



**Chams Holding Company Plc**

*...Providing Intelligent Business Solutions*

## **NOTICE OF THE 39<sup>TH</sup> ANNUAL GENERAL MEETING OF CHAMS HOLDING COMPANY PLC**

**NOTICE IS HEREBY GIVEN** that the Thirty-Ninth Annual General Meeting of CHAMS HOLDING COMPANY PLC (the “**Company**”) will hold virtually via <https://www.youtube.com/@chamsgroup/streams> on the 21<sup>st</sup> day of June, 2023, at 10.00 a.m. prompt to transact the following business:

### **ORDINARY BUSINESS**

1. To receive the Audited Financial Statements for the Year ended 31st December, 2022 and the Reports of the Directors, Auditor and Audit Committee thereon;
2. To elect/re-elect the following Directors.
  - i. **Election:**
    - a. To elect Sir Ayobola Abiola as a Non-Executive Director.
    - b. To elect Mr. Mohammed Bashir Yunusa as a Non-Executive Director.
    - c. To elect Mrs. Mayowa Olaniyan as the Group Managing Director of the Company.
  - ii. **Re-election:**
    - a. To re-elect Mr. Segun Oloketuyi retiring by rotation. The Director being eligible, offer himself for re-election.
    - b. To re-elect Mrs. Olamojiba Bakare retiring by rotation. The Director being eligible, offer herself for re-election.
3. To authorise the Directors to fix the remuneration of the Auditors.
4. To disclose the remuneration of Managers of the Company.
5. To elect Members of the Audit Committee.

### **SPECIAL BUSINESS**

To consider and if thought fit, to pass the following as ordinary resolutions:

6. “To approve Directors' remuneration.”

## **NOTES**

### **1. PROXIES**

A member entitled to attend and vote at the Annual General Meeting may appoint a proxy to attend and vote in his/her/its stead. A proxy need not be a member of the company. Consequently, members may nominate any of the Directors as proxy.

Executed proxy forms should be emailed to [info@firstregistrarsnigeria.com](mailto:info@firstregistrarsnigeria.com) or [ebusiness@firstregistrarsnigeria.com](mailto:ebusiness@firstregistrarsnigeria.com) or deposited at the office of the Registrars, No 2, Abebe Road, Iganmu, Lagos not later than 48 hours before the time of the meeting. A blank proxy form is included in the 2022 Annual Report & Accounts which will also be available on the Company's website: [www.chamsplc.com](http://www.chamsplc.com) and that of the Registrars, [www.firstregistrarsnigeria.com](http://www.firstregistrarsnigeria.com). The Company has made arrangements at its cost for stamp duty to be paid on the proxy forms.

### **2. VIRTUAL MEETING LINK**

Further to the provisions of the Business Facilitation (Miscellaneous Provisions) Act, section 240 (2) of the Companies and Allied Matters Act 2020 (CAMA) was amended to enable Public Companies conduct their General Meetings electronically. This Annual General Meeting will be held virtually. The Virtual Link for the Annual General Meeting will be sent to all Shareholders via email and will be available on the Company's website at [www.chamsplc.com](http://www.chamsplc.com).

### **3. CLOSURE OF REGISTER**

The Register of Members and Transfer book will be closed from 7<sup>th</sup> to 14<sup>th</sup> day of June, 2023 (both days inclusive) for the purpose of updating the Register of Members.

### **4. PROFILES OF DIRECTORS**

The profiles of all Directors are contained in the Annual Report and are also available for viewing on the Company's website, [www.chamsplc.com](http://www.chamsplc.com).

### **5. AUDIT COMMITTEE**

In accordance with Section 404(6) of the Companies and Allied Matters Act, 2020, any shareholder may nominate another shareholder for appointment to the Audit Committee by giving notice in writing of such nomination to the Company Secretary at least twenty-One (21) days before the Annual General Meeting.

### **6. ELECTRONIC VERSION OF THE ANNUAL REPORT AND ACCOUNTS**

Electronic versions of the 2022 Annual Report and Accounts are available online for viewing and download via the Company's website, [www.chamsplc.com](http://www.chamsplc.com) and that of the Registrar, [www.firstregistrarsnigeria.com](http://www.firstregistrarsnigeria.com).

## 7. UNCLAIMED DIVIDEND

A list of unclaimed dividends will be circulated with the Annual Report and Financial Statements. Any shareholder affected by this notice is advised to write or to visit the office of the Registrars, First Registrars & Investors Services Limited, 2 Abebe Village Road, Iganmu, Lagos during normal working hours or via the e-mail addresses, [info@firstregistrarsnigeria.com](mailto:info@firstregistrarsnigeria.com) or [ebusiness@firstregistrarsnigeria.com](mailto:ebusiness@firstregistrarsnigeria.com) to resolve any issue they may have with claiming the dividends.

## 8. RIGHTS OF SHAREHOLDERS TO ASK QUESTIONS

Shareholders have the 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 not later than the 19<sup>th</sup> day of June, 2022 via the email address: [info@chamsplc.com](mailto:info@chamsplc.com).

Dated this 22<sup>nd</sup> day of May, 2023

**BY ORDER OF THE BOARD**



YETUNDE EMMANUEL  
**Company Secretary**  
FRC/2018/NBA/00000018086  
*Chams Holding Company Plc*  
*8, Louis Solomon Close*  
*Victoria Island, Lagos*