables extended to our customers is 45 days for agencies and 30 days for all the other categories.

For the Government advertising debtors, management uses the Government debt collection trends in the past to determine the expected cash flows from these debts and discounts them to the present value to determine the provision.

For the other advertising debtors, management determines probabilities of default (PD) using collection trends in the past. The calculated PDs based on historical data are then used to determine the provision. However, any debt with the exception of Government debt over 180 days is fully impaired.

For circulation and subscription debtors, management determines the portion of the debt not secured by a bank guarantee and applies a PD based on average collection trends in the past on this unsecured portion to compute the provision. Dormant accounts are fully provided for in addition to any other debt over 120 days.

Related party receivable balances are assessed for impairment based on the counterparty's ability to settle on demand. Cash balances and long-term deposits have been assessed for credit loss based on the credit rating of the financial institutions holding the assets.

Notes to the financial statements (continued)

4. Financial risk management (continued)

(b) Credit risk and expected credit losses (continued)

The amount that best represents the Group's and Company's maximum exposure to credit risk at 31 December is made up as follows:

Trade receivables (Note 22)

Group

2023	Current	30 Days	60 Days	90 days	120+ days	Total
	Shs m	Shs m	Shs m	Shs m	Shs m	Shs m
Gross carrying amount	383.9	320.7	240.1	145.3	3,758.9	4,848.9
Expected credit losses	(40.2)	(43.5)	(45.7)	(28.3)	(2,236.6)	(2,394.3)
Carrying amount	**343.7**	**277.2**	**194.4**	**117.0**	**1,522.3**	**2,454.6**
2022						
Gross carrying amount	403.2	300.8	231.1	126.5	3,323.9	4,385.5
Expected credit losses	(39.7)	(39.1)	(30.4)	(26.0)	(2,094.1)	(2,229.3)
Carrying amount	**363.5**	**261.7**	**200.7**	**100.5**	**1,229.8**	**2,156.2**

Company

2023	Current	30 Days	60 Days	90 days	120+ days	Total
	Shs m	Shs m	Shs m	Shs m	Shs m	Shs m
Gross carrying amount	211.5	200.4	161.4	100.7	2,887.5	3,561.5
Expected credit losses	(25.7)	(24.6)	(29.2)	(16.5)	(1,670.0)	(1,766.0)
Carrying amount	**185.8**	**175.8**	**132.2**	**84.2**	**1,217.5**	**1,795.5**
2022						
Gross carrying amount	246.7	208.5	172.4	97.6	2,622.4	3,347.6
Expected credit losses	(24.7)	(23.8)	(16.2)	(14.0)	(1,486.4)	(1,565.1)
Carrying amount	**222.0**	**184.7**	**156.2**	**83.6**	**1,136.0**	**1,782.5**

Trade receivables ageing is based on customers' payment terms and expected collection trends.

The overall increase in the provision for Expected Credit Losses (ECL) results from higher Loss Given Default (LGD) for Government debt after the revision of IFRS 9 to reflect the current prevailing economic conditions.

Shs 179.2 million was held as collateral in the form of bank guarantees for trade receivables as at 31 December 2023 (2022: Shs 191.9 million). The stated bank guarantee amounts approximate their fair value.

Notes to the financial statements (continued)

4. Financial risk management (continued)

(b) Credit risk and expected credit losses (continued)

Bank deposits and short-term investments

	Group		Company	
	2023	2022	2023	2022
	Shs m	Shs m	Shs m	Shs m
Deposits with banks (Notes 20, 23 & 24)	2,991.7	3,658.6	2,207.0	2,995.4
Other short-term investments (Note 24)	201.4	200.6	201.4	200.6
Expected credit losses	(39.1)	(40.0)	(39.1)	(40.0)
Total carrying value	**3,154.0**	**3,819.2**	**2,369.3**	**3,156.0**

Other receivables	Group		Company	
	2023	2022	2023	2022
	Shs m	Shs m	Shs m	Shs m
Due from related parties (Note 32)	16.4	12.5	440.7	437.9
Expected credit losses	-	-	(378.7)	(372.9)
	16.4	12.5	62.0	65.0
Other receivables and prepayments	971.5	1,105.3	569.2	592.8
Total carrying value	**987.9**	**1,117.8**	**631.2**	**657.8**

(c) Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. Ultimate responsibility for liquidity risk management rests with the Board of Directors, which, together with management, closely monitor the Group's and Company's short, medium and long-term funding and liquidity management requirements. The Group manages liquidity risk by maintaining adequate cash reserves, and by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities.

The table below analyses the Group's and the Company's financial liabilities that will be settled on a net basis into the relevant maturity groupings based on the remaining period at the statement of financial position date to the contractual maturity date. The amounts disclosed in the table below are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances, as the impact of discounting is not significant.

Notes to the financial statements (continued)

4. Financial risk management (continued)

(c) Liquidity risk (continued)

Group	Less than 1 year	Over 1 year	Total
2023	**Shs m**	**Shs m**	**Shs m**
Payables and accrued expenses (Note 25)	3,019.0	-	3,019.0
Lease liabilities	149.3	266.6	415.9
Total financial liabilities	**3,168.3**	**266.6**	**3,434.9**
2022			
Payables and accrued expenses (Note 25)	3,036.7	-	3,036.7
Lease liabilities	126.5	290.1	416.6
Total financial liabilities	**3,163.2**	**290.1**	**3,453.3**

Company	Less than 1 year	Over 1 year	Total
2023	**Shs m**	**Shs m**	**Shs m**
Payables and accrued expenses (Note 25)	1,987.9	-	1,987.9
Lease liabilities	105.1	220.7	325.8
Total financial liabilities	**2,093.0**	**220.7**	**2,313.7**
2022			
Payables and accrued expenses (Note 25)	2,068.0	-	2,068.0
Lease liabilities	105.9	286.5	392.4
Total financial liabilities	**2,173.9**	**286.5**	**2,460.4**

(d) Capital management

The Group's and Company's objectives when managing capital are to safeguard the Group's and the Company's ability to continue as a going concern in order to provide returns for shareholders and to maintain an optimal capital structure to reduce the cost of capital. In order to maintain or adjust the capital structure, the Group and the Company may adjust the amount of dividends paid to shareholders, issue new capital or sell assets to manage capital.

The capital structure of the Group and Company consists of equity attributable to equity holders, comprising issued capital and retained earnings. The Group and Company had no borrowings at year end (2022: Nil).

(e) Fair value estimation

The different level of fair value measurement hierarchy is described as follows:

- Quoted prices (unadjusted) in active markets for identical assets (level 1);
- Inputs other than quoted prices included within level 1 that are observable for the asset, either directly (that is, as prices) or indirectly (that is, derived from prices) (level 2); and
- Inputs for the asset that are not based on observable market data (that is, unobservable data) (level 3).

The fair value of financial instruments traded in active markets is based on quoted market prices at the year-end date. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group and those prices represent actual and regularly occurring market transactions on an arm's length basis. The quoted market price used for financial assets held by the Group is the current bid price. These instruments are included in level 1.

The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques such as discounted cash flow analysis. These valuation techniques maximize the use of observable market data where it is available and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2. If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. The carrying amounts of all assets and liabilities at the year-end date approximate their fair values.

Notes to the financial statements (continued)

4. Financial risk management (continued)

(e) Fair value estimation (continued)

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

Group	Level 1	Level 2	Level 3	Total
	Shs m	Shs m	Shs m	Shs m
At 31 December 2023				
Non- financial assets				
Freehold land and buildings	-	716.5	-	716.5
At 31 December 2022				
Non- financial assets				
Freehold land and buildings	-	704.6	-	704.6

Company				
At 31 December 2023				
Non- financial assets				
Freehold land and buildings	-	466.6	-	466.6
At 31 December 2022				
Non- financial assets				
Freehold land and buildings	-	488.3	-	488.3

Land and buildings are categorized under Level 2 fair value hierarchy as their value is based on inputs other than quoted prices, or inputs that are observable for the asset or liability, either directly as prices or indirectly as derived from prices. There were no transfers between the various levels during the year.

The Group freehold land and buildings are revalued every 5 years by independent professional valuers. The last revaluation was done in 2022 and was based on market value for the existing use. There was no change in the valuation technique.

5. Segmental information

Management has determined the operating segments based on the various products or section's performance that are used by Executive Management Team that are used to make strategic decisions. The Group considers the business from a product perspective;

(i) Newspapers and Digital - Incorporating sale of newspapers, advertisements published in the newspapers, advertisements in the digital platforms and subscriptions of e-paper.

(ii) Broadcasting - Incorporating advertisements and other content aired on television and radio.

The Executive Management team considers the East African countries in which the Group operates as one geographical segment because of similarities in the risks and returns in the four countries.

Other Group operations mainly comprise courier operations and third party printing services. Neither of these constitute a separately reportable segment and have therefore been included as part of Newspapers, and Digital on the basis that the said operations are closely related and have similar economic characteristics. There are no significant transactions between the two reportable segments.

Notes to the financial statements (continued)

5. Segmental information (continued)

Entity-wide information

The Group derives revenue from the transfer of goods and services at a point in time in the following major product lines;

	Group		Company	
	2023	2022	2023	2022
	Shs m	Shs m	Shs m	Shs m
Advertising revenue	4,665.9	4,926.4	2,980.9	3,350.7
Circulation revenue	1,509.2	1,638.6	1,102.0	1,240.0
Other	941.1	733.3	552.9	480.2
Total	**7,116.2**	**7,298.3**	**4,635.8**	**5,070.9**
Timing of revenue recognition:				
- At a point in time	7,116.2	7,298.3	4,635.8	5,070.9

Segment performance

Nation Media Group PLC is domiciled in Kenya. The revenue attributed to Kenya was Shs 4,635.8 million (2022: Shs 5,070.9 million) while the revenues attributed to all foreign countries in total from which the entity derives revenues was Shs 2,480.4 million (2022: Shs 2,227.4 million). The Group does not derive revenues in excess of 10% of the total Group's revenue from any individual customer except the Government of Kenya.

