



# MRS OIL NIGERIA PLC

## NOTICE OF 50TH ANNUAL GENERAL MEETING

Notice is hereby given that the Fiftieth Annual General Meeting of MRS Oil Nigeria Plc., will be held at the Federal Palace Hotel, 6-8 Ahmadu Bello Way, Victoria Island, Lagos, Nigeria, on Wednesday, August 7, 2019 at 11: 00 a.m. to transact the following business: -

**1. Ordinary Business:**

- i. To lay the Audited Financial Statements for the year ended 31 December 2018, the Report of the Directors together with the Audit Committee and Auditors Report thereon.
- ii. To elect/re-elect Directors under Articles 90, 91 and 95 of the Company's Articles of Association.
- iii. To authorize the Directors to fix the remuneration of the Auditors.
- iv. To elect the Members of the Audit Committee.

**2. Special Business:**

- i. To fix the remuneration of the Directors.
- ii. To consider and if thought fit, pass the following resolution as an Ordinary Resolution:

“Subject to the Nigerian Stock Exchange post listing rules, (The Rules Governing Transactions with Related Parties or Interested Persons), a General Mandate be and is hereby given to enable the Company enter into recurrent interested or related party transactions, provided that such transactions are of earnings, or a trading nature and are necessary for, or incidental to the Company's business operations.”

- iii. And that pursuant to the General Mandate:

The Directors be and are hereby authorized by this Ordinary Resolution, to complete and do all such acts and things (including the execution of all such documents as may be required) to give effect to the Company's transactions.

**NOTES: -**

**1. Proxy:**

A Member of the Company entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy in his/her stead. A proxy need not be a member of the Company. All instruments of proxy should be duly stamped by the Commissioner of Stamp Duties and deposited at the Registrar's Office, First Registrars & Investor Services Limited, plot 2, Abebe Village Road, Iganmu, Lagos, not later than 48 hours before the time for holding the Meeting. A corporate body being a member of the Company is required to execute a proxy under seal.

**2. Shareholders Right to Ask Questions:**

Prior to the Meeting, Members have a right to ask questions regarding concerns or observations that may arise from the 2018, Annual Report and Accounts, in writing and during the Annual Meeting. Provided, that the question in writing shall be submitted to the Company, not later than July 24, 2019. The 2018 Annual Report and Accounts of the Company is available on the Company's website at [www.mrsoilnigplc.net](http://www.mrsoilnigplc.net).

**3. Register of Members and Transfer Books:**

The Register of Members and Transfer Books of the Company will be closed from July 9, 2019 through July 12, 2019 (both dates inclusive) to enable the preparation of an up to date Register.

**4. Nomination for the Audit Committee:**

In accordance with section 359(5) of the Companies and Allied Matters Act, CAP C.20, LFN 2004, any member may nominate a Shareholder as a member of the Audit Committee, by notice in writing of such nomination to the Company Secretary at least 21 days before the Annual General Meeting.

**5. Unclaimed Dividend Warrants and Share Certificates:**

Several Dividend warrants and share certificates remain unclaimed and are yet to be presented for payment or returned to the Company for revalidation. A list of Members in the unclaimed Dividend booklet and the Annual Report and Accounts for the year ended 31 December, 2018 will be circulated to Shareholders. We therefore urge all Shareholders who are yet to update their contact details to kindly contact the Company's Registrar or the Company Secretary.

**BY THE ORDER OF THE BOARD**

**O.M. Jafojo (Mrs.) FCIS**

**Company Secretary**

**FRC NO: 2013/NBA/00000002311**

**Registered Office**

**2, Tin Can Island, Apapa, Lagos, Nigeria**



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**[www.mrsoilnigplc.net](http://www.mrsoilnigplc.net)**