



## NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 39th Annual General Meeting of Capital Hotels Plc. will be held at 12.00 noon on Wednesday, 27 May, 2020 at Sheraton Abuja Hotel, Abuja for the following purposes:

### ORDINARY BUSINESS:

1. To receive and consider the Audited Financial Statements for the year ended 31 December, 2019 and the report of the Directors, Auditors and Audit Committee thereon;
2. To declare a dividend
3. To re-elect Directors;
4. To elect members of the Audit Committee;
5. To authorize the Directors to fix the remuneration of the Auditors.

### Notes

#### 1. Proxies:

A member entitled to attend and vote at this meeting is entitled to appoint a proxy or proxies to attend and vote instead of him. A proxy need not be a member of the Company. The Proxy Form must be stamped by the Commissioner for Stamp Duties. Valid Proxy Forms must be lodged with the Registrars not later than 48 hours before the time fixed for the meeting.

#### 2. Proposed Dividend:

A final dividend of 5k per share, subject to appropriate withholding tax and approval will be paid to shareholders whose names appear in the Register of Members as at the close of business on Friday 17 April 2020

#### Dividend Payment Date

On the 03 June 2020, dividends will be paid electronically to shareholders whose names appear on the Register of Members as at Friday 17 April, 2020, and who have completed the e-dividend registration and mandated the Registrar to pay their dividends directly into their Bank Accounts.

#### e-Dividend Registration

Shareholders who are yet to complete the e-dividend registration are advised to download the Registrar's E-Dividend Mandate Activation Form, which is also available on Cardinalstone-e-dividend-Mandate-Form.html, complete and submit to the Registrar or their respective banks.

#### Unclaimed Dividend Warrants and Share Certificates

Shareholders with dividend warrants and share certificates that have remained unclaimed, or are yet to be presented for payment or returned for validation are advised to complete the e-dividend registration or contact the Registrar.

80 Annual Report & Accounts 2019

#### 3. Audit Committee:

In accordance with Section 359(5) of the Companies and Allied Matters Act (CAMA) Cap C20 LFN 2004, any member may nominate a shareholder as a member of the Audit Committee by giving notice in writing of such nomination to the Secretary of the Company at least 21 days before the date of the Annual General Meeting.

#### 4. Closure of Register:

The Register of Shareholders will be closed from Monday 20 April 2020 to Friday 24 April, 2020, both days inclusive.


#### 5. Rights of Securities' Holders to ask Questions:

Securities Holders have a right to ask questions not only at the meeting but also in writing prior to the meeting, and such questions must be submitted to the Company on or before 23rd day of May, 2020.

#### 6. Website

A copy of this Notice and other information relating to the meeting can be found on the Company's website at [www.capitalhotelsng.org](http://www.capitalhotelsng.org)

### BY ORDER OF THE BOARD

  
Alex Ugwuanyi  
FRC/2017/NBA/00000016473  
For Ifebunandu & Co.  
Company Secretary  
11<sup>th</sup> March, 2020.



**PROXY FORM**

39<sup>th</sup> ANNUAL GENERAL MEETING TO BE HELD AT THE SHERATON ABUJA HOTEL, ABUJA ON WEDNESDAY 27 MAY, 2020 AT 12 NOON

I/WE .....

A member /members of the above company do hereby appoint\* .....

Or failing him, the Chairman as my/our proxy to attend and to vote on my/our behalf at the 2019 Annual General Meeting of the Company to be held on the 27 of May, 2020

Dated this.....Day of .....2020

RESOLUTIONS		For	Against
1.	To receive and consider the 2018 Report and Accounts		
2.	To declare a dividend		
3.	To elect/re-elect Directors CHIEF A. IDIGBE, SAN MR. AKPOFURE IBRU MR. TOKE ALEX-IBRU		
4.	To elect members of the Audit Committee		
5.	To authorize the Directors to fix the remuneration of the Auditors		

**NUMBER OF SHARES**

Please indicate with "X" in the appropriate square how you wish your vote(s) to be cast on the Resolutions set out above. Unless otherwise instructed, the proxy will vote or abstain from voting at his discretion.

	Notes
1.	Before posting the above proxy form, please tear off this part and retain it. A person attending the Annual General Meeting of the Company or his proxy should produce this slip to the meeting.
2.	A member of the Company WHO is entitled to attend and vote at the Annual General Meeting, is entitled to appoint a proxy to attend and to vote instead of him, and in this case, the above may be used to appoint a proxy.
3.	Following the current practice, the Chairman of the Company has been entered on the form to ensure that someone will be at the meeting to act as your proxy, but you may insert in the blank space on the form (marked *) the name of any person whether a member of the Company or not, who will attend the meeting and vote on your behalf instead of the Chairman.
4.	The above proxy form, when completed, must be deposited at the office of the Registrars, Cardinal Stone Registrars Limited, 358, Herbert Macaulay Road, Yaba, Lagos, not later than 1.00 pm, Monday 25th May, 2020
5.	It is the requirement of the law under the Stamp Duty Act Cap 411 Laws of Federation of Nigeria, that any instrument of proxy to be used for the purpose of voting by any person entitled to vote at any meeting of shareholders must bear a stamp duty of three (3) kobo (impressed and not adhesive postage stamps).
6.	If the proxy form is executed by a Corporation, it should be sealed under its Common Seal or under the hand seal of its attorney.
<i>Before posting the above form, please cut off this part and retain it for admission to the meeting.</i>	

**ADMISSION SLIP OF CAPITAL HOTELS PLC**

PLEASE ADMIT THE SHAREHOLDER NAMED ON THIS SLIP, OR HIS DULY APPOINTED PROXY TO THE 39<sup>TH</sup> ANNUAL GENERAL

MEETING TO BE HELD AT THE SHERATON ABUJA HOTEL, ABUJA ON WEDNESDAY 27 MAY, 2020 AT 12 NOON

Name of Shareholder.....

Number of Shares Held.....Signature of Shareholder.....

Signature of person attending.....

Note:

You are required to sign this form at the entrance in the presence of the Registrar on the day of the Annual General Meeting.

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The Registrars,  
Cardinal Stone Registrars;  
358 Herbert Macaulay Road,  
Yaba - Lagos

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