

estate will be shared

LEAKEY’S WISHES:

- His wife would hold a life interest of their wealth
- Two daughters to get equal share of what would be left after their mother’s death
- There should be a Leakey Family Trust
- If any daughter dies and has children, the trust will manage the share until the age of 21
- If there are no grand-children, then the wealth would be passed to the other sibling
- The estate’s income should not be used as capital
- The trustees have a green light to sell either part or all moveable assets
- The amount ought to be used to settle debts and any other expenses
- The remainder ought to be used in buying either shares, stocks or properties

HIS WEALTH

- 109 parcels of land
- 50,000 shares in Richard Leakey and Associates Limited
- 1,000 shares in Dodo Limited
- 2 motor vehicles
- Money held in a Kenyan and US banks

worth 100,000 in Dodo Limited be divided equally between the two daughters, while ensuring their mother would be provided for throughout her life, including her residence. “The parties, in consideration of the natural love and affection within the family, have reached a family agreement regarding the deceased’s estate and wish that it be distributed in accordance with the Deed of Family Arrangement,” court documents read in part. The family estimated Leakey’s total estate, including assets and liquid cash, at around Sh17 million. It was further agreed that an acre surrounding Leakey’s grave would be allocated to provide a path to the 1,089-acre property, which would then be divided equally between the two daughters. According to the agreement, the one acre would form part of the family’s burial plot. Meanwhile, one vehicle would be sold, with

the proceeds going to Meave, while the second vehicle would be allocated to Samira. Meave would also inherit all the money her late husband had banked during his lifetime. The family further agreed to close and dissolve Richard Leakey and Associates, which held no assets. “All legal costs, expenses, sub-division fees, stamp duties and registration charges in connection with these transfers and this deed shall be paid out of the deceased’s estate,” Meave and her daughters consented.

Public service

Samira also agreed to surrender her shares in Dodo Limited in exchange for a share of two plots in Lamu. During his lifetime, Leakey was appointed by former President Daniel Arap Moi to head the Kenya Wildlife Service (KWS) in 1989, at a time when Kenya faced a serious problem of elephant tusk poaching. In a remarkable show of confidence in a man recovering from kidney surgery, the President tasked Leakey with cleaning up the Kenya Wildlife Service (KWS) and protecting the country’s elephants. As Leakey wrote, he welcomed a role that would keep him constantly challenged. He became a formidable opponent of poachers, confiscating ivory and publicly burning it on two occasions, the last time in 2016. Leakey left KWS in 1994 after the government launched an investigation into alleged graft within the service, which he described as interference. He then turned to politics, pursuing another long-held ambition: the presidency of Kenya. In 1995, Leakey co-founded the Safina Party with senior lawyer Paul Muite, envisioning it as a platform to campaign for multi-party democracy and fight corruption. Three years later, he became the first white Member of Parliament in Kenya’s history, winning the Langata Constituency seat, a milestone not achieved since independence. He was later appointed Secretary to the Cabinet and Head of Public Service, serving for two years from 1999. Leakey returned to KWS as chair of the board between 2015 and 2018. Born on December 19, 1944, the renowned human fossils explorer passed away debt-free, leaving behind a lasting legacy in conservation, science and public service.

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girls’ inheritance rights

“The time has come for us to fully embrace constitutionalism in promoting inheritance rights, ensuring human dignity and guaranteeing that women and other marginalized groups receive equitable shares in estate distribution,” he said. He added, “If the Succession Law no longer reflects the aspirations of some citizens, it may be time to approach Parliament to enact a Customary Law Act. Such an act could harmonize and codify certain customs for recognition and protection, but it must remain consistent with the values outlined in Article 10 and other constitutional provisions, including the funda-

mental rights enshrined in Chapter 4, the Bill of Rights.” Nevertheless, Justice Nyakundi dismissed an application by Peris Maiyo to change her lawyers in the case. He also rejected her request to suspend the judgment requiring her family to share the estate left by the deceased.

[Kamau Muthoni]



Kenya Reinsurance Corporation Limited

NOTICE OF SPECIAL GENERAL MEETING

Notice is hereby given that a **SPECIAL GENERAL MEETING** of **KENYA REINSURANCE CORPORATION LIMITED** will be held electronically on **Wednesday, 11th February 2026** at **11.00 a.m.** when the following business will be transacted, namely:

AGENDA

1. Constitution of the Meeting – To read the notice convening the Meeting and determine if a quorum is present.
2. To consider and, if thought fit, to pass the following Special Resolutions.
To provide for fair representation of both the majority and minority shareholders in the Board in line with best corporate governance practices and provisions of relevant laws, the Articles of Association be amended as follows:

A) SHARES

Insert new Articles after Article 8 as follows:-

8A The ordinary shares of Kenya Shillings 2.50 each shall constitute two classes of shares categorized as follows:

- (i) Class A shares: ordinary shares held by shareholders of the company other than those shares held by the Cabinet Secretary to the National Treasury of Kenya.
- (ii) Class B shares: ordinary shares held by the Cabinet Secretary to the National Treasury on behalf of the Government of Kenya.