Segment assets comprise primarily property, plant and equipment, inventories and receivables. Segment liabilities comprise operating liabilities. Capital expenditure comprises additions to property, plant and equipment and intangible assets.

Notes to the financial statements (continued)

5. Segmental information (continued)

Statement of comprehensive income

	Newspapers and Digital	Broadcasting	Unallocated	Total
2023	**Shs m**	**Shs m**	**Shs m**	**Shs m**
Revenue	5,755.7	1,360.5	-	7,116.2
Cost of sales	(1,343.3)	(380.0)	-	(1,723.3)
Gross profit	**4,412.4**	**980.5**	**-**	**5,392.9**
Depreciation and amortization of RoU assets	(423.4)	(113.1)	(3.3)	(539.8)
Impairment	(291.4)	-	-	(291.4)
Amortization of intangible assets	(56.2)	(12.9)	-	(69.1)
Provision for expected credit losses	(173.6)	0.7	-	(172.9)
Other operating costs	(3,928.3)	(889.1)	(514.8)	(5,332.2)
Total operating expenses	**(4,872.9)**	**(1,014.4)**	**(518.1)**	**(6,405.4)**
Operating profit	(460.5)	(33.9)	(518.1)	(1,012.5)
Finance income	-	-	311.2	311.2
Finance cost	(32.5)	(0.1)	-	(32.6)
Share of results of associate	-	-	302.1	302.1
Contribution/profit before income tax	**(493.0)**	**(34.0)**	**95.2**	**(431.8)**
2022				
Revenue	5,766.0	1,532.3	-	7,298.3
Cost of sales	(1,085.1)	(339.5)		(1,424.6)
Gross profit	**4,680.9**	**1,192.8**		**5,873.7**
Depreciation and amortization of RoU assets	(400.5)	(113.9)	(3.4)	(517.8)
Amortization of intangible assets	(65.0)	(12.9)	-	(77.9)
Provision for expected credit losses	(30.0)	5.7	-	(24.3)
Other operating costs	(3,793.2)	(891.0)	(387.5)	(5,071.7)
Total operating expenses	**(4,288.7)**	**(1,012.1)**	**(390.9)**	**(5,691.7)**
Operating profit	392.2	180.7	(390.9)	182.0
Finance income	-	-	291.6	291.6
Finance cost	(36.9)	(2.0)	-	(38.9)
Share of results of associate	-	-	57.0	57.0
Contribution/profit before income tax	**355.3**	**178.7**	**(42.3)**	**491.7**

Notes to the financial statements (continued)

5. Segmental information (continued)

Statement of financial position

	Newspapers and Digital	Broadcasting	Unallocated	Total
2023	**Shs m**	**Shs m**	**Shs m**	**Shs m**
Current assets				
Inventories	561.6	44.0	-	605.6
Receivables and prepayments	1,713.0	1,107.6	621.9	3,442.5
Other assets	-	-	3,253.9	3,253.9
	2,274.6	**1,151.6**	**3,875.8**	**7,302.0**
Non-current assets				
Property, plant and equipment	982.7	232.1	9.0	1,223.8
Right of Use Asset	367.4	55.7	7.0	430.1
Investment in associate	-	-	1,845.2	1,845.2
Other assets	90.1	19.8	892.5	1,002.4
	1,440.2	**307.6**	**2,753.7**	**4,501.5**
Total assets	**3,714.8**	**1,459.2**	**6,629.5**	**11,803.5**
Current liabilities				
Payables and accrued expenses	1,660.2	713.8	645.0	3,019.0
Lease liability	72.2	12.7	-	84.9
Other liabilities	411.0	73.2	-	484.2
	2,143.4	**799.7**	**645.0**	**3,588.1**
Non-current liabilities				
Lease liability	260.8	46.1	-	306.9
Other liabilities	-	-	46.9	46.9
	260.8	**46.1**	**46.9**	**353.8**
Total liabilities	**2,404.2**	**845.8**	**691.9**	**3,941.9**
Capital expenditure	**150.4**	**62.1**	**-**	**212.5**
2022				
Current assets				
Inventories	728.7	48.1	-	776.8
Receivables and prepayments	1,636.3	1,087.5	550.2	3,274.0
Other assets	-	-	3,902.8	3,902.8
	2,365.0	**1,135.6**	**4,453.0**	**7,953.6**
Non-current assets				
Property, plant and equipment	1,381.2	222.5	7.5	1,611.2
Right of Use Asset	402.6	33.8	8.5	444.9
Investment in associate	-	-	1,556.1	1,556.1
Other assets	148.2	31.8	553.3	733.3
	1,932.0	**288.1**	**2,125.4**	**4,345.5**
Total assets	**4,297.0**	**1,423.7**	**6,578.4**	**12,299.1**
Current liabilities				
Payables and accrued expenses	1,530.8	1,010.6	495.3	3,036.7
Lease liability	84.3	9.2	-	93.5
Other liabilities	458.4	86.8	-	545.2
	2,073.5	**1,106.6**	**495.3**	**3,675.4**
Non-current liabilities				
Lease liability	282.7	30.7	-	313.4
Other liabilities	-	-	35.4	35.4
	282.7	**30.7**	**35.4**	**348.8**
Total liabilities	**2,356.2**	**1,137.3**	**530.7**	**4,024.2**
Capital expenditure	**89.5**	**64.1**	**-**	**153.6**

Notes to the financial statements (continued)

6. Expenses by nature

	Group		Company	
	2023	2022	2023	2022
	Shs m	Shs m	Shs m	Shs m
The following items have been charged/(credited) in arriving at operating profit:				
Profit/(loss) on disposal of property, plant and equipment	25.5	20.2	(22.4)	(18.7)
Employee benefits expense (Note 7)	3,074.6	3,054.8	2,001.4	2,127.0
Trade receivables-provision for expected credit losses (Note 22)	173.9	12.5	200.9	(0.8)
Cash and cash equivalent provision for expected credit losses	(1.0)	11.8	(1.0)	11.8
	172.9	24.3	199.9	11.0
Depreciation of property, plant & equipment (Note 14)	387.9	376.9	258.0	272.3
Impairment (Note 14)	291.4	-	291.4	-
Amortization of ROU assets (Note 16)	151.9	140.9	90.9	89.2
Amortization of intangible assets (Note 15)	69.1	77.9	65.7	76.0
Consumption of inventories	1,179.1	999.7	776.9	681.9
Exchange (gains)/losses	(23.4)	9.3	(8.3)	27.7
Provision for inventory	(3.9)	1.5	-	1.3
Auditors' remuneration	28.0	25.6	14.0	13.9
Repairs and maintenance expenditure on property, plant and equipment	82.9	49.5	13.6	29.2

7. Employee benefits expense

	Group		Company	
	2023	2022	2023	2022
	Shs m	Shs m	Shs m	Shs m
Salaries and wages	2,913.1	2,905.7	1,916.2	2,048.6
Defined contribution benefit scheme	68.9	74.0	61.0	67.6
National Social Security Fund	78.1	68.1	9.7	3.8
Post-employment benefit obligation (Note 27)	14.5	7.0	14.5	7.0
	3,074.6	**3,054.8**	**2,001.4**	**2,127.0**

	2023	2022
The number of persons employed by the Group at the year-end was:	Number	Number
Full time	870	846
Part time	375	407
	1,245	**1,253**

8. Finance cost and income

	Group		Company	
	2023	2022	2023	2022
	Shs m	Shs m	Shs m	Shs m
Finance income:				
Interest income	311.2	291.6	248.9	248.3
Finance costs:				
Interest on leases (Note 16)	(32.6)	(38.9)	(31.0)	(36.9)

Notes to the financial statements (continued)

9. Income tax expense

	Group		Company	
	2023	2022	2023	2022
Current income tax:	Shs m	Shs m	Shs m	Shs m
- Current year charge to profit or loss	100.9	212.7	74.7	153.8
- Under/(over) provision of current tax in prior years	0.9	(0.9)	-	(1.0)
Deferred income tax credit (Note 13):	(327.9)	(38.6)	(279.6)	(53.9)
Total income tax expense	**(226.1)**	**173.2**	**(204.9)**	**98.9**

9. (a) Income tax expense

The tax on the Group and Company's profit before income tax differs from the theoretical amount that would arise using the tax rate of the home country as follows:

	Group		Company	
	2023	2022	2023	2022
	Shs m	Shs m	Shs m	Shs m
(Loss)/ profit before income tax	(431.8)	491.7	(632.4)	396.3
Tax calculated at the statutory tax rate of 30% (2022: 30%)	(129.5)	147.5	(189.7)	118.9
Tax effect of:				
- Income not subject to tax	(125.9)	(34.8)	(40.6)	(50.8)
- Expenses not deductible for tax purposes	28.6	44.2	25.2	30.3
Under provision of deferred tax in prior years	(0.2)	17.2	0.2	1.6
Under/(over) provision of current tax in prior years	0.9	(0.9)	-	(1.1)
Income tax expense	**(226.1)**	**173.2**	**(204.9)**	**98.9**

9. (b) Current income tax movement

	2023	2022	2023	2022
	Shs m	Shs m	Shs m	Shs m
Opening balance	147.2	(73.8)	133.4	(91.2)
Current tax liability charge for the year	(100.9)	(212.6)	(74.7)	(153.8)
Under/(over) provision of current tax in prior years	(0.9)	0.9	-	1.1
Tax paid	106.5	432.7	60.4	377.3
Closing balance	**151.9**	**147.2**	**119.1**	**133.4**

Notes to the financial statements (continued)

10. Earnings per share

a) Basic earnings per share

Basic earnings per share is calculated by dividing the profit for the year attributable to equity holders of the Company by the weighted average number of ordinary shares in issue during the year. The ordinary shares have been adjusted for treasury shares bought during the year (2023 is weighted average of shares after repurchase of treasury shares within the year).

	Group	
	2023	**2022**
Net profit attributable to shareholders (Shs million	(201.7)	315.2
Number of ordinary shares in issue (million) (2023 weighted average)	185.1	190.3
Basic earnings per share (Shs)	**(1.1)**	**1.7**

b) Diluted earnings per share

There were no dilutive/potentially dilutive ordinary shares at 31 December 2023 (2022: nil) and therefore diluted earnings per share is equal to basic earnings per share.

