

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**CWG PLC**  
**{RC No. 615619}**

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting of the Shareholders of **CWG PLC** will be held at Block 54A, Plot 10, Off Rufus Giwa Street, Off Adebayo Doherty Street, Off Admiralty Way Lekki Phase 1, Lagos on **Tuesday the 20<sup>th</sup> day of December 2022 at 10.00 a.m.** prompt to transact the following special business:

**Special Business**

To consider and if thought fit, pass the following, with or without modification as ordinary resolutions of the Company:

- a. "That pursuant to Section 131 and other applicable provisions, if any, of the Companies and Allied Matters Act (CAMA 2020), and Section 13 of the Companies Regulations 2021, the Authorized Share Capital of the Company be and is hereby reduced from **₦1,750,000,000** ordinary shares divided into 3,500,000,000 shares of **₦0.50k** each to **₦1,262,413,179.50** divided into 2,524,826,359 ordinary shares of **₦0.50k** each by the cancellation of the Company's unissued share capital of 975,173,641 (Nine Hundred and Seventy-five million, One Hundred and Seventy-three Thousand, Six Hundred and Forty-One) unissued ordinary shares of **₦0.50kobo** each;
- a. "That pursuant to Section 124 of CAMA 2020, the Company be and is hereby authorized to take all steps necessary to amend Clause 6 of the Memorandum of Association of the Company to comply with resolution (a) above to read: 'The Share Capital of the Company is **₦1,262,413,179.50** (One Billion, Two Hundred and Sixty Two Million, Four Hundred and Thirteen Thousand, One Hundred and Seventy Nine Naira Fifty Kobo) divided into 2,524,826,359 ordinary shares of **₦0.50** (fifty kobo) each"
- b. That the Directors be and are hereby authorized to enter into and execute agreements, deeds, notices or any other documents, and to perform all acts and to do all such other things necessary for or incidental to giving effect to Resolution (a) above, including without limitation, appointing such professional parties, consultants and advisers and complying with the directives of the regulatory authorities.

**Dated This 25<sup>th</sup> Day of November 2022**

**BY ORDER OF THE BOARD**



**DCSL Corporate Services Limited**  
**Company Secretaries**

**Notes:**

- Compliance with Government Directives on COVID 19 and related Guidelines: Please note that the Extraordinary General Meeting (EGM) will hold in compliance with all directives, regulations, measures and restrictions issued by the Federal Government of Nigeria, the National Centre for Disease Control and the Lagos State Government on gatherings and social distancing
- **Proxy:** Any member of the Company entitled to attend and vote at this meeting is also entitled to appoint a proxy to attend and vote in his/her stead. A proxy need not be a member of the Company. For the appointment of the proxy to be valid, a Proxy Form must be completed and deposited at the office of the Company's Registrar, Cordros Registrars, 70 Norman Williams Street Ikoyi Lagos not later than 48 hours before the time fixed for the meeting. A blank Proxy Form may be downloaded from the Company's website at [www.cwg-plc.com](http://www.cwg-plc.com)
- **Stamping of Proxy:** The Company has made arrangement at its cost, for the stamping of the duly completed and signed Proxy Forms submitted to the Company's Registrars within the stipulated time.
- **Online Streaming Of AGM:** The EGM will be streamed live online. This will enable Shareholders and other stakeholders who will not be attending physically to follow the proceedings. The link for the EGM online live streaming will be made available on the Company's YouTube Channel at [https://www.youtube.com/cwgafrica?uid=FLAvVjxEbBru49o\\_NllukQ](https://www.youtube.com/cwgafrica?uid=FLAvVjxEbBru49o_NllukQ)
- **Rights of Security Holders to Ask Questions:** In compliance with Rule 19.12(c) of the Nigerian Exchange Limited's Rulebook, a member and other Security Holders of the Company have a right to ask questions not only at the Extraordinary General Meeting, but also in writing prior to the Meeting, and such questions must be submitted at least one week before the meeting.