8B The holders of Class A and B shares shall have the same rights and privileges except with respect to nomination and election of directors.

8C Subject to complying with the provisions of these Articles and statutory requirements:

- (i) Holders of Class A shares will be entitled to elect three (3) directors to the Board;
- (ii) Holders of Class B shares will be entitled to elect five (5) directors to the Board.

B) DIRECTORS

Amend Article 89 to reduce the maximum number of directors from 11 to 9 and insert the following articles immediately after:

89A The Board shall comprise of such independent, executive, and non-executive Directors as shall be required from time to time under the Companies Act and other relevant laws of Kenya. At all times, at least one third of the Directors shall be independent non-executive Directors.

89B Directors shall hold office for a period of three (3) years and shall be eligible for re-appointment for a further and final term of three (3) years.

C) POWERS AND DUTIES OF DIRECTORS

Amend article 100 on appointment of Managing Director to read as follows:

100 The Directors shall be responsible for the recruitment, appointment and removal of the Managing Director for a term of three years, renewable once and on such terms and with such powers, and at such remuneration (whether by way of salary, or commission, or participation in profits, or partly in one way, and partly in another), as they may think fit and, subject to the terms of any agreement entered into in any particular case, may revoke any such appointment. The Managing Director shall not be subject to retirement by rotation or taken into account in determining the rotation of retirement of Directors.

D) DISQUALIFICATION OF DIRECTORS

Amend Article 109 to read as follows:-

109 The office of the Director shall be vacated if the Director:

- (a) Ceases to be or is prohibited from being a Director by virtue of any provision of the Act; or
- (b) Ceases or is prohibited from being a Director by virtue of the provisions of any law; or
- (c) Becomes bankrupt; or
- (d) Becomes incapable by reason of mental disorder of exercising his functions as Director; or
- (e) Resigns his office by notice in writing to the Company; or
- (f) Is absent, without the previous sanction of the Directors, from 3 consecutive meetings of the Directors held during such period and the Directors resolve that his office be vacated accordingly.

Amend Article 112 to read as follows: -

112 A retiring Director shall be eligible for re-election provided they fulfil the eligibility criteria outlined in these Articles, the Act and any other applicable law.

Amend Article 114 to read as follows:

114 No person, other than a Director retiring at the meeting, shall, unless recommended by the Directors for election, be eligible for appointment as a Director at any General Meeting unless, not less than fourteen nor more than Twenty-one days before the day of appointment for the meeting, there shall have been delivered to the Secretary notice in writing signed by a member duly qualified to attend and vote at the meeting for which notice has been given, of his intention to propose such person for election and notice in writing, signed by the person to be proposed, of his willingness to be elected.

Insert the following criteria for nomination to the board immediately after Article 114:

114A A person nominated for the position of an independent director shall meet the following qualification criteria:

- i. demonstrable expertise and experience in finance, accounting, auditing, risk management, economics, law, engineering, or corporate governance;
- ii. not less than 10 years professional experience, five of which shall be in senior management level;
- iii. be a member in good standing of a recognized professional body, where applicable;
- iv. has not served as an employee of the Company or related parties in the preceding five (5) years;
- v. Is not an adviser or consultant of the Company;
- vi. Is not affiliated with a significant customer or supplier;
- vii. Has no personal service contract with the Company, its related parties or senior management;
- viii. Is not affiliated to an organization that receives significant funding from the Company;
- ix. Has not in the preceding 5 years been affiliated to or employed by an auditor of the Company;
- x. Has not in the preceding 5 years been affiliated to a political party; and
- xi. meets the requirements of Chapter Six of the Constitution of Kenya.

