

# NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 3<sup>rd</sup> Annual General Meeting ('AGM') of Access Holdings Plc ('the Company') will hold at Harbour Point Hall, No. 4, Wilmont Point Road, Off Ahmadu Bello Way, Victoria Island, Lagos, on Thursday, May 15, 2025, at 10.00 a.m. to transact the following business:

## A. ORDINARY BUSINESS/ORDINARY RESOLUTIONS

1. To receive the Company's Audited Financial Statements for the year ended December 31, 2024, and the Reports of the Directors, Auditors, Board Evaluation Consultants and Audit Committee thereon.
2. To declare a final dividend.
3. To re-elect Mr. Abubakar Jimoh as an Independent Non-Executive Director.
4. To re-elect Mrs. Fatimah Bello-Ismail as an Independent Non-Executive Director.
5. To authorise the Directors to fix the remuneration of the Auditor for the 2025 financial year.
6. To disclose the remuneration of the managers of the Company in line with the provisions of the Companies and Allied Matters Act, 2020.
7. To elect/re-elect members of the Statutory Audit Committee.

## B. SPECIAL BUSINESS

8. That in compliance with the Rule of the Nigerian Exchange Limited governing transactions with Related Parties or Interested Persons, the Company and its related entities ("The Group") be and are hereby granted a General Mandate in respect of all recurrent transactions entered into with a related party or interested person, provided such transactions are of a revenue or trading nature or are necessary for the Company's day-to-day operations. This Mandate shall commence on the date on which this resolution is passed and shall continue to operate until the date on which the next Annual General Meeting of the Company is held.

## NOTES

### 1. Proxy

A member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote in his stead. A proxy needs not also be a member. A proxy form is attached to the Notice, and it is valid for the purpose of the meeting. All instruments of proxy should be duly stamped at the Stamp Duties Office and deposited at the office of the Registrars, Coronation Registrars Limited, Plot 09, Amodu Ojikutu Street, Off Saka Tinubu Street, Victoria Island, Lagos or via e-mail at [clients@coronationregistrars.com](mailto:clients@coronationregistrars.com) not later than 48 hours prior to the time of the meeting.

In the case of Joint Shareholders, the signature of any one of them will suffice, but the names of all the Joint Shareholders must be stated.

If the shareholder is a company, the proxy form must be under the Common Seal or under the hand of the same officer or attorney duly authorised by the company to act on its behalf.

### 2. Live Streaming Link

The AGM will be streamed live online to enable shareholders and other stakeholders who will not be attending the meeting in person to follow the proceedings. The live streaming link for the meeting will be available on the Company's website at <https://www.accessholdingsplc.com> in due course.

### 3. Dividend Payment

If the Final Dividend recommended by the Directors is approved, it will be payable on May 15, 2025 to shareholders whose names appear in the Register of Members at the close of business on April 29, 2025. Shareholders who have completed the e-dividend mandate forms will receive direct credit of the dividend into their bank accounts on the date of the Annual General Meeting.

### 4. E-Dividend

Shareholders are kindly requested to update their records and advise the Registrar, Coronation Registrars Limited, of their updated records and relevant bank account details for payment of dividend. Detachable forms in respect of mandate for e-dividend payment, unclaimed dividend/stale warrants and shareholder's data update are attached to the Annual Report for convenience.

The forms can also be downloaded from the Company's website at <https://www.accessholdingsplc.com/investor> or Coronation Registrars Limited's website at <https://coronation.ng/institutional/about-us/registrars/>

The completed forms should be returned to Coronation Registrars Limited, Plot 09, Amodu Ojikutu Street, Off Saka Tinubu Street, Victoria Island, Lagos or to any branch of Access Bank Plc or the Company's Head Office, Plot 14/15 Prince Alaba Oniru Street, Oniru Estate, Victoria Island, Lagos, or e-mailed to [Shareholderservices@accessbankplc.com](mailto:Shareholderservices@accessbankplc.com) and [clients@coronationregistrars.com](mailto:clients@coronationregistrars.com)

