

Directors

Folasope Aiyesimoju <small>Chairperson</small>	Bolarin Okunowo <small>Managing Director</small>
Muhibat Abbas	Udo Okonjo
Ifeoma Chuks-Adizue	Vitus Ezinwa
Debola Badejo	Babs Omotowa

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the **Annual General Meeting** of **Chemical and Allied Products PLC** (the “**Company**”) will hold at **Festival Hotel, Diamond Estate, Amuwo Odofin, Lagos, Nigeria** on **Monday, June 24, 2024**, at **10.00am** in order to transact the following businesses:

ORDINARY BUSINESS

1. To lay the Audited Financial Statements for the year ended December 31, 2023, together with the Reports of the Directors, Auditors and Audit Committee thereon.
2. To declare a dividend.
3. To re-elect Mr. Folasope Aiyesimoju and Dr. Vitus Ezinwa, the directors retiring by rotation.
4. To authorise the Directors to fix the remuneration of the External Auditors for the 2024 financial year.
5. To elect members of the Statutory Audit Committee.
6. To disclose the remuneration of Managers of the Company.

SPECIAL BUSINESS

7. To fix the remuneration of Directors.
8. To approve the appointment of Mr. Adebolanle Badejo as Director.
9. To consider and if thought fit, pass the following as an ordinary resolution of the Company:

“That a general mandate be and is hereby given, authorising the Company through the Directors to enter into recurrent transactions with related parties or companies until reviewed by the Company at an Annual General Meeting.”

10. To consider and if thought fit, pass the following as a special resolution of the Company:

That Article 89 of the Articles of Association of the Company be and is hereby amended as follows:

*“At the Annual General Meeting held each year, one-third of the Directors for the time being, other than the Managing Director **and Executive Directors**, shall retire from office. If the number of Directors is not a multiple of three, then the number nearest to but not exceeding one-third shall retire from office.”*

Dated this 14th day of May 2024

BY ORDER OF THE BOARD



ARAMIDE NWOKEDIUKO
COMPANY SECRETARY
FRC/2018/PRO/NBA/002/00000018555

NOTES

1. 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. A proxy form must be completed and deposited at the office of the Company's Registrar, Africa Prudential Plc, 220B Ikorodu Road, Palmgrove, Lagos or sent via email to cxc@africaprudential.com not later than 5.00 pm, June 21, 2024.

2. STAMPING OF PROXY

The Company has made arrangements, at its cost, for the stamping of duly completed and signed proxy forms submitted to the Company's Registrars within the stipulated timeline.

3. CLOSURE OF REGISTER

The Register of Members and transfer books will be closed from June 3 to June 7, 2024 (both dates inclusive) for the purpose of updating the Register of Members and payment of Dividend.

4. DIVIDEND

Directors have recommended to members the payment of a dividend of ₦1.55kobo per share. A resolution to this effect will be put to the meeting for the approval of members. If the Dividend recommended by the Directors is approved by members at the Annual General Meeting, the dividend will be paid, subject to withholding tax, on June 25, 2024 to the Shareholders whose names appear in the Company's Register of Members at the close of business on May 31 2024.

Shareholders are advised to complete the E-Dividend Mandate Activation Form, which is available at http://sec.gov.ng/wp-content/uploads/2016/04/Afric-Prudential-EDMMS-Form_2018.pdf and forward same to the Registrar, Africa Prudential Plc at their office at 220B, Ikorodu Road, Palmgrove, Lagos or send via email to cxc@africaprudential.com to enable direct credit of their dividend on June 25, 2024.

5. NOMINATION TO THE STATUTORY AUDIT COMMITTEE

Pursuant to 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. Such notice shall reach the Company Secretary at least 21 days before the Annual General Meeting. Section 404 (5) CAMA 2020 has mandated that all members of the Audit Committee must be financially literate and at least one member shall be a member of a professional accounting body in Nigeria established by an Act of the National Assembly. We therefore request that nominations be accompanied by a copy of the nominee's curriculum vitae.

6. NO VOTING BY INTERESTED PARTIES

In line with the provisions of Rule 20.8(h) Rules Governing Related Party Transaction of Nigerian Exchange Limited, interested persons have undertaken to ensure that their proxies, representatives, or associates shall abstain from voting on resolution 9 above

7. RIGHT OF SECURITIES HOLDERS TO ASK QUESTIONS

Shareholders and other holders of the Company's securities 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 (investorrelations@capplc.com) on or before June 21, 2024.

8. UNCLAIMED DIVIDENDS

Shareholders who are yet to claim their outstanding dividends are hereby advised to complete the e-dividend registration form by downloading the Registrar's E-Dividend Mandate Activation Form, which is available at http://sec.gov.ng/wp-content/uploads/2016/04/Afric-Prudential-EDMMS-Form_2018.pdf and submit to the Registrars at Africa Prudential Plc, 220b Ikorodu Road, Palmgrove Lagos or their respective Banks for the purpose of claiming their outstanding dividends.

A list of Shareholders who are yet to claim their dividends as of March 31, 2024 is available on the Company's website at www.capplc.com.

9. PROFILES OF DIRECTORS FOR ELECTION AND RE-ELECTION

The profiles of the Directors submitted for election and re-election are amongst the profiles of Directors provided in the Annual Report and on the Company's website at www.capplc.com.

10. E- ANNUAL REPORT PUBLISHED ON THE WEBSITE

In addition to the dispatch of the physical Annual Reports to shareholders, the electronic version of the Annual Report is available for viewing and download from our website at www.capplc.com.