

Lagos Office:

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Okomu – Udo, Ovia South West L.G.A

P.M.B. 1449, Benin City.

Edo State, Nigeria.

E-Mail: okomuinfo@okomunigeria.com, compsec@okomunigeria.com

Web: www.okomunigeria.com

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 43rd Annual General Meeting of The Okomu Oil Palm Company Plc will be held at Lagos Marriott Hotel, 122 Joel Ogunnaike Street, Ikeja GRA, Lagos State, on **Thursday, 25th May 2023** at 11.00 am to transact the following:

ORDINARY BUSINESS

1. To lay before the members of the Company the Audited Financial Statements of the Company for the financial year ended 31 December 2022, together with the reports of the Directors, Auditors, and Audit Committee thereon.

2. To declare a dividend

3. To elect/re-elect Directors

Pursuant to Section 282 of the Companies and Allied Matters Act, 2020, the company received special notices:

- **“That Mr. Hubert Fabri who is 71 years old be re-elected as a Director of the Company”** and
- **“That Mr. Peter Eguasa who is 72 years old be re-elected as a Director of the Company”**

4. To authorize the Directors to fix the remuneration of the Auditors

5. To elect members of the Audit Committee

6. To disclose the remuneration of Managers

SPECIAL BUSINESS

7. To fix the remuneration of the Directors

NOTES:

1. Proxy

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 vote in his/her/its stead. A proxy need not be a member of the company. A blank proxy form is attached to this Annual Report. For the appointment of a proxy to be valid, the executed proxy form should be deposited at the office of the Company's Registrar, Cardinalstone Registrars Ltd, 335/337, Herbert Macaulay Road, Yaba, Lagos not later than 48 hours before the time of the meeting. The Company has made arrangements, at its cost, for stamping the duly completed and signed instruments of Proxy.

2. Closure of Register and Transfer Books

Notice is hereby given that the register of members and transfer books of the company will be closed from Tuesday 25th April to Friday 28th April 2023 (both days inclusive) to enable the Registrar to prepare for the payment of any dividends.

3. Payment of Dividend

The Board of Directors has recommended a final dividend of N12.00 per 50 kobo ordinary share for approval by shareholders. If approved at the meeting, the dividend will be paid via e-mandate on Thursday, 25th May 2023, to shareholders whose names appear in the register of members at the close of business on Monday 24th April 2023.

4. E- Annual Report

The electronic version of the Annual Report is available online for viewing and download at our website www.okomunigeria.com. Shareholders who have provided their email addresses to the Registrar will receive the electronic version of the Annual Report via email. Furthermore, shareholders who are interested in receiving the electronic version of the Annual Report are kindly required to request via email to raymond.akokota@cardinalstone.com.

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5. E-Dividend

Notice is hereby given to all shareholders to open bank accounts for the purpose of dividend payment. A detachable e-dividend mandate form is included in the Annual Report to enable shareholders to furnish particulars of their accounts to the Registrar. The e-dividend mandate form is also available on the website of our Registrar: www.cardinalstoneregistrar.com

6. Unclaimed Dividends

Several dividend warrants remain unclaimed or are yet to be presented for payment or returned to the Registrars for revalidation. The list of such shareholders will be circulated with the Annual Report and can also be accessed on our website. Shareholders affected are advised to contact the Company's Registrar, Cardinalstone Registrars Ltd, 335/337 Herbert Macaulay Way, Yaba, Lagos.

7. Nomination for the Audit Committee

In accordance with section 404(6) of the Companies and Allied Matters Act 2020, any member may nominate a shareholder 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.

8. Rights of Shareholders to Ask Questions

Shareholders have a right to ask questions not only at the meeting, but also in writing prior to the Meeting, and such questions should be submitted to the Company Secretary at the Company's head office or via email (eomerole@okomunigeria.com) not later than the 18th of May 2023.

9. Live streaming of the AGM

The AGM will be streamed live. This will enable shareholders who will not attend physically to follow the proceeding. The link for the AGM streaming will be available on the Company's website at www.okomunigeria.com.

Dated this 3rd day of May 2023.

BY ORDER OF THE BOARD



Mr. Chukwuebuka A. Omerole

P.C. Obi & CO.

Company Secretary

FRC/2022/PRO/NBA/00000024073

Registered office:

Okomu Oil Palm Company plc Estate

Okomu-Udo, Ovia South West L.G.A,

Edo State



Proxy Form

THE OKOMU OIL PALM COMPANY PLC

I/We* _____

the undersigned being member/members of the OKOMU OIL PALM COMPANY PLC hereby appoint* _____ as my/our proxy to vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on 25th May 2023 and at any adjournment thereof. Unless otherwise instructed, the proxy will vote or abstain from voting as he thinks fit.

Dated this _____ day of _____ 2023

Signature _____

NOTES

1. This form of proxy together with the power of attorney of other authority, if any, under which it is signed or a notorially certified copy thereof must reach the Registrars Cardinalstone Limited, 335/337, Herbert Macaulay Way, Yaba, Lagos not later than 48 hours before the time of the meeting.
2. Where the appointee is a corporation, this form may be under seal or under hand of an officer or attorney duly authorized.
3. This proxy will be used only in the event of a poll being directly demanded.
4. In the case of joint holders, the signature of any of them will suffice, but the name of all joint holders should be shown.
5. The company shall bear the costs of the stamp duty for this proxy.

THE PROXY WILL VOTE (OR ABSTAIN FROM VOTING) AS HE THINKS FIT IN RESPECT OF ANY OTHER BUSINESS PROPOSED AT THE MEETING OF THE OKOMU OIL PALM COMPANY PLC. RC 30894 (43rd ANNUAL GENERAL MEETING) TO BE HELD AT LAGOS MARRIOTT HOTEL, 122 JOEL OGUNNAIKE STREET, IKEJA GRA, LAGOS STATE, ON THURSDAY, 25TH MAY 2023.

I/We desire this proxy to be used in favour of/or against the resolution as indicated alongside. Strike out whichever is not desired.

ORDINARY BUSINESS		
RESOLUTION	FOR	AGAINST
To declare a dividend		
To re-elect Mr. Hubert Fabri		
To re-elect Mr. Peter Eguasa		
To re-elect Mr. Asue Ighodalo		
To authorize the Directors to fix the Auditors' remuneration		
To elect shareholders' representatives on the Audit Committee		
To disclose the remuneration of Managers		
SPECIAL BUSINESS		
To fix the remuneration of Directors		

Please indicate with "X" in the appropriate box how you wish your vote to be cast on the resolutions set out above. Unless otherwise instructed, the proxy will vote or abstain from voting at his/her discretion.

 **Before posting the above form, please tear off this part and retain it.**

ADMISSION CARD

THE OKOMU OIL PALM COMPANY PLC, RC. 30894

Number of Shares held _____

Please admit the duly appointed proxy to the Company's 43rd Annual General Meeting to be held at LAGOS MARRIOTT HOTEL, IKEJA GRA, LAGOS STATE, on Thursday, 25th May 2023 at 11.00 am

Name of Shareholder:* _____ Signature: _____

Name of Proxy: ** _____ Signature: _____

A member (Shareholder) entitled to attend and vote is entitled to appoint a proxy to attend and vote in his stead. The Proxy Card has been prepared to enable you to exercise your right to vote.

IMPORTANT: Please insert your name in block capitals on this proxy form (marked*). Insert the name of any one of the above-stated persons who will attend the meeting and vote on your behalf in the blank space (Marked).**