### 5. Unclaimed Dividend Warrants

Shareholders are hereby informed that a list of all unclaimed dividend will be uploaded on the Company's website at <https://www.accessholdingsplc.com>. Any shareholder affected by this notice is advised to contact Coronation Registrars Limited at Plot 09, Amodu Ojikutu Street, Off Saka Tinubu Street, Victoria Island, Lagos, or via email at [clients@coronationregistrars.com](mailto:clients@coronationregistrars.com)

## 6. Closure of Register of Members

The Register of Members and Transfer Books of the Company will be closed on April 30, 2025 to enable the Registrar to prepare for the payment of dividend.

## 7. Election/Re-election of Directors

The following Directors are being proposed for re-election:

- a. Mr. Abubakar Jimoh is being proposed for re-election as an Independent Non-Executive Director.
- b. Mrs. Fatimah Bello-Ismail is being proposed for re-election as an Independent Non-Executive Director.

The profiles of the Directors for re-election are contained in the Annual Report.

## 8. E-Annual Report

The electronic version of the Annual report is available at the Company's website at <https://www.accessholdingsplc.com>. Shareholders who have provided their email details to the Registrar will receive the electronic version of the Annual Report via email. Additionally, Shareholders who are interested in receiving the electronic version of the Annual Report may request via e-mail to [clients@coronationregistrars.com](mailto:clients@coronationregistrars.com) or [groupcompanysecretariat@theaccesscorporation.com](mailto:groupcompanysecretariat@theaccesscorporation.com).

## 9. Questions from Shareholders

Shareholders and other holders of the Company's securities reserve the right to ask questions not only at the meeting but also in writing prior to the meeting on any item contained in the Annual Report and Accounts. Please send questions, comments or observations to the Group Company Secretariat, Access Holdings Plc, Plot 14/15, Prince Alaba Oniru Street, Oniru Estate, Victoria Island, Lagos or by e-mail to [groupcompanysecretariat@theaccesscorporation.com](mailto:groupcompanysecretariat@theaccesscorporation.com) not later than May 8, 2025. Questions and answers will be presented at the Annual General Meeting.

## 10. Voting By Interested Persons

In line with the provisions of Rule 20.8 (h) Rules Governing Related Party Transaction of Nigerian Exchange Limited, interested persons have undertaken to ensure that their proxies, representatives, or associates shall abstain from voting on resolution 8 above.

## 11. Statutory Audit Committee

The Audit Committee consists of 3 shareholders and 2 Directors. In accordance with S.404(6) of the Companies and Allied Matters Act, 2020, any member may nominate a shareholder for election as a member of the Audit Committee by giving notice in writing of such nomination to the Company Secretary at least 21 days before the Annual General Meeting.

Kindly note that by virtue of the provisions of the Nigerian Code of Corporate Governance, 2018 and the Companies and Allied Matters Act, 2020, all members of the Statutory Audit Committee should be financially literate and at least one member must be a member of a professional accounting body in Nigeria established by an Act of the National Assembly and be knowledgeable in internal control processes. **Pursuant to Section 26(3) of the Financial Reporting Council of Nigeria Audit Regulations 2020, all nominations to the Audit Committee shall be accompanied with evidence of registration of the nominees with the Financial Reporting Council of Nigeria.**

In view of the foregoing, nominations to the Statutory Audit Committee should be supported by relevant credentials of the nominees.

## 12. Website

A copy of this Notice and other information relating to the meeting can be found at <https://www.accessholdingsplc.com/investors>.

Dated this 22<sup>nd</sup> Day of April 2025.

BY THE ORDER OF THE BOARD.



### Sunday Ekwochi

Group Company Secretary  
14/15, Prince Alaba Abiodun Oniru Road  
Oniru Estate, Victoria Island, Lagos State.  
FRC/2013/NBA/00000005528