11. Share capital

	Group & Company	
	Number of shares (million)	**Ordinary shares Shs m**
Authorised (par value of Shs 2.5 per share)	240.0	600.0
Issued and fully paid:		
31 December 2022	207.4	518.5
31 December 2023	207.4	518.5

Movement of share capital is as follows:

	2023	**2022**
	Shs m	**Shs m**
At the start of the year	518.5	518.5
At the end of the year	518.5	518.5

Number of shares is as follows:

	2023	**2022**
Issued and fully paid shares at start and end of year	207.4	207.4
Treasury shares	(31.4)	(17.1)
Adjusted outstanding shares	**176.0**	**190.3**

b) Treasury Shares	**Number of shares**	**Treasury shares**
	(million)	**Shs m**
At the start of the year	(17.1)	(427.5)
Shares purchasedduring the year	(14.3)	(287.3)
At the end of the year	**(31.4)**	**(714.8)**

Notes to the financial statements (continued)

12. Other Reserves

Group	Revaluation reserve on buildings	Controlling Interest	Currency translation	Total
	Shs m	Shs m	Shs m	Shs m
As at 1 January 2022	**163.8**	**(27.1)**	**(112.5)**	**24.2**
Share of comprehensive income from associate	-	12.2	-	12.2
Currency translation differences	-	-	42.8	42.8
Revaluation of buildings (note 14)	133.8	-	-	133.8
Deferred income tax on revaluation	(40.1)	-	-	(40.1)
	93.7	-	-	93.7
Balance as at 31 December 2022	**257.5**	**(14.9)**	**(69.7)**	**172.9**
As at 1 January 2023	**257.5**	**(14.9)**	**(69.7)**	**172.9**
Share of comprehensive income from associate	-	108.1	-	108.1
Currency translation differences	-	-	238.2	238.2
Transfer of excess depreciation	(9.6)	-	-	(9.6)
Deferred income tax on transfer of excess depreciation	2.9	-	-	2.9
	(6.7)	-	-	(6.7)
Balance as at 31 December 2023	**250.8**	**93.2**	**168.5**	**512.5**

Company	Revaluation reserve on buildings	Total
	Shs m	Shs m
As at 1 January 2022	**94.3**	**94.3**
Revaluation of buildings (note 14)	116.5	116.5
Deferred income tax on revaluation	(34.9)	(34.9)
	81.6	81.6
Balance as at 31 December 2022	**175.9**	**175.9**
As at 1 January 2023	**175.9**	**175.9**
Transfer of excess depreciation	(4.6)	(4.6)
Deferred income tax on transfer of excess depreciation	1.4	1.4
	(3.2)	(3.2)
Balance as at 31 December 2023	**172.7**	**172.7**

Notes to the financial statements (continued)

13. Deferred income tax

	Group		Company	
	2023	2022	2023	2022
	Shs m	Shs m	Shs m	Shs m
At start of year	**(449.4)**	**(450.9)**	**(390.5)**	**(371.5)**
(Credit) to profit or loss (Note 9)	(327.9)	(38.6)	(279.6)	(53.9)
Charge to other comprehensive income (Note 12)	-	40.1	-	34.9
At end of year	**(777.3)**	**(449.4)**	**(670.1)**	**(390.5)**
Presented by:				
Deferred income tax liabilities	41.4	35.4	-	-
Deferred income tax assets	(818.7)	(484.8)	(670.1)	(390.5)
At end of year	**(777.3)**	**(449.4)**	**(670.1)**	**(390.5)**

Deferred income tax assets and liabilities are attributable to the following items:

Group	2022	Charged/ (credited) to P&L	Charged/ (credited) to OCI	2023
	Shs m	Shs m	Shs m	Shs m
Year ended 31 December 2023				
Deferred income tax liabilities				
Property, plant and equipment	13.7	(165.1)	-	(151.4)
Buildings	114.4	(0.1)	-	114.3
Right of use asset	111.3	(7.4)	-	103.9
Unrealized exchange gains	40.2	192.3	-	232.5
	279.6	**19.7**	**-**	**299.3**
Deferred income tax assets				
Provisions	(557.0)	(64.3)	-	(621.3)
Tax losses	(2.1)	(113.7)	-	(115.8)
Lease liability	(120.0)	7.0	-	(113.0)
Unrealized exchange losses	(49.9)	(176.6)	-	(226.5)
	(729.0)	**(347.6)**	**-**	**(1,076.6)**
Net deferred income tax (asset)	**(449.4)**	**(327.9)**	**-**	**(777.3)**

Group	2021	Charged/ (credited) to P&L	Charged (credited) to OCI	2022
Year ended 31 December 2022	Shs m	Shs m	Shs m	Shs m
Deferred income tax liabilities				
Property, plant and equipment	69.8	(56.1)	-	13.7
Buildings	75.2	(0.9)	40.1	114.4
Right of use asset	135.5	(24.2)	-	111.3
Unrealized exchange gains	23.3	16.9	-	40.2
	303.8	**(64.3)**	**40.1**	**279.6**
Deferred income tax assets				
Provisions	(584.2)	27.2	-	(557.0)
Tax losses	(2.1)	-	-	(2.1)
Lease liability	(140.5)	20.5	-	(120.0)
Unrealized exchange losses	(27.9)	(22.0)	-	(49.9)
	(754.7)	**25.7**	**-**	**(729.0)**
Net deferred income tax (asset)	**(450.9)**	**(38.6)**	**40.1**	**(449.4)**

Notes to the financial statements (continued)

13. Deferred income tax (continued)

Company	2022	Charged/ (credited) to P&L	Charged/ (credited) to OCI	2023
Year ended 31 December 2023	**Shs m**	**Shs m**	**Shs m**	**Shs m**
Deferred income tax liabilities				
Property, plant and equipment	28.1	(114.9)	-	(86.8)
Buildings	78.2	-	-	78.2
Right of use asset	102.5	(22.9)	-	79.6
Unrealized exchange gains	42.7	191.4	-	234.1
	251.5	**53.6**	**-**	**305.1**
Deferred income tax assets				
Provisions	(501.1)	(80.5)	-	(581.6)
Tax losses	-	(100.7)	-	(100.7)
Lease liability	(109.0)	21.0	-	(88.0)
Unrealized exchange losses	(31.9)	(173.0)	-	(204.9)
	(642.0)	**(333.2)**	**-**	**(975.2)**
Net deferred income tax (asset)	**(390.5)**	**(279.6)**	**-**	**(670.1)**

Company	2021	Charged/ (credited) to P&L	Charged/ (credited) to OCI	2022
Year ended 31 December 2022	**Shs m**	**Shs m**	**Shs m**	**Shs m**
Deferred income tax liabilities				
Property, plant and equipment	68.0	(39.9)	-	28.1
Buildings	43.3	-	34.9	78.2
Right of use asset	113.6	(11.1)	-	102.5
Unrealized exchange gains	25.9	16.8	-	42.7
	250.8	**(34.2)**	**34.9**	**251.5**
Deferred income tax assets				
Provisions	(499.1)	(2.0)	-	(501.1)
Lease liability	(115.5)	6.5	-	(109.0)
Unrealized exchange losses	(7.7)	(24.2)	-	(31.9)
	(622.3)	**(19.7)**	**-**	**(642.0)**
Net deferred income tax (asset)	**(371.5)**	**(53.9)**	**34.9**	**(390.5)**

Notes to the financial statements (continued)

14. (a) Land and buildings

Group	Freeholdland	Buildings	Total
	Shs m	Shs m	Shs m
As at 1 January 2022			
Valuation	9.1	840.1	849.2
Accumulated depreciation	-	(263.8)	(263.8)
Net book value	**9.1**	**576.3**	**585.4**
Year ended 31 December 2022			
Opening net book value	9.1	576.3	585.4
Depreciation charge	-	(27.4)	(27.4)
Revaluation	1.2	133.5	134.7
Currency translation differences	-	11.9	11.9
Closing net book value	**10.3**	**694.3**	**704.6**
Year ended 31 December 2023			
Opening net book value	10.3	694.3	704.6
Depreciation charge	-	(32.4)	(32.4)
Currency translation differences	-	44.3	44.3
Closing net book value	**10.3**	**706.2**	**716.5**
As at 31 December 2023			
Valuation	10.3	1,029.8	1,040.1
Accumulated depreciation	-	(323.6)	(323.6)
Net book value	**10.3**	**706.2**	**716.5**

Company	Freehold land	Buildings	Total
	Shs m	Shs m	Shs m
Year ended 31 December 2022			
Opening net book value	9.1	380.7	389.8
Depreciation charge	-	(18.9)	(18.9)
Revaluation	1.2	116.2	117.4
Closing net book value	**10.3**	**478.0**	**488.3**
As at 31 December 2022			
Valuation	10.3	687.0	697.3
Accumulated depreciation	-	(209.0)	(209.0)
Net book value	**10.3**	**478.0**	**488.3**
Year ended 31 December 2023			
Opening net book value	10.3	478.0	488.3
Depreciation charge	-	(21.7)	(21.7)
Closing net book value	**10.3**	**456.3**	**466.6**
As at 31 December 2023			
Valuation	10.3	687.0	697.3
Accumulated depreciation	-	(230.7)	(230.7)
Net book value	**10.3**	**456.3**	**466.6**

Notes to the financial statements (continued)

14. (a) Land and buildings (continued)

The Group's freehold land and buildings were revalued in 2022 by independent professional valuers. Valuations were made on the basis of open market value for existing use. The book values of the revalued assets were adjusted to the revalued amounts. Increase/ (decrease) arising on the revaluation was recognized in other comprehensive income and accumulated in the revaluation surplus. There was no change in the valuation technique.

