



DISCLOSURE AND REPORTING REQUIREMENTS FOR PRIVATE OFFERS OF SECURITIES AND RESTRICTED OFFERS

Section 30B of the Capital Markets Act requires submission of a Short Form Prospectus where an issue of securities or other capital raise is targeted at sophisticated investors or in case of a restricted offer, directly communicated to a prescribed category of persons. A Short Form Prospectus is also applicable for existing approved issuers who are in compliance with their continuous reporting and disclosure obligations, thereby affording them an opportunity to make disclosures of only relevant material changes in a manner that is quicker and more cost effective.

In the case of private offers falling under Section 30c of the Capital Markets Act and Regulation 21 of the Capital Markets (Securities) (Public Offers, Listing and Disclosures) Regulations 2002, an Information Notice is required to be submitted to the Authority.

The Authority, in consultation with the market and other relevant stakeholders, has developed guidance checklists for the preparation of Short Form Prospectus and Information Notices. Issuers of private offers of securities and restricted public offers, including private Commercial Papers, are therefore notified that it is mandatory to submit a **Short Form Prospectus** or **Information Notice** as the case may be.

The checklists are available on our website – www.cma.or.ke