



NASCON Allied Industries Plc

Notice of 2021 Annual General Meeting

NOTICE IS HEREBY GIVEN that the Annual General Meeting (AGM) of NASCON Allied Industries Plc. for the year ended 31st December 2021 will hold on Friday 3rd June 2022, at the Civic Center, Ozumba Mbadiwe Road, Victoria Island, Lagos at 11.00 a.m. to transact the following business:

Ordinary Business

- To lay before the Meeting, the Audited Financial Statements for the Year Ended 31 December 2021, as well as the Reports of the Directors, the Auditors and the Statutory Audit Committee.
- To declare a dividend.
- To appoint Mr. Thabo Mabe as a Director and to re-elect the following Non-Executive Directors who are retiring by rotation and have offered themselves for re-election:
 - Mrs. 'Yemisi Ayeni,
 - Mrs. Halima Aliko-Dangote
 - Mrs. Fatima Wali-Abdurrahman
- To authorise the Directors to fix the remuneration of the Auditors.
- To elect shareholders' representatives on the Statutory Audit Committee.
- To disclose the remuneration of managers.

Special Business

- To fix the remuneration of the Directors.
- To grant the Company a general mandate in compliance with the rules of the Nigerian Exchange Limited (NGX), to procure goods, services and financing, and enter into such transactions necessary for its day-to-day operations with related parties or interested persons on normal commercial terms.
- Following the recommendation of the Board of Directors, as well as in compliance with the Companies and Allied Matters Act (CAMA) 2020 and the Companies Regulations 2021, to consider and, if thought fit, pass the following resolutions:
 - To cancel the unissued shares of the Company amounting to 1,350,561,622 shares of 50 kobo each.
 - To amend the Company's Memorandum and Articles of Association to reflect the revised share capital, being N1,324,719,189 divided into 2,649,438,378 ordinary shares of 50 kobo each.
 - To authorise the Board of Directors to take all actions required to effect the cancellation of the unissued shares.

Notes:

- A. Preparation:** In view of the COVID-19 pandemic, attendance at the AGM shall only be by proxy. The Company has obtained the approval of the regulators to hold the AGM by proxy and has taken various steps to ensure the safety of attendees and compliance with the guidelines. These include the provision of sanitisers, masks and gloves at the venue, as well as the checking of temperatures and ensuring social distancing between attendees.
- B. Proxies:** A proxy form is included in the Annual Report and available on the Company's website (www.nasconplc.com). All instruments of proxy shall be at the expense of the Company and must be deposited at the Company's office at 15B Ikosi Road, Oregon, Lagos State or the office of the Registrars, Meristem Registrars and Probate Services Limited, at 213, Herbert Macaulay Way, Yaba, Lagos (or contact@meristemng.com), not later than 48 hours before the time scheduled for holding the meeting. A member entitled to attend and vote at the AGM is advised to select from

the following proxies to attend and vote in his/her/its stead:

- Mrs. 'Yemisi Ayeni
- Mr. Thabo Mabe
- Mrs. Fatima Aliko-Dangote
- Mr. Olakunle Alake
- Mrs. Halima Aliko-Dangote
- Mr. Abdu Dantata
- Mr. Sada Ladan-Baki
- Prof. Chris Ogbechie
- Mr. Knut Ulvmoen
- Mrs. Fatima Wali-Abdurrahman
- Mrs. Bisi Bakare
- Mr. Nornah Awoh
- Mr. Adeolu Akinsanya
- Mrs. Ganiat Adetutu Siyanbola
- Mr. Owolabi Peters

C. Closure of Register of Members: The Register of Members and Transfer Books of the Company will be closed on Friday 6th May 2022 to enable the Registrar update its records.

D. Payment of Dividend: If the shareholders approve the dividend recommended by the Directors at the Annual General Meeting, dividend will be paid on Monday 6th June 2022 to shareholders whose names appear in the Register of Members at the close of business on Thursday 5th May 2022.

E. E-Dividend Registration: Notice is hereby given to all shareholders to open bank accounts, stockbroking accounts, and CSCS accounts to receive dividend payments electronically. A list of unclaimed dividends is available on the Company's website at www.nasconplc.com. Shareholders with unclaimed share certificates or unclaimed dividends should address their claims to the registrars, at Meristem Registrars and Probate Services Limited, 213, Herbert Macaulay Way, Yaba Lagos, (or contact@meristemng.com) or complete the shareholder e-mandate form in the Annual Report or at <https://meristemwealth.com/mandate-form>.

F. Nomination to the Statutory Audit Committee: In accordance with the Companies and Allied Matters Act 2020, a shareholder may nominate another shareholder for appointment as a member of the Statutory Audit Committee by giving notice to the Company Secretary at least 21 days before the Annual General Meeting.

G. Rights of Securities Holders to Ask Questions: Securities holders can ask questions at the Annual General Meeting and in writing before the meeting. Questions should be submitted to the Company Secretary at the Company's office up to one week before the Annual General Meeting.

H. Electronic Annual Report: The electronic version of the Annual Report will be available online from the Company's website - www.nasconplc.com. Shareholders who have provided their email addresses to the Registrar will receive the electronic version of the Annual Report via email.

I. Live streaming: The Annual General Meeting will be streamed live from the Company's website (www.nasconplc.com) and YouTube channel (www.youtube.com/dangotegroup).

By the Order of the Board of Directors.

A. A. SAMUEL
Company Secretary
FRC/2016/NBA/00000015291
NASCON Allied Industries Plc
15B Ikosi Road,
Oregon, Lagos State



NASCON Allied Industries Plc is a member of the Dangote Group of Companies