If the buildings were stated on historical cost basis, the amounts would be as follows:

	Group		Company	
	2023	**2022**	**2023**	**2022**
	Shs m	**Shs m**	**Shs m**	**Shs m**
Cost	560.7	560.7	411.0	411.0
Accumulated depreciation	(285.2)	(252.8)	(247.2)	(225.5)
Net book value	**275.5**	**307.9**	**163.8**	**185.5**

If freehold land was to be stated on historical cost basis, the amount would be as follows:

	Group		Company	
	2023	**2022**	**2023**	**2022**
	Shs m	**Shs m**	**Shs m**	**Shs m**
Cost	1.8	1.8	1.8	1.8

14. (b) Plant and equipment

Group	**Plant and equipment**	**Motor vehicle**	**Total**
	Shs m	**Shs m**	**Shs m**
As at 1 January 2022			
Cost	8,787.3	576.8	9,364.1
Accumulated depreciation	(7,706.9)	(550.3)	(8,257.2)
Net book value	**1,080.4**	**26.5**	**1,106.9**
Year ended 31 December 2022			
Opening net book value	1,080.4	26.5	1,106.9
Additions	107.4	28.4	135.8
Disposals	(0.3)	(0.5)	(0.8)
Depreciation charge	(320.2)	(29.3)	(349.5)
Currency translation differences	14.2	-	14.2
Closing net book value	**881.5**	**25.1**	**906.6**

Notes to the financial statements (continued)

14. (b) Plant and equipment (continued)

Group	Plant and equipment	Motor vehicle	Total
	Shs m	Shs m	Shs m
Year ended 31 December 2023			
Opening net book value	881.5	25.1	906.6
Additions	162.1	30.7	192.8
Disposals	(0.3)	(0.3)	(0.6)
Depreciation charge	(320.8)	(34.7)	(355.5)
Impairment	(291.4)	-	(291.4)
Currency translation differences	55.4	-	55.4
Closing net book value	**486.5**	**20.8**	**507.3**
As at 31 December 2023			
Cost	9,125.8	635.1	9,760.9
Accumulated depreciation	(8,639.3)	(614.3)	(9,253.6)
Net book value	**486.5**	**20.8**	**507.3**

Company	Plant and equipment	Motor vehicle	Total
Year ended 31 December 2022	**Shs m**	**Shs m**	**Shs m**
Opening net book value	817.6	18.8	836.4
Additions	56.4	21.0	77.4
Disposals	(0.7)	-	(0.7)
Depreciation charge	(225.6)	(27.8)	(253.4)
Closing net book value	**647.7**	**12.0**	**659.7**
As at 31 December 2022			
Cost	6,724.0	499.8	7,223.8
Accumulated depreciation	(6,076.3)	(487.8)	(6,564.1)
Net book value	**647.7**	**12.0**	**659.7**
Year ended 31 December 2023			
Opening net book value	647.7	12.0	659.7
Additions	103.0	22.7	125.7
Disposals	(0.2)	(0.2)	(0.4)
Depreciation charge	(212.5)	(23.8)	(236.3)
Impairment	(291.4)	-	(291.4)
Closing net book value	**246.6**	**10.7**	**257.3**
As at 31 December 2023			
Cost	6,826.8	522.3	7,349.1
Accumulated depreciation	(6,580.2)	(511.6)	(7,091.8)
Net book value	**246.6**	**10.7**	**257.3**

During the year, management decided to impair the printing press in Kenya and accelerated depreciation amounting to Shs 291.4 m was recognized. The decision was based on the general direction of print business in the region and explicit focus on the five-year digital transformation strategy.

Notes to the financial statements (continued)

15. Intangible assets

Group	Goodwill	Computer software	Transmission frequencies	Total
	Shs m	Shs m	Shs m	Shs m
As at 1 January 2022				
Cost	187.9	920.2	27.2	1,135.3
Impairment/ accumulated amortization	(164.9)	(703.3)	(27.2)	(895.4)
Net book value	**23.0**	**216.9**	**-**	**239.9**
Year ended 31 December 2022				
Opening net book value	23.0	216.9	-	239.9
Additions	-	17.8	-	17.8
Amortization	-	(77.9)	-	(77.9)
Currency translation differences	-	0.2	-	0.2
Closing net book value	**23.0**	**157.0**	**-**	**180.0**
Year ended 31 December 2023				
Opening net book value	23.0	157.0	-	180.0
Additions	-	19.7	-	19.7
Amortization	-	(69.1)	-	(69.1)
Currency translation differences	-	1.1	-	1.1
Closing net book value	**23.0**	**108.7**	**-**	**131.7**
As at 31 December 2023				
Cost	187.9	959.0	27.2	1,174.1
Impairment/ accumulated amortization	(164.9)	(850.3)	(27.2)	(1,042.4)
Net book value	**23.0**	**108.7**	**-**	**131.7**

The goodwill arose from the historical acquisition of various entities and is allocated to the newspaper and broadcasting segments. The directors monitor goodwill impairment at the level of the acquired entity, being the cash generating unit (CGU). The recoverable amount of the cash generating unit (CGU) is determined based on value-in-use calculations which require the use of assumptions.

A segment-level summary of the goodwill allocated is presented below:

	Operating Segment	2023	2022
		Shs m	Shs m
Monitor Publications Limited (MPL)	Newspapers	23.0	23.0

Movement in goodwill	**2023**	**2022**
	Shs m	Shs m
At start of year	23.0	23.0
Impairment of goodwill	-	-
At end of year	**23.0**	**23.0**

Significant estimates: key assumptions used for value-in-use calculations

Notes to the financial statements (continued)

15. Intangible assets (continued)

The Group tests whether goodwill has suffered any impairment on an annual basis. The recoverable amount of goodwill has been determined based on value-in-use calculations. These calculations use pre-tax cash flow projections based on financial budgets approved by management covering a five-year period. Cash flows beyond the five-year period are extrapolated using the estimated growth rates stated below. The growth rate does not exceed the long-term average growth rate for the media industry in which the CGU operates.

The following table sets out the key assumptions for those CGUs that have significant goodwill allocated to them;

	Monitor Publications Limited	
	2023	**2022**
Pre-tax Discount rate	29.8%	29.8%
Long term growth rate	6.6%	4.6%
Gross profit margin	85%	86%

Management has determined the values assigned to each of the above key assumptions as follows;

- *Pre-tax Discount rate* - reflects the specific risks relating to the relevant segments and the countries in which they operate. The rate is consistent with the investors expected returns (the weighted average cost of capital) bearing in mind the country risk premiums.
- *Long term growth rate* - is the weighted average growth rate used to extrapolate cash flows beyond the budget period. The rates are consistent with forecasts included in industry reports eg inflation rate.
- *Gross profit margin* - is based on past performance and management's expectations for the future.

No impairment was noted from the calculations done by management. Sensitivity analysis conducted by management did not result in impairment upon applying reasonable possible shifts in key assumptions.

Notes to the financial statements (continued)

15. Intangible assets (continued)

	Computer software	Transmission Frequencies	Total
Company	**Shs m**	**Shs m**	**Shs m**
As at 1 January 2022			
Cost	848.9	27.2	876.1
Accumulated amortization	(635.1)	(27.2)	(662.3)
Net book value	**213.8**	**-**	**213.8**
Year ended 31 December 2022			
Opening net book value	213.8	-	213.8
Additions	16.0	-	16.0
Amortization	(76.0)	-	(76.0)
Closing net book value	**153.8**	**-**	**153.8**
As at 31 December 2022			
Cost	864.9	27.2	892.1
Accumulated amortization	(711.1)	(27.2)	(738.3)
Net book value	**153.8**	**-**	**153.8**
Year ended 31 December 2023			
Opening net book value	153.8	-	153.8
Additions	2.7	-	2.7
Amortization	(65.7)	-	(65.7)
Closing net book value	**90.8**	**-**	**90.8**
As at 31 December 2023			
Cost	867.6	27.2	894.8
Accumulated amortization	(776.8)	(27.2)	(804.0)
Net book value	**90.8**	**-**	**90.8**

Notes to the financial statements (continued)

16. Leases

(i) Right of Use Asset

Group	Land	Buildings	Plant and Equipment	Motor Vehicle	Total
	Shs m	Shs m	Shs m	Shs m	Shs m
Year ended 31 December 2023					
At start of year	67.3	366.0	8.4	3.2	444.9
Additions	-	100.3	-	25.8	126.1
Amortization for the year	(1.9)	(139.3)	(3.8)	(6.9)	(151.9)
Modifications	-	-	-	(2.7)	(2.7)
Currency translation differences	5.7	6.2	-	1.8	13.7
At end of year	**71.1**	**333.2**	**4.6**	**21.2**	**430.1**
Year ended 31 December 2022					
At start of year	67.0	440.1	3.4	8.3	518.8
Additions	-	52.6	9.3	-	61.9
Amortization for the year	(1.8)	(129.4)	(4.3)	(5.4)	(140.9)
Currency translation differences	2.1	2.7	-	0.3	5.1
At end of year	**67.3**	**366.0**	**8.4**	**3.2**	**444.9**

Amounts charged to profit and loss account during the year in relation to short term leases amounted to Shs 10.9 million (2022: Shs 3.8 million).

Company	Land	Buildings	Plant and Equipment	Total
	Shs m	Shs m	Shs m	Shs m
Year ended 31 December 2023				
At start of year	36.7	333.2	8.4	378.3
Additions	-	13.3	-	13.3
Amortization for the year	(1.4)	(85.7)	(3.8)	(90.9)
At end of year	**35.3**	**260.8**	**4.6**	**300.7**
Year ended 31 December 2022				
At start of year	38.1	375.3	3.4	416.8
Additions	-	41.4	9.3	50.7
Amortization for the year	(1.4)	(83.5)	(4.3)	(89.2)
At end of year	**36.7**	**333.2**	**8.4**	**378.3**

The company does not have any short-term leases.

