Company Response Disputing Separation of Directorship and Employment

Educational sample 173 | Nairobi

Educational reconstruction from a reported Kenyan judgment. This is newly drafted text, not an original court filing and not a matter handled by our team. Identifying details are replaced with bracketed fields. Verify the facts, current law, jurisdiction and court directions before signing, swearing or filing.

Reconstructed formal document

REPUBLIC OF KENYA

IN THE EMPLOYMENT AND LABOUR RELATIONS COURT AT NAIROBI

CAUSE CIVIL SUIT OR APPLICATION NO [correct reference]

[CLAIMANT PLAINTIFF OR APPELLANT] v [RESPONDENT OR DEFENDANT]

STATEMENT OF RESPONSE

1. The Respondent admits the Claimant received salary and was issued employment disciplinary notices, to the extent shown by the records. It identifies corporate appointments and the contract of service separately, and answers the pleaded allegations [references].

2. The historical defence alleges that withdrawal of the guarantee contradicted the board and sabotaged the company. The actual guarantee, board resolution and evidence of any lost finance are [identify available records]. Withdrawal as shareholder cannot simply be relabelled employee misconduct.

3. The Respondent states that notice, hearing and appeal were provided. It must identify preparation time, records disclosed, representations considered and the decision-makers' roles. Meeting the employer's deadline does not prove that the deadline was reasonable.

4. Unproved salary balances, allowances, bonus and leave claims are denied with reference to payroll and contract terms. Any limitation objection is particularized by accrual date and statutory basis. The company does not assume a corporate resignation necessarily ended employment earlier.

5. The historical dismissal defence failed, though several additional monetary prayers were refused. A new response must address the capacity distinction and effective hearing requirements on admissible evidence. The Respondent seeks only relief supported by its actual defence and court directions.

DATED at [place] on [date]. Signed [party or advocate]. DRAWN AND FILED BY [name and address for service]. TO BE SERVED UPON [each affected party and address].

Use and evidence notes

Answer the claim by numbered admission or denial and state the actual factual and legal grounds. Under ELRC rule 29, check the twenty-eight-day response period from service, any shorter urgent direction, and the accompanying witness and documentary evidence under rule 35. A historical defence marked unsuccessful is not approved advice. New affirmative relief or counterclaims require proper pleading. Applicable rules: ELRC Procedure Rules 2024, amended by Legal Notice 78 of 2025; verify current court directions.

Supporting material schedule: [document date]; [author or custodian]; [description]; [bundle page]; [authenticating witness]; [admission or permission]. Attach only genuine available records and mark missing records accurately.

Source and procedural limits

An Operations Director was also a corporate director and shareholder. He withdrew a personal bank guarantee in the corporate capacity; the employer alleged sabotage and insubordination. Short response and hearing deadlines, missing investigation material and a conflicted appeal were disputed. Employment records, payroll and corporate records showed distinct capacities. The loan was disbursed. The reported text contains inconsistent filing and dismissal dates, which must be checked against the originals.

The Court found the dismissal substantively and procedurally unfair. It awarded five months of gross salary calculated using the average of January, February and March 2021, subject to statutory deductions, and costs. It refused unproved unpaid salary, fuel and telephone allowances, eight-year bonus, unspecified leave and punitive damages. The claimed computation figure was not proved; historical payslips did not establish the final salary.

Employment Act sections 41, 43, 45, 47(5) and 49 govern termination; corporate office and employment must be proved separately. A disciplinary paper trail is insufficient if preparation time, evidence access and hearing are ineffective. Do not assume all director disputes belong in ELRC, add a new accusation without notice, or adopt unproved salary. Current filing procedure and section 90 limitation remain separate questions.

[2026] KEELRC 783 (KLR) — 18 March 2026. Original judgment: https://sheriahub.com/cases/ke/caselaw/rao-v-shreeji-chemicals-limited-2026-keelrc-783-klr

The original decision may identify participants. The specimen replaces their identifying details. A source decision is not proof that a draft was filed, that an allegation succeeded, or that the same result will follow in another case.