

PROXY FORM

62ND ANNUAL GENERAL MEETING TO BE HELD AÐLOKUN HALL, LAGOS AIRPORT HOTEL, AWOLOWO WAY, IKEJA, LAGOS STATE ON THURSDAY THE 10TH NOVEMBER 2022 AT 11 AM.

I/WE.....being a member/Members of Nigerian Enamelware Plc. hereby appoint Bamofin Olatokunbo Sanni or failing him, Mr. Patrick Okafor Ajudua or failing him, Chief Timothy Adesiyan or failing him, High Chief (Ajije) Robert Igwe as my/our proxy to act and vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on Thursday 10th November 2022. and at any adjournment thereof.

Dated this.....day of2022

Shareholder's Signature.....

NOTES
 I. In view of Covid 19 - pandemic, the restriction on mass gatherings in the coronavirus Disease (COVID-19) Health protection Regulations 2021 and in line with the Guidelines issued by the Corporate Affairs Commission (CAC) on holding AGMs using proxies, CAC has approved that the Annual General Meeting (AGM) be conducted with the use of proxies by shareholders of the Company. Consequently, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote in his/her/its place. A proxy need not be a member of the company. In view of the above, members should appoint a proxy of their choice from the following proxies to represent them at the meeting:
 a) Bamofin Olatokunbo Sanni
 b) Chief Timothy Adesiyan
 c) Mr. Patrick Okafor Ajudua
 d) High Chief (Ajije) Robert Igwe

ii. Please sign this proxy form and deposit it with the Registrars, Greenwich Registrars & Data Solutions Limited, 274 Murtala Muhammed Way, Alagomeji, Yaba, Lagos, P.M.B. 12717, Lagos or via e-mail address proxy@gtrregistrars.com not later than 48 hours before the time of the meeting. If executed by a corporation, this form should be sealed with the common seal.

iii. The Company has made arrangements to bear the cost of stamp duties on the instruments of proxy.

| ORDINARY BUSINESS | | | | |
|-------------------|--|-----|---------|---------|
| | RESOLUTION | FOR | AGAINST | ABSTAIN |
| 1 | (i) To re-elect the following Directors: I. Baale Sunday O. Ogunnowo II. Mr. Yujung Tang III. Robert Tung (ii) To confirm the appointment of the following Director I. Mr. Olaniyi Banjo | | | |
| 2 | To authorize Directors to fix the remuneration of the Auditor. | | | |
| 3 | To elect members of the Statutory Audit Committee | | | |
| 4 | To disclose the remuneration of manager of the company | | | |
| SPECIAL BUSINESS | | | | |
| | RESOLUTION | FOR | AGAINST | ABSTAIN |
| 5 | To approve the remuneration of the Directors. | | | |
| 6 | To authorize company to procure goods and services necessary for its operations from related companies | | | |
| 7 | To consider and pass the following resolutions as special resolutions:.. a "That the Company is hereby authorized to convert the debt owed to I.Feng Company Limited to the tune of N214,761,145.78 into 42,952,229 ordinary shares of the Company (the "Conversion Shares"); b "That, in furtherance to (a) above, the Company is hereby authorized to allot and issue the Conversion Shares to I.Feng Company Limited at a Conversion/Strike Price of N5.00 per share via a Special Placing/Private Placement exercise or through any other method approved by the Company's Board of Directors (the "Transaction");" c "That the Board of Directors (the "Board") is hereby authorized to, appoint the relevant professional parties to consummate the Transaction, obtain the requisite regulatory and corporate approvals to consummate the Transaction, execute all relevant agreements and documents in respect of the Transaction and do all that is necessary and expedient to consummate the Transaction in a timely manner;" d "That the Company is hereby authorized to allot and issue bonus shares to its shareholders post-Transaction on the basis of one (1) new share for every one (1) share held by a shareholder post-Transaction (the "Bonus Transaction"); e "That the Board is hereby authorized to, appoint the relevant professional parties to consummate the Bonus Transaction, obtain the requisite regulatory and corporate approvals to consummate the Bonus Transaction, execute all relevant agreements and documents in respect of the Bonus Transaction and do all that is necessary and expedient to consummate the Bonus Transaction in a timely manner;" f "That the Board is hereby authorized to take all necessary steps to comply with the requirements of the Companies and Allied Matters Act 2020 and the Companies Regulations 2021 regarding the unissued shares of the Company, including the cancellation of 2,031,542 units of unissued ordinary shares of the Company;" g. "That all acts carried out by the Board hitherto in connection with the above resolutions, be and are hereby ratified;" h. "That pursuant to the above resolutions, clause 6 of the Memorandum and Articles of Association be and is hereby amended to reflect the new issued share capital of the Company post-Transaction, post-Bonus Transaction and cancellation of the unissued shares." | | | |

Please indicate with an 'X' in the appropriate square how you wish your votes to be cast the resolutions referred to above. Unless otherwise instructed, the proxy will vote or abstain from voting at his discretion.

NIGERIAN ENAMELWARE PLC 62ND ANNUAL GENERAL MEETING
ADMISSION CARD

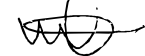
Please admit the shareholder on this form or his/her duly appointed proxy to the Annual General Meeting of the Company to be held at Olokun Hall, Lagos Airport Hotel, Awolowo Way, Ikeja, Lagos State, on Thursday the 10th November, 2022

Name of Shareholder/Proxy & Address

Number of Share held

Sign. of person attending

BY ORDER OF THE BOARD



OYETOLA OLUWAFEMI
Company Secretary