Notes to the financial statements (continued)

16. Leases (continued)

ii) Lease liabilities

The movement in the lease liabilities over the year was as follows:

Group	Buildings	Plant and Equipment	Motor Vehicle	Total
	Shs m	Shs m	Shs m	Shs m
Year ended 31 December 2023				
At start of year	393.8	9.1	4.0	406.9
Additions	100.3	-	25.8	126.1
Interest on lease liability	31.0	0.4	1.2	32.6
Interest payment	(31.0)	(0.4)	(1.2)	(32.6)
Modifications	-	-	(2.7)	(2.7)
Principal portion of lease payment	(137.4)	(4.0)	(7.1)	(148.5)
Currency translation differences	7.7	-	2.3	10.0
At end of year	**364.4**	**5.1**	**22.3**	**391.8**
Year ended 31 December 2022				
At start of year	455.4	4.1	8.9	468.4
Additions	52.6	9.3	-	61.9
Interest on lease liability	37.1	0.7	1.1	38.9
Interest payment	(37.1)	(0.7)	(1.1)	(38.9)
Principal portion of lease payment	(117.4)	(4.3)	(5.3)	(127.0)
Currency translation differences	3.2	-	0.4	3.6
At end of year	**393.8**	**9.1**	**4.0**	**406.9**

Company	Buildings	Plant and Equipment	Total
	Shs m	Shs m	Shs m
Year ended 31 December 2023			
At start of year	354.3	9.0	363.3
Additions	13.3	-	13.3
Interest on lease liability	30.7	0.3	31.0
Interest payment	(30.7)	(0.3)	(31.0)
Principal portion of lease payment	(79.2)	(4.1)	(83.3)
At end of year	**288.4**	**4.9**	**293.3**
Year ended 31 December 2022			
At start of year	380.9	4.1	385.0
Additions	41.4	9.3	50.7
Interest on lease liability	36.3	0.6	36.9
Interest payment	(36.3)	(0.6)	(36.9)
Principal portion of lease payment	(68.0)	(4.4)	(72.4)
At end of year	**354.3**	**9.0**	**363.3**

The company leases the building from its associates Property Development Management Limited (PDM)

Notes to the financial statements (continued)

16. Leases (continued)

ii) Lease liabilities (continued)

The split of the lease liabilities is as follows:

	Group		Company	
	2023	2022	2023	2022
	Shs m	Shs m	Shs m	Shs m
Current	84.9	93.5	51.2	54.1
Non-current	306.9	313.4	242.1	309.2
At end of year	**391.8**	**406.9**	**293.3**	**363.3**

iii) Net debt reconciliation

	Group		Company	
	2023	2022	2023	2022
	Shs m	Shs m	Shs m	Shs m
Cash and cash equivalent	1,723.2	1,893.9	1,351.8	1,682.4
Short-term investments	1,378.8	1,861.7	965.5	1,410.0
Lease liabilities	(391.8)	(406.9)	(293.3)	(363.3)
Net cash and cash equivalent	**2,710.2**	**3,348.7**	**2,024.0**	**2,729.1**

iii) Net debt movement

Group	Leases	Cash and Cash Equivalent	Short-term Investment	Total
	Shs m	Shs m	Shs m	Shs m
Year ended 31 December 2023				
At start of year	(406.9)	1,893.9	1,861.7	3,348.7
Financing cash flows	-	(326.0)	(482.9)	(808.9)
New leases	(126.1)	-	-	(126.1)
Principal portion of lease payment	148.5	-	-	148.5
Interest payment	32.6	-	-	32.6
Interest expense	(32.6)	-	-	(32.6)
Modifications	2.7	-	-	2.7
Currency translation differences	(10.0)	155.3	-	145.3
At end of year	**(391.8)**	**1,723.2**	**1,378.8**	**2,710.2**
Year ended 31 December 2022				
At start of year	(468.4)	2,111.9	1,846.7	3,490.2
Financing cash flows	-	(235.0)	15.0	(220.0)
New leases	(61.9)	-	-	(61.9)
Principal portion of lease payment	127.0	-	-	127.0
Interest payment	38.9	-	-	38.9
Interest expense	(38.9)	-	-	(38.9)
Currency translation differences	(3.6)	17.0	-	13.4
At end of year	**(406.9)**	**1,893.9**	**1,861.7**	**3,348.7**

Notes to the financial statements (continued)

16. Leases (continued)

iii) Net debt movement (continued)

Company	Leases	Cash and Cash Equivalent	Short-term Investment	Total
Year ended 31 December 2023				
At start of year	(363.3)	1,682.4	1,410.0	2,729.1
Financing cash flows	-	(330.6)	(444.5)	(775.1)
New leases	(13.3)	-	-	(13.3)
Principal portion of lease payment	83.3	-	-	83.3
Interest payment	31.0	-	-	31.0
Interest expense	(31.0)	-	-	(31.0)
At end of year	**(293.3)**	**1,351.8**	**965.5**	**2,024.0**
Year ended 31 December 2022				
At start of year	(385.0)	1,633.5	1,696.2	2,944.7
Financing cash flows	-	48.9	(286.2)	(237.3)
New leases	(50.7)	-	-	(50.7)
Principal portion of lease payment	72.4	-	-	72.4
Interest payment	36.9	-	-	36.9
Interest expense	(36.9)	-	-	(36.9)
At end of year	**(363.3)**	**1,682.4**	**1,410.0**	**2,729.1**

Notes to the financial statements (continued)

17. Investment in associate

	Group	
	2023	2022
	Shs m	Shs m
At start of year	1,556.1	1,540.5
Share of profit before income tax	378.8	126.1
Share of income tax expense	(76.7)	(69.1)
	302.1	57.0
Dividends received	(121.1)	(53.6)
Share of other comprehensive income	108.1	12.2
At end of year	**1,845.2**	**1,556.1**

Property Development and Management Limited (PDM)'s principal activity is property investment, development and management. PDM operates primarily in the East African region. The associate company leases one of its property to the group as disclosed in note 32.

Investment in associate is carried in the consolidated statement of financial position at amounts that reflect the Group's share of the net assets of the associate and includes goodwill on acquisition.

Other comprehensive income from associate relates to the net fair value (loss)/gain on financial assets (quoted and unquoted investments).

The group holds an interest of 20% in PDM. Key financial information on the associate, PDM which was incorporated in Kenya and is unlisted, was as follows:

	Current assets	Non- Current assets	Current liabilities	Non- current liabilities	Revenues	Profit/ (loss)	Other Comprehensive income
	Shs m	Shs m	Shs m	Shs m	Shs m	Shs m	Shs m
Year 2023							
PDM	981.1	10,616.0	526.3	1,488.1	933.0	1,510.2	540.5
Year 2022							
PDM	360	9,651.6	520.8	1,325.8	834.7	166.6	61.0

There were no changes in the interest held in the unlisted associate during the year. The initial investment in associate carried in the Company's statement of financial position is Shs 94.6 million (2022: Shs 94.6 million).

Notes to the financial statements (continued)

18. Investment in subsidiaries

The Company's interest in its subsidiaries, all of which are unlisted and all of which have the same year end as the Company, were as follows as at 31 December 2023 and 2022:

				Company	
	Country of incorporation	Principal Activity	Holding %	2023 Shs m	2022 Shs m
Trading subsidiaries:					
Nation Marketing & Publishing Limited	Kenya	Magazines Distribution	100.0	0.5	0.5
Monitor Publications Limited	Uganda	Print Publication	83.3	75.1	75.1
Mwananchi Communications Limited	Tanzania	Print Publication	100.0	569.3	569.3
Nation Holdings Tanzania Limited	Tanzania	Property Development	100.0	150.4	150.4
Africa Broadcasting Uganda Limited	Uganda	Television Broadcasting	100.0	347.7	347.7
Nation Holdings Rwanda Limited	Rwanda	Print Circulation	100.0	8.3	8.3
Kenya Buzz Limited	Kenya	Ticketing	51.0	2.0	2.0
				1,153.3	**1,153.3**
Non trading subsidiaries:					
Nation Carriers Limited	Kenya	Dormant	100.0	3.0	3.0
Nation Infotech Limited	Kenya	Dormant	100.0	1.5	1.5
East African Televisions Network Limited	Kenya	Dormant	100.0	-	-
Africa Broadcasting Limited	Kenya	Dormant	100.0	-	-
Nation Newspapers Limited	Kenya	Dormant	100.0	-	-
Nation Carriers Uganda Limited	Uganda	Dormant	100.0	-	-
Nation Carriers Tanzania Limited	Tanzania	Dormant	100.0	-	-
Africa Broadcasting Tanzania Limited	Tanzania	Dormant	100.0	-	-
Nation Printers and Publishers Limited	Kenya	Dormant	100.0	-	-
Radio Uhuru Limited	Tanzania	Dormant	100.0	20.5	20.5
				1,178.3	**1,178.3**
Provision for impairment on investment in:					
Mwananchi Communications Limited				(416.8)	(416.8)
Africa Broadcasting Uganda Limited				(17.5)	(17.5)
Radio Uhuru Limited				(20.5)	(20.5)
Nation Holdings Rwanda Limited				(8.3)	(8.3)
Nation Holdings Tanzania Limited				(12.4)	(12.4)
				(475.5)	(475.5)
Net investment in subsidiaries				**702.8**	**702.8**

Notes to the financial statements (continued)

18. Investment in subsidiaries (continued)

The company tests whether investment in subsidiaries has suffered any impairment whenever indicators are noted. The Directors performed an impairment assessment on Mwananchi Communications Limited. The recoverable value of the entity has been determined based on value-in-use calculations. These calculations use pre-tax cash flow projections based on financial budgets approved by management covering a five-year period. Cash flows beyond the five-year period are extrapolated using the estimated growth rates stated below.

	Mwananchi Communications Limited	
	2023	**2022**
Pre-tax Discount rate	26.0%	28.3%
Long term growth rate	6.6%	5.6%
Gross profit margin	64%	66%

Management has determined the values assigned to each of the above key assumptions as follows;

- *Pre-tax discount rate* - reflects the specific risks relating to the entity and the countries in which the subsidiary operates. The rate is consistent with the investors expected returns (the weighted average cost of capital) bearing in mind the country risk premiums.
- *Long term growth rate* - is the weighted average growth rate used to extrapolate cash flows beyond the budget period. The rates are consistent with forecasts included in industry reports e.g. inflation rate.
- *Gross profit margin* - is based on past performance and management's expectations for the future.

