

## **NOTICE OF THE 49<sup>TH</sup> ANNUAL GENERAL MEETING OF MEYER PLC**

**NOTICE IS HEREBY GIVEN** that the 49<sup>th</sup> Annual General Meeting of Meyer Plc will be held at Westwood Hotels, 22 Awolowo Road Ikoyi, Lagos State on Friday 9<sup>th</sup> July 2021 by 11am prompt to transact the following business:

### **Ordinary Business:**

1. To present the Audited Financial Statements for the year ended 31<sup>st</sup> December 2020 together with the reports of the Directors, Auditors and Audit Committee thereon.
2. To re-elect the following Directors retiring by rotation:
  - a. Mr. Kayode Falowo
  - b. Mr. Osa Osunde
3. To authorise the Directors to fix the remuneration of the Auditors.
4. To disclose the remuneration of Managers.
5. To elect members of the Statutory Audit Committee.

### **Special Business:**

1. To approve the remuneration of the Directors.

### **Notes:**

#### **(a) Proxy**

In view of the COVID-19 pandemic, attendance at the Annual General Meeting shall only be by proxy. A member entitled to attend and vote at the Annual General Meeting is advised to select from the underlisted proposed proxies, to attend and vote in his stead:

1. Mr. Kayode Falowo
2. Mr. Olutoyin Okeowo
3. Erelu Angela Adebayo
4. Sir Sunny Nwosu (KSS)
5. Dr. Faruk Umar
6. Chief Timothy Adesiyon
7. Alhaja Ayodele Kudaisi

In line with the Corporate Affairs Commission's guideline for meeting by Proxy, the Company has made arrangements, at its cost, for stamping of all duly completed and signed proxy forms submitted to the Registrars within the stipulated time.

All instruments of proxy must be deposited at the office of the Registrar, Greenwich Registrars & Data Solutions Limited 274, Murtala Muhammed Way, Alagomeji, Yaba, Lagos or via email at [proxy@gtlregistrars.com](mailto:proxy@gtlregistrars.com) not later than 48 hours before the time fixed for the Annual General Meeting. A blank proxy form is supplied in the Annual Reports and may also be downloaded from the Company website at [www.meyerpaints.com](http://www.meyerpaints.com).



**(b) Audit Committee Members**

In accordance with Section 404(3) of the Companies and Allied Matters Act 2020, the Audit Committee shall consist of 5 members (three (3) shareholders and two (2) Non-Executive Directors). Section 404(6) of the Act provides that any shareholder may nominate another shareholder for election as a member of the Audit Committee by giving notice in writing of such nomination to the office of the Company Secretary, Marriot Solicitors, 15E Muri Okunola Street, off Ajose Adeogun Street Victoria Island Lagos at least twenty-one (21) days before the Annual General Meeting.

The Financial Reporting Council's Code of Corporate Governance provides that all members of the Audit Committee should be financially literate and be able to read and understand financial statements. Consequently, a detailed curriculum vitae of the nominee's qualification should be submitted with each nomination.

**(c) Live Streaming of AGM**

To enable shareholders and other stakeholders who will not be attending physically to follow the proceedings, the AGM will be streamed live. The link for the AGM live streaming will be made available on the Company's website at [www.meyerpaints.com](http://www.meyerpaints.com)

**(d) Closure of Register of Members**

The Register of Members and transfer of books will be closed between 21<sup>st</sup> June 2021 to 25<sup>th</sup> June 2021 (both dates inclusive) for the purpose of preparing an up-to-date Register.

**(e) Unclaimed Dividend Warrants**

A number of dividend warrants have remained unclaimed or are yet to be presented for payment or returned to the Company for revalidation. Affected Shareholders are advised to kindly contact Greenwich Registrars & Data Solutions Limited 274, Murtala Muhammed Way, Alagomeji, Yaba, Lagos.

**(f) E-Annual Report**

The electronic version of the 2020 Annual Report is available at [www.meyerpaints.com](http://www.meyerpaints.com). In order to improve delivery of our Annual Report, we have inserted an Update form in the Annual Report and hereby request shareholders to complete the form by providing their contact and any other requested details and thereafter return same to the Registrars for further processing.

**(g) To re-elect Directors**

In accordance with the provisions of the Articles of Association of the Company regarding retirement of directors by rotation, the directors to retire by rotation are Mr. Kayode Falowo and Mr. Osa Osunde, who being eligible have offered themselves for re-election at the 49<sup>th</sup> Annual General Meeting.

**(h) 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 via email [info@meyerpaints.com](mailto:info@meyerpaints.com) not later than two weeks before the date of the meeting.

**(i) Profile of Directors**

The profile of all Directors is provided in the Annual Report and on the Company's website.

**DATED THIS 7<sup>TH</sup> DAY OF JUNE 2021**

A handwritten signature in black ink, appearing to be 'K. O. Kalu', written in a cursive style.

**BY ORDER OF THE BOARD**

Kalu O. Kalu Esq.  
FRC/2020/002/00000021788  
Company Secretary  
Marriot Solicitors  
15E Muri Okunola Street,  
Off Ajose Adeogun Street  
Victoria Island  
Lagos