

## NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the 51<sup>st</sup> Annual General Meeting of Afromedia Plc will hold at Training Room 2, Lagos Chamber of Commerce and Industry (LCCI) Conference and Exhibition Centre, Plot 10, Nurudeen Olowopopo Drive, Alausa Ikeja, Lagos, on Monday, 05 October 2020 at 02:00 p.m. to transact the following:

### **ORDINARY BUSINESS:**

1. To lay before the members, the Audited Financial Statements of the Company for the year ended 30 September 2017, 30 September 2018, 30 September 2019 together with the Reports of the Directors, Auditors and the Audit Committee thereon;
2. To ratify the appointment of Directors;
3. To appoint Messrs. SIAO Partners as External Auditors of the Company and to authorise the Directors to fix their remuneration;
4. To elect members of the Statutory Audit Committee

### **SPECIAL BUSINESS:**

5. To approve the Accounting reference date as 31 December.

Dated this 14<sup>th</sup> day of September 2020

**By Order of the Board**

  
**JCS CLIENT SERVICES**

Laide Adeyemo

FRC/2020/002/00000021760

**JCS CLIENT SERVICES**

For: Afromedia Plc

NOTES:

### **1. COMPLIANCE WITH GOVERNMENT DIRECTIVES ON COVID-19 AND RELATED GUIDELINES**

In line with the guidelines of the Corporate Affairs Commission on the conduct of Annual General Meeting (AGM) of Public Companies by Proxies and the need to comply with the directives and regulations of the Federal Government of Nigeria, Lagos State Government, the Nigerian Centre for Disease Control (NCDC) on safety and health measures against COVID-19 pandemic, the gathering of more than 20 people has been prohibited. The Company has obtained the approval of the Corporate Affairs Commission (CAC) to hold the AGM, taking advantage of S.230 of the Companies and Allied Matters Act on the use of proxies, with

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attendance by proxies. The number of people to attend the AGM, will be as approved by Lagos State Government for social/public gatherings as at the day of the meeting.

## 2. 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, EDC Registrars, 23 Olusoji Idowu Street, Ilupeju, Lagos, or via email at [info@edcregistrars.com](mailto:info@edcregistrars.com) 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. A blank proxy form is attached to the Annual Report and Accounts and may also be downloaded from the Company's website at [www.afromediapl.com](http://www.afromediapl.com)

## 3. ATTENDANCE BY PROXY

In line with CAC Guidelines, attendance at the AGM shall be by proxy only. The proceedings of the Annual General Meeting shall also be streamed live and the link for the live stream will be provided on the Company's website. Members entitled to attend and vote at the AGM may wish to select any of the underlisted persons below, as their proxies to attend and vote in their stead:

- a. Olaniyan Olarenwaju Andrew - Shareholder
- b. Ojeyomi Oluwayemisi David - Shareholder
- c. Oke Adesina M. - Shareholder

## 4. STAMPING OF PROXY FORM

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

## 5. SHAREHOLDERS RIGHT 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 written questions must be submitted to the Company via email to [info@afromediapl.com](mailto:info@afromediapl.com) on or before Wednesday, September 30, 2020.

## 6. REGISTER OF MEMBERS AND TRANSFER BOOKS

The Register of Members and Transfer Books of the Company will be closed from September 18, 2020 through September 20, 2020 (both dates inclusive) to enable the preparation of the Annual General Meeting.

## 7. NOMINATION FOR THE AUDIT COMMITTEE

In accordance with section 359(5) of the Companies and Allied Matters Act Cap C.20, Laws of the Federation of Nigeria, 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.

## 8. UNCLAIMED DIVIDEND WARRANTS AND SHARE CERTIFICATES

Some Share Certificates have remained unclaimed or are yet to be presented or returned to the Registrars. Affected Shareholders are advised to contact the Registrars, EDC Registrars, No. 23 Olusoji Idowu Street, Ilupeju, Lagos. Shareholders are hereby advised to update their records and notify the Company's Registrar of their updated records and relevant bank accounts in respect of dividend payments. A detachable e-dividend mandate form is attached to the Annual Report for your convenience. The aforementioned form can also be downloaded from the Company or Registrars website at [www.afromediapl.com](http://www.afromediapl.com) or [www.edcregistrars.com.ng](http://www.edcregistrars.com.ng). Duly completed forms should be returned to EDC Registrars 23 Olusoji Idowu Street, Ilupeju, Lagos.

## 9. BIOGRAPHICAL DETAILS OF DIRECTORS FOR RE-ELECTION

Biographical details of Directors standing for re-election are provided in the Annual Report.

## 10. WEBSITE

A copy of this Notice and other information relating to the Annual General Meeting can be found on the Company's website [www.afromediapl.com](http://www.afromediapl.com)

## 11 E-ANNUAL REPORT

The electronic version of the Annual Report is available on [www.afromediapl.com](http://www.afromediapl.com). Shareholders that have provided their email addresses to the Registrar will receive the electronic version of the Annual Report via email.

## 12 RATIFY DIRECTORS

Alhaji Lateef Akande Bakare and Alhaji Usman Kabiru were both appointed on 30<sup>th</sup> November 2018. They are being recommended for ratification as Independent Non-Executive Directors, respectively by the general meeting at the 51<sup>st</sup> Annual General Meeting.

Mr. Babajide Ebenezer Shokunbi was appointed on the 10<sup>th</sup> of June 2019 to represent the Estate of the Late Reverend Iretunde Olopade, is being recommended for ratification as Non-Executive Director by the general meeting at the 51<sup>st</sup> Annual General Meeting.

NB: The profiles of each director can also be seen in the Annual Report.