Following the above exercise, there was no additional provision for impairment made on the Company's investment in Mwananchi Communications Limited.

Notes to the financial statements (continued)

19. Non-controlling interest

Group	2023	2022
	Shs m	Shs m
At start of the year	82.1	75.9
Share of (loss)/profit	(4.0)	3.3
Dividend paid to minority	(0.3)	(0.5)
Currency translation difference	22.8	3.4
At end of the year	**100.6**	**82.1**

Summary of non-controlling interest (NCI)

16.7% equity interest is held by other individuals in Monitor Publications Limited.

Monitor Publications Limited, which has a 16.7% non-controlling interest, operates as a Print Publication and Radio Broadcasting Company in Uganda. A summary of its financial performance is set out below:

Monitor Publications Limited summarised statement of financial position

	2023	2022
	Shs m	Shs m
Current assets	679.9	626.4
Current liabilities	(226.5)	(257.7)
Total current net assets	**453.4**	**368.7**
Non-current assets	234.4	188.3
Non-current liabilities	(21.2)	-
Total non-current net assets	**213.2**	**188.3**
Total net assets	**666.6**	**557.0**

Monitor Publications Limited summarised statement of comprehensive income

	2023	2022
	Shs m	Shs m
Revenue	1,036.9	862.8
(Loss)/Profit before income tax	(28.9)	35.2
Income tax credit/(expense)	6.5	(10.3)
Profit for the year	**(22.4)**	**24.9**
Other comprehensive income	123.9	24.3
Total comprehensive income	**101.5**	**49.2**

Notes to the financial statements (continued)

19. Non-controlling interest (continued)

Monitor Publications Limited summarised cash flows

	2023	2022
	Shs m	**Shs m**
Net cash (used in)/ generated from operating activities	(59.3)	61.9
Net cash generated from/ (used in) investing activities	49.5	(24.9)
Net cash used in financing activities	(15.8)	(19.4)
Net (decrease)/ increase in cash and cash equivalents	(25.6)	17.6
Cash and cash equivalents at start of year	32.2	11.5
Effect of exchange rates	1.7	3.1
At end of year	**8.3**	**32.2**

The loss allocated to NCI in Monitor Publications Limited is Shs 4.0 million (2022: profit Shs 3.3 million) while the cumulative NCI balance was Shs 100.6 million (2022: Shs 82.1 million).

20. Other assets

	2023	2022
	Shs m	**Shs m**
Gross long-term deposits	54.9	66.4
Expected credit loss	(2.9)	(2.8)
Net carrying value	**52.0**	**63.6**
Movement of long-term deposit is as below:		
Interest earned	2.0	3.2
(Redemption)/injection	(13.5)	4.8
Expected credit loss	(0.1)	1.7
Net (decrease)/increase in long-term deposit	(11.6)	9.7
At start of the year	63.6	53.9
At end of year	**52.0**	**63.6**

The balance relates to long-term deposits held with a bank as back up funds for staff mortgage scheme. The long-term deposits have been assessed for credit loss based on the credit rating of the financial institution holding the assets. The calculated impairment is as shown in the table above.

21. Inventories

	Group		Company	
	2023	**2022**	**2023**	**2022**
	Shs m	**Shs m**	**Shs m**	**Shs m**
Raw materials	517.8	642.9	367.9	434.5
Engineering spares	73.3	237.8	61.8	206.3
Other stock	54.2	86.8	53.9	86.3
Gross inventory	**645.3**	**967.5**	**483.6**	**727.1**
Less: provision for obsolete stock	(39.7)	(190.7)	(39.7)	(186.8)
Closing balance	**605.6**	**776.8**	**443.9**	**540.3**

Inventories are held at cost using the weighted average costing method. The cost of inventories recognized as an expense and included in the consolidated 'cost of sales' amounted to Shs 1,179.1 million (2022: Shs 999.7 million). The cost of sales for the company amounted to Shs 776.9 million (2022: Shs 681.9 million). During the year, obsolete stock amounting to Kshs 147.1m which had been provisioned for earlier was written off.

Notes to the financial statements (continued)

22. Receivables and prepayments

	Group		Company	
	2023	2022	2023	2022
	Shs m	Shs m	Shs m	Shs m
Trade receivables	4,848.9	4,385.5	3,561.5	3,347.6
Less: provision for impairment	(2,394.3)	(2,229.3)	(1,766.0)	(1,565.1)
	2,454.6	2,156.2	1,795.5	1,782.5
Due from related parties (Note 32)	16.4	12.5	440.7	437.9
Less: provision for impairment	-	-	(378.7)	(372.9)
	16.4	12.5	62.0	65.0
Other receivables and prepayments	971.5	1,105.3	569.2	592.8
Closing balance	**3,442.5**	**3,274.0**	**2,426.7**	**2,440.3**

Movement on the provision for impairment of trade receivables is as follows:

	Group		Company	
	2023	2022	2023	2022
	Shs m	Shs m	Shs m	Shs m
At start of year	2,229.3	2,394.7	1,565.1	1,565.9
Charge for the year	173.9	12.5	200.9	(0.8)
Debt write off	(8.9)	(177.9)	-	-
At end of year	**2,394.3**	**2,229.3**	**1,766.0**	**1,565.1**

The carrying amounts of the above receivables approximate their fair values.

23. Cash and cash equivalents

For the purposes of cash flow statements, cash and cash equivalents comprise cash and bank balances and term deposits held with banks, maturing in less than 90 days from origination. The year-end cash and cash equivalent comprise the following:

	Group		Company	
	2023	2022	2023	2022
	Shs m	Shs m	Shs m	Shs m
Cash and bank balances	432.0	657.2	233.3	552.1
Fixed deposits with banks	1,291.2	1,236.7	1,118.5	1,130.3
Closing balance	**1,723.2**	**1,893.9**	**1,351.8**	**1,682.4**

24. Short-term investments

Fixed deposits with banks	1,177.4	1,661.1	764.1	1,209.4
Other short-term investments	201.4	200.6	201.4	200.6
Closing balance	**1,378.8**	**1,861.7**	**965.5**	**1,410.0**

The short-term investments include term deposits, treasury bills and other short-term investments with maturity more than 90 days but less than one year. Included in the other short-term investments is a commercial paper and fixed deposits with related parties. Refer to Note 32 (vi) for further details.

The weighted average effective interest rate on the bank deposits during the year was 12.4% (2022: 10.1%) and that of the other short-term investments was 6.2% (2022: 7.6%). The carrying amounts of the above short-term investments approximate their fair values.

Notes to the financial statements (continued)

25. Payables and accrued expenses

	Group		Company	
	2023	**2022**	**2023**	**2022**
	Shs m	**Shs m**	**Shs m**	**Shs m**
Trade payables	587.1	583.6	343.3	362.5
Due to related parties (Note 32)	11.4	4.8	14.0	3.8
Accrued expenses	1,415.8	1,347.4	961.2	977.9
Other payables	1,004.7	1,100.9	669.4	723.8
	3,019.0	**3,036.7**	**1,987.9**	**2,068.0**

The carrying amounts of the above payables and accrued expenses approximate their fair values. The average credit terms extended by key creditors is 90 days.

26. Provisions for claims and other liabilities

	Group		Company	
	Shs m	**Shs m**	**Shs m**	**Shs m**
	2023	**2022**	**2023**	**2022**
At 1 January	545.2	578.9	501.4	548.7
Payments in the year	(48.9)	(42.7)	(20.8)	(42.7)
Charge for the year	(12.1)	9.0	(31.7)	(4.6)
At 31 December	**484.2**	**545.2**	**448.9**	**501.4**

The Group makes specific provisions for claims and other liabilities arising in the normal course of business. Specific provisions are made for estimated claims and other liabilities to the extent that the Group considers it probable that there will be an outflow of economic benefits and the amount can be reliably estimated. Any insurance reimbursements in relation to claims and other liabilities are only recognized when the Group is certain of reimbursement. Typically, this will only occur when a reimbursement claim is accepted by the insurer.

Due to the nature of these provisions, management is unable to estimate the timing of their settlement with certainty. The impact of discounting on the provision is not considered to be material.

Notes to the financial statements (continued)

27. Post-employment benefit obligation

The Group maintains a gratuity scheme under which qualifying employees are entitled to receive remuneration equal to the sum of two weeks' pay for every year of service completed upon leaving the Group.

The amount included in the statement of financial position arising from the post-employment benefit obligation is arrived at as follows:

	Group and Company	
	2023	**2022**
	Shs m	**Shs m**
Opening balance	(4.9)	55.6
Payments in the year	(11.6)	(13.4)
Charge to P&L	14.5	7.0
Transfers	7.5	(54.1)
Closing balance	**5.5**	**(4.9)**
Present value of funded obligations	(170.7)	(150.5)
Fair value of plan assets (fixed term deposit)	165.2	155.4
Deficit/(Surplus) on funded plan	**5.5**	**(4.9)**

Movement of fair value asset	**2023**	**2022**
	Shs m	**Shs m**
Opening balance	155.4	91.0
Interest earned	17.3	10.3
Transfers	(7.5)	54.1
Closing balance	**165.2**	**155.4**

Movement of funded obligations	**2023**	**2022**
	Shs m	**Shs m**
Opening balance	(150.5)	(146.6)
Charge for the year	(20.2)	(18.9)
Prior year deficit (based on valuation)	5.7	11.9
Interest earned	(17.3)	(10.3)
Payments	11.6	13.4
Closing balance	**(170.7)**	**(150.5)**

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is not significant for 2023 and 2022.

The scheme was last valued by an independent actuary as at 31 December 2020. The significant actuarial assumptions were as follows;

	2020
Discount rate	10%
Inflation rate	5%
Current service cost (% salary)	1.6%
Assumed retirement age	60 years

A slight increase or reduction in the actuarial assumptions does not result in a material change in the liability and the Group adopted the most conservative resultant liability.

Risk exposure

The plan is not exposed to any significant risk.