3. To transact any other business in respect of which due notice has been received.

By Order of the Board

Charles N. Kariuki
Corporation Secretary,
Kenya Reinsurance Corporation Limited
Reinsurance Plaza, 15th Floor, Taifa Road
P.O. Box 30271-00100
Nairobi

15th January 2026

NOTES:

1. During the period when physical meetings could not be held because of Covid 19, it was noted that ten times more shareholders attended virtual meetings than physical meetings. A decision was taken to hold the SGM virtually. The company’s Articles of Association provide for holding of virtual shareholder meetings.
2. Any shareholder wishing to follow the virtual meeting should register for the SGM by doing the following:
 - i) Dialling ***483*901#** for all networks and follow the various prompts regarding the registration process; or
 - ii) Sending an email request to be registered to kenyareshares@image.co.ke.
 - iii) Shareholders with email addresses will receive a registration link via email through which they can use to register

To complete the registration process, shareholders will need to have their ID/ Passport Numbers which were used to purchase their shares and/or their CDSC Account Number at hand. For assistance Shareholders should dial the following helpline number: **0709 170 000/0709 170 030** from 9am to 4pm every working day.

3. Registration for the SGM **opens on Friday 16th January 2026** and will close on Monday **9th February 2026** at 11:00 am.

4. In accordance with Section 283 (2) (c) of the Companies Act, the following documents may be viewed on the Company’s website: <https://www.kenyare.co.ke/>:

- (i) a copy of this Notice and the proxy form;

The reports may also be accessed upon request by dialling the USSD code above and selecting the Reports option. The agenda can also be accessed on the livestream link.

5. Shareholders wishing to raise any questions or clarifications regarding the SGM may do so by:

- (a) sending their written questions by email to: Questions.Agm@kenyare.co.ke or kenyareshares@image.co.ke

to the extent possible, physically delivering their written questions with a return physical address or email address to the registered office of the Company at Reinsurance Plaza or Image Registrars offices at 5th floor, Absa Towers (formerly Barclays Plaza), Loita Street; or

- (b) sending their written questions with a return physical address or email address by registered post to the Company’s address at P.O. Box 30271-00100 Nairobi.

- (c) Shareholders who will have registered to participate in the meeting shall be able to ask questions via sms by dialling the USSD code above and selecting the option (Ask Question) on the prompts.

Shareholders must provide their full details (full names, ID/Passport Number/CDSC Account Number) when submitting their questions and clarifications.

All questions and clarification received by the Company by **Monday, 9th February 2026** at 5:00 pm and during the meeting will be responded to and published on the Company’s website after the General Meeting. Some of the questions will also be answered during the meeting.

6. In accordance with Section 298(1) of the Companies Act, Shareholders entitled to attend and vote at the SGM are entitled to appoint a proxy to vote on their behalf. A proxy need not be a member of the Company but if not the Chairman of the SGM, the appointed proxy will need access to a mobile telephone. A proxy form is attached to this Notice and is available on the Company’s website via this link: www.kenyare.co.ke. Physical copies of the proxy form are also available at the following address: Image Registrars Limited offices, 5th Floor Absa Towers (formerly Barclays Plaza), Loita Street. A proxy must be signed by the appointor or his attorney duly authorized in writing, or, if the appointor is a company, either under seal, or under the hand of an officer or attorney duly authorized by the company. A completed form of proxy should be emailed to: kenyareshares@image.co.ke or delivered to Image Registrars Limited, 5th Floor Absa Towers (formerly Barclays Plaza), Loita Street, P.O. Box 9287 – 00100 GPO, Nairobi, so as to be received not later than **9th February 2026** at 11.00 a.m. Any person appointed as a proxy should submit his/her mobile telephone number or email address to the Company not later than Monday **9th February 2026** at 11.00 am. Any proxy registration that is rejected will be communicated to the shareholder concerned no later than 3 pm **9th February 2026** to allow time to address any issues.

7. The SGM will be streamed live via a link which shall be provided to all shareholders who will have **successfully** registered to participate in the Special General Meeting. Duly registered shareholders and proxies will receive a short message service (SMS)/USSD prompt on their registered mobile numbers, 24 hours prior to the SGM acting as a reminder of the SGM. A second SMS/USSD prompt shall be sent one hour ahead of the SGM, reminding duly registered shareholders and proxies that the SGM will begin in an hours’ time and providing a link to the livestream.

8. Duly registered Shareholders and proxies **may access the SGM agenda** and follow the proceedings of the SGM **via** livestream platform. Duly registered Shareholders and proxies may vote (when prompted by the chairman) via the USSD prompts **as well as through the VOTE tab on the livestream link.**

9. **A poll shall be conducted for all the resolutions put forward on notice.**

10. Results of the SGM shall be published within 48 hours following conclusion of the SGM **on the Company’s website: www.kenyare.co.ke**



kenyare@kenyare.co.ke



kenyare.co.ke



Kenya Reinsurance



[kenya_re](https://twitter.com/kenya_re)