Notes to the financial statements (continued)

28. Dividends

During the year, no interim dividend was paid (2022: Nil). The final dividend paid for the year 2022 was Shs 1.5 per share amounting to Shs 285.4 million. At the annual general meeting to be held on 28th June 2024, no final dividend in respect to the year ended 31 December 2023 will be proposed.

29. Commitments

Capital expenditure

Commitments for capital expenditure at the reporting date are as follows:

	Group	
	2023	2022
	Shs m	Shs m
Contracted for but not provided for	15.2	51.9

30. Contingent liabilities

The Group is a defendant in various claims brought against the Group in the normal course of business. The Group has made provisions which were deemed appropriate in line with group policy and legal advice. In the directors' opinion, after taking appropriate legal advice, no significant additional liability will arise from the resolution of these matters beyond what has been provided for in the financial statements.

31. Cash generated from operations

	Group		Company	
	2023	2022	2023	2022
	Shs m	Shs m	Shs m	Shs m
Reconciliation of profit before tax to cash generated from operations				
(Loss)/Profit before income tax	(431.8)	491.7	(632.4)	396.3
Adjustments for:				
Depreciation of property, plant and equipment (Note 14)	387.9	376.9	258.0	272.3
Impairment (Note 14)	291.4	-	291.4	
Amortization of leases (Note 16)	151.9	140.9	90.9	89.2
Amortization of intangible assets (Note 15)	69.1	77.9	65.7	76.0
Profit on sale of property, plant and equipment	(25.5)	(20.2)	(22.4)	(18.7)
Interest income (Note 8)	(311.2)	(291.6)	(248.9)	(248.3)
Interest on lease liability (Note 8)	32.6	38.9	31.0	36.9
Share of result after tax of associate (Note 17)	(302.1)	(57.0)	-	-
Net dividend received from subsidiary	-	-	(1.5)	(82.4)
Dividend received from associate (Note 17)	-	-	(121.1)	(53.6)
Changes in working capital:				
- Inventories (Note 21)	171.2	(157.3)	96.4	(49.8)
- Trade receivables – provision for impairment (Note 22)	173.9	12.5	200.9	(0.8)
- Bad debts written off (Note 22)	8.9	177.9	-	-
- Receivables and prepayments	(351.3)	(265.8)	(187.3)	(110.6)
- Exchange (gains)/losses (Note 6)	(23.4)	9.3	(8.3)	27.7
- Provision for claims payment (Note 26)	(48.9)	(42.7)	(20.8)	(42.7)
- Payables and accrued expenses	(6.4)	30.2	(103.5)	4.0
Post-employment benefit obligation changes (Note 27)	14.5	7.0	14.5	7.0
Post-employment benefit – payments made (Note 27)	(11.6)	(13.4)	(11.6)	(13.4)
Post-employment benefit –funds received from scheme/(payments to) (Note27)	7.5	(54.1)	7.5	(54.1)
Cash (used in)/generated from operations	**(203.3)**	**461.1**	**(301.5)**	**235.0**

Notes to the financial statements (continued)

32. Related parties

Aga Khan Fund for Economic Development, S.A (AKFED) incorporated in Switzerland is the principal shareholder of the Company. There are various other companies which are related to the Group through common shareholdings and directorships.

	Group		Company	
i) Sale of goods and services	**2023**	**2022**	**2023**	**2022**
	Shs m	**Shs m**	**Shs m**	**Shs m**
Subsidiaries:				
Monitor Publications Limited	-	-	12.5	10.3
Mwananchi Communications Limited	-	-	13.9	8.1
Other related parties:				
Property Development and Management Limited	-	0.3	-	0.3
TPS Eastern Africa Limited	4.5	4.0	3.8	3.5
Aga Khan	25.2	17.0	13.2	12.4
Diamond Trust	9.4	11.8	11.8	8.1
Jubilee Holdings Limited	13.5	12.1	9.7	8.3
	52.6	**45.2**	**64.9**	**51.0**

	Group		Company	
	2023	**2022**	**2023**	**2022**
	Shs m	**Shs m**	**Shs m**	**Shs m**
ii) Purchase of goods and services				
Subsidiaries:				
Monitor Publications Limited	-	-	0.7	0.4
Mwananchi Communications Limited	-	-	18.3	20.7
Other related parties:				
Property Development and Management Limited	90.2	121.3	90.2	121.3
TPS Eastern Africa Limited	40.3	30.8	2.6	2.5
Jubilee Holdings Limited	214.5	228.1	187.1	197.5
	345.0	**380.2**	**298.9**	**342.4**

Notes to the financial statements (continued)

32. Related parties (continued)

ii) Outstanding balances from transactions with related parties

	Group		Company	
	2023	2022	2023	2022
Amounts due from related parties	Shs m	Shs m	Shs m	Shs m
Subsidiaries:				
Mwananchi Communications Limited	-	-	13.4	17.9
Monitor Publications Limited	-	-	-	1.3
Nation Infotech Limited	-	-	0.9	0.9
Radio Uhuru Limited	-	-	4.9	4.9
Nation Marketing and Publishing Limited	-	-	18.2	18.6
Nation Holdings Rwanda Limited	-	-	360.5	354.3
Kenya Buzz Limited	-	-	11.8	11.4
Nation Holdings Tanzania Limited	-	-	19.2	19.2
Other related parties:				
TPS Eastern Africa Limited	2.9	2.6	0.7	1.0
Aga Khan	8.9	6.9	8.2	5.4
Diamond Trust Bank	2.9	1.4	1.9	1.3
Jubilee Holdings Limited	1.7	1.6	1.0	1.7
	16.4	**12.5**	**440.7**	**437.9**
Provision for impairment				
Nation Holdings Rwanda Limited	-	-	(360.5)	(354.3)
Nation Marketing and Publishing Limited	-	-	(18.2)	(18.6)
	16.4	**12.5**	**62.0**	**65.0**
Amounts due to related parties				
Subsidiaries:				
Africa Broadcasting Uganda Limited	-	-	4.8	2.3
Monitor Publications Limited	-	-	7.9	-
Other related parties:				
Property Development and Management Limited	-	0.6	-	0.6
Jubilee Insurance	0.7	3.2	0.7	0.1
TPS Eastern Africa Limited	10.7	1.0	0.6	0.8
	11.4	**4.8**	**14.0**	**3.8**

Notes to the financial statements (continued)

32. Related parties (continued)

iv) Key management compensation

Key management includes executive directors. The compensation paid or payable to key management for employee services is shown below.

	Group		Company	
	2023	**2022**	**2023**	**2022**
	Shs m	**Shs m**	**Shs m**	**Shs m**
Salaries and other short term employment benefits	211.7	222.6	176.3	190.9
Post-employment benefits (Defined contribution)	10.3	10.6	9.9	10.2
	222.0	**233.2**	**186.2**	**201.1**

v) Directors' remuneration

	Group		Company	
	2023	**2022**	**2023**	**2022**
	Shs m	**Shs m**	**Shs m**	**Shs m**
Fees for services as director	36.0	36.3	31.0	32.9
Salaries and other short term employment benefits	61.0	61.0	61.0	61.0
Other benefits	4.8	4.6	4.8	4.6
	101.8	**101.9**	**96.8**	**98.5**

vi) Other related party transactions

Included as part of short-term investments (Note 23) are the following balances with related parties:

	Group and Company	
	2023	**2022**
	Shs m	**Shs m**
Term deposit with Diamond Trust Bank Kenya Limited	373.5	771.4
	373.5	**771.4**

Principal Shareholders and their respective Shareholding (excluding treasury shares) at 31 December 2023

No.	Name of shareholder	No. of shares held	%
1	THE AGA KHAN FUND FOR ECONOMIC DEVELOPMENT (AKFED)	92,618,177	52.64
2	ALPINE INVESTMENTS LIMITED	21,050,222	11.96
3	KIMANI JOHN KIBUNGA	3,509,116	1.99
4	STANDARD CHARTERED NOMINEES RESD A/C KE11450	2,512,210	1.43
5	KENYA COMMERCIAL BANK NOMINEES LIMITED A/C 915B	2,492,636	1.42
6	SHAH, LALITABEN KANAIYALAL	1,140,000	0.65
7	KENYA REINSURANCE CORPORATION LIMITED	1,054,152	0.60
8	SHAH, ADAM, MUNIRABANU ALIMOHAMED	855,130	0.49
9	JUBILEE LIFE INSURANCE LIMITED	722,136	0.41
10	STANDARD CHARTERED NOMINEES A/C 1256B	501,212	0.28

Distribution of Shareholding at 31 December 2023

No. of shares	No. of shareholders	No. of shares held	% of shareholding
1 - 500	5,328	895,079	0.51
501 - 5,000	4,993	10,329,527	5.87
5,001 - 10,000	740	5,357,783	3.04
10,001 - 100,000	985	22,647,246	12.87
100,001 - 1000,000	61	12,355,099	7.02
Over 1,000,000	7	124,376,513	70.68
TOTAL	**12,114**	**175,961,247**	**100.00**

Directors Shareholding

Name	No. of shares held	% of Shareholding
Yasmin Jetha	13,500	0.0077
Wangethi Mwangi	2,450	0.0014
Stephen Gitagama	1,025	0.0006

PROXY FORM

I/WE ____

____

____

of ____

____

(include email address and mobile number)

a member of NATION MEDIA GROUP PLC hereby appoint

____

of ____

____

(include email address and mobile number)

(delete below text as appropriate if The Chairman of the Meeting is not the alternate proxy) or in his/her place THE CHAIRMAN OF THE MEETING as my/our proxy and/or representative to vote at his/her discretion for me/us and on my/our behalf at the Annual General Meeting to be held on Friday, 28th June 2024 and at every adjournment thereof

AS WITNESS my/our hand(s) this ______________________ day of ______________________2024.

USUAL SIGNATURES (S)

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Nation Media Group
Media of Africa for Africa

Please clearly mark the box below to instruct your proxy how to vote

RESOLUTION		FOR	AGAINST	ABSTAIN
ORDINARY BUSINESS				
1.	To receive the financial statements for the year ended 31 December 2023, and the Chairman's, Directors' and Auditors' reports thereon.			
2.	To note that the Directors do not recommend a dividend for the year ended 31 December 2023.			
3.	To receive, consider and if thought fit approve the Directors' Remuneration Report and the remuneration paid to the Directors for the year ended 31 December 2023 and to authorise the Board to fix the remuneration of the Non-Executive Directors.			
4.	To confirm that the Auditors, PricewaterhouseCoopers LLP having expressed their willingness, continue in office as the Company's Auditors in accordance with section 721(2) of the Kenyan Companies Act 2015 and to authorise the Directors to fix the remuneration of the Auditors for the ensuing financial year.			
5.	To re-elect Directors: a. in accordance with Article 96 of the Company's Articles of Association, Mr. Sultan Allana retires by rotation and being eligible, offers himself for re-election;			
	b. in accordance with Article 96 of the Company's Articles of Association, Mr. Fayyaz Nurmohamed retires by rotation and being eligible, offers himself for re-election;			
	c. in accordance with Article 96 of the Company's Articles of Association, Ms. Nancy Matimu retires by rotation and being eligible, offers herself for re-election;			
	d. in accordance with Article 110 of the Company's Articles of Association, Mrs. Sumayya Hassan retires by rotation and does not offer herself for re-election;			
	e. in accordance with Article 110 of the Company's Articles of Association, Mr. Dennis Aluanga retires by rotation and being eligible, offers himself for re-election;			
	f. in accordance with Article 110 of the Company's Articles of Association, Prof. Samuel Sejjaaka retires by rotation and being eligible, offers himself for re-election;			
	g. Dr. Wilfred Kiboro, having attained the age of 70 years, retires by rotation and offers himself for re-election;			
	h. Mr. Francis. O. Okello, having attained the age of 70 years, retires by rotation and does not offer himself for re-election;			
	i. Dr. Yasmin Jetha, having attained the age of 70 years, retires by rotation and offers herself for re-election;			
	j. Mr. Wangethi Mwangi, having attained the age of 70 years, retires by rotation and does not offer himself for re-election;			
	k. Mr. Leonard Mususa having attained the age of 70 years, retires by rotation and offers himself for re-election;			
6.	To appoint the members of the Company's Audit, Risk and Compliance Committee: In accordance with the provisions of section 769(1) of the Companies Act 2015, the following Directors being members of the Company's Audit, Risk and Compliance Committee be re-elected to continue to serve as members of the said Committee: a. Mr. Leonard Mususa b. Mr. Al-Noor Ramji c. Prof. Samuel Sejjaaka d. Dr. Yasmin Jetha			

Notes

Physical copies of the proxy form are also available at the following address:

Custody and Registrars Services Offices
IKM Place, Tower B, 1st Floor, 5th Ngong Avenue.

To be valid, the proxy form must be duly completed by the shareholder, or his attorney duly authorized in writing. If the shareholder is a body corporate, the instrument appointing the proxy shall be given under its common seal (if any) or under the hand of an officer or duly authorized attorney of such body corporate.

A completed form of proxy should be emailed to proxy@candrgroup.co.ke in pdf format or delivered to **Custody and Registrars Services, IKM Place, Tower B, 1st Floor, 5th Ngong Avenue Nairobi or be posted to Custody and Registrars Services, P. O. Box 8484-00100 Nairobi**, so as to reach the Registrar not later than Wednesday 26th June, 2024 at 3.00pm.

FOMU YA MSHIRIKA

MIMI/SISI ____

____

wa ____

____

____

(jumuisha anwani ya barua pepe na nambari ya simu ya mkononi)

mwanachama wa SHIRIKA LA NATION MEDIA ninamteua

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wa ____

(jumuisha anwani ya barua pepe na nambari ya simu ya mkononi)

(futa matini yaliyo hapo chini ifaavyo ikiwa Mwenyekiti wa Mkutano si mshirika mbadala) au kwa niaba yake MWENYEKITI WA MKUTANO kama mshirika wangu/wetu na/au mwakilishi kupiga kura kwa siri yake mwenyewe kwa ajili yangu/yetu na kwa niaba yangu/yetu katika Mkutano Mkuu wa Kila Mwaka utakaofanyika Ijumaa, tarehe 28th Juni 2024 na kila uhairishaji wake utakaotokea

KAMA SHAHIDI saini yangu/yetu siku hii ya ------------------------- ya -------------------------------- 2024.

SAINI ZA KAWAIDA

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Tafadhali tia alama kwenye kisanduku kilicho hapa chini ili kuelekeza mshirika wako jinsi ya kupiga kura

UAMUZI	KUUNGA MKONO	KUPINGA	KUTOSHIRIKI
SHUGHULI YA KAWAIDA 1. Kupokea taarifa za kifedha za mwaka uliokamilika tarehe 31 Disemba 2023, na ripoti za Mwenyekiti, Wakurugenzi Watendaji na Wakaguzi.			
2. Kuangazia kuwa Wakurugenzi hawapendekezi mgao wa hisa kwa mwaka uliokamilisha tarehe 31 Disemba 2023.			
3. Kupokea, kuzingatia na ikifikiri kuwa ni sawa, iidhinishe Ripoti ya Mshahara wa Wakurugenzi na mshahara uliolipwa kwa Wakurugenzi kwa mwaka uliokamilika tarehe 31 Disemba 2023 na kuidhinisha Bodi kurekebisha mshahara wa Wakurugenzi Wasio Watendaji.			
4. Kuthibitishia Wakaguzi kwamba kampuni ya PricewaterhouseCoopers LLP, baada ya kuonyesha nia yake, itaendelea kuhudumu kama Mkaguzi wa Kampuni kwa mujibu wa kifungu cha 721(2) cha Sheria ya Kampuni ya Kenya 2015 na kuidhinisha Wakurugenzi kurekebisha mshahara wa Wakaguzi.			

5. Kuchagua tena Wakurugenzi watendaji: a. kwa mujibu wa Kifungu cha 96 cha Taarifa ya Ushirika ya Kampuni, Bw. Sultan Allana anastaafu kwa mzunguko na kwa kuwa anastahiki, amejitosa ulingoni ili kuchaguliwa tena;			
b. kwa mujibu wa Kifungu cha 96 cha Taarifa ya Ushirika ya Kampuni, Bw. Fayyad Nurmohamed anastaafu kwa mzunguko na kwa kuwa anastahiki, amejitosa ulingoni ili kuchaguliwa tena;			
c. kwa mujibu wa Kifungu cha 96 cha Taarifa ya Ushirika ya Kampuni, Bi. Nancy Matimu, anastaafu kwa mzunguko na kwa kuwa anastahiki, amejitosa ulingoni ili kuchaguliwa tena;			
d. kwa mujibu wa Kifungu cha 110 cha Taarifa ya Ushirika ya Kampuni, Bi. Sumayya Hassan, anastaafu kwa mzunguko na hajajitosa ulingoni ili kuchaguliwa tena;			
e. kwa mujibu wa Kifungu cha 110 cha Taarifa ya Ushirika ya Kampuni, Bw. Dennis Aluanga, anastaafu kwa zamu na kwa kuwa anastahiki, amejitosa ulingoni ili kuchaguliwa tena;			
f. kwa mujibu wa Kifungu cha 110 cha Taarifa ya Ushirika ya Kampuni, Prof. Samuel Sejjaaka, anastaafu kwa mzunguko na kwa kuwa anastahiki, amejitosa ulingoni ili kuchaguliwa tena;			
g. Dkt. Wilfred Kiboro, kwa kufikisha umri wa miaka 70, anastaafu kwa zamu na amejitosa ulingoni ili kuchaguliwa tena;			
h. Bw. Francis. O. Okello, kwa kufikisha umri wa miaka 70, anastaafu kwa zamu na hajajitosa ulingoni ili kuchaguliwa tena;			
i. Dkt. Yasmin Jetha, kwa kufikisha umri wa miaka 70, anastaafu kwa zamu na amejitosa ulingoni ili kuchaguliwa tena;			
j. Bw. Wangethi Mwangi, kwa kufikisha umri wa miaka 70, anastaafu kwa zamu na hajajitosa ulingoni ili kuchaguliwa tena;			
k. Bw. Leonard Mususa, kwa kufikisha umri wa miaka 70, anastaafu kwa zamu na amejitosa ulingoni ili kuchaguliwa tena;			
6. Kuteua wanachama wa Kamati ya Ukaguzi, Hatari na Utiifu ya Kampuni: Kwa mujibu wa kifungu cha 769(1) cha Sheria ya Kampuni ya 2015, Wakurugenzi wafuatao kwa kuwa wanachama wa Kamati ya Bodi ya Ukaguzi, Hatari na Utiifu wachaguliwe tena ili kuendelea kuhudumu kama wanachama wa Kamati iliyotajwa: a. Bw. Leonard Mususa b. Bw. Al-Noor Ramji c. Prof. Samuel Sejjaaka d. Dkt. Yasmin Jetha			

Vidokezo

Nakala halisi za fomu ya mshirika pia zinapatikana mahali yafuatayo:

Ofisi za Custody and Registrars Services,
IKM Place, Tower B, Ghorofa ya 1,
Barabara ya 5th Ngong.

Ili iwe sahihi, fomu ya mshirika lazima ijazwe na mwenyehisa au wakili wake ambaye amehalalishwa kupitia maandishi. Ikiwa mwenyehisa ni shirika, chombo kinachoteua mshirika kitatolewa chini ya muhuri ya kawaida (ikiwa ipo) au chini ya mkono wa afisa au wakili aliyehalalishwa wa shirika kama hilo.

Fomu ya mshirika iliyojazwa inapaswa kutumwa kupitia baruapepe kwa proxy@candrgroup.co.ke katika muundo wa pdf na kuwasilishwa kwa **Custody and Registrars Services, IKM Place, Tower B, Ghorofa ya 1, Barabara ya 5th Ngong Nairobi au itumwe kupitia barua posta kwa Custody and Registrars Services, S.L.P 8484-00100 Nairobi** ili ifikie kwa Msajili au Katibu wa Kampuni ifikapo saa 9.00 jioni, Jumatano tarehe 26th Juni, 2024.

Notes


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