

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that the forty-sixth Annual General Meeting of the members of **11 Plc** will be held at Abuja Continental Hotels (Formerly Sheraton Hotels), 1, Ladi Kwali Way, Maitama, Abuja, on Wednesday, May 8, 2024, at 11.00 a.m to transact the following business:

ORDINARY BUSINESS:

1. To lay before the members, the Audited Financial Statements for the year ended December 31 2023, the Reports of the Directors, the Auditors, and the Statutory Audit Committee.
2. To declare a dividend.
3. To confirm the appointment of Mr. Nurudeen Abubakar as a Director
4. To authorize the Directors to fix the remuneration of the External Auditors for the 2024 financial year.
5. To disclose the remuneration of managers of the Company.
6. To elect/re-elect the members of the Statutory Audit Committee

SPECIAL BUSINESS:

7. To consider and if thought fit, pass the following as ordinary resolutions of the company: "That the remuneration of each of the directors for the year ending December 31, 2024 be and is hereby fixed at N500,000.00".
8. To consider and if thought fit pass the following as a special resolution: That existing Article 55 of the company's Articles of Association be amended by the creation of a new Article 55.1 which will read as follows: "The Company's general meeting may be held electronically through any electronic medium including but not limited to telephone or video conferencing or similar electronic means or communication facilities that ensure that all persons attending the meeting can hear one another and records of proceedings of the meeting can be documented."

Notes:

a. PROXY:

A member of the Company entitled to attend and vote at the Meeting is eligible to appoint a Proxy to attend and vote in his/her place and such Proxy needs not be a member of the Company. A Proxy Form is enclosed. All instruments of proxy must be stamped and deposited at the registered office of the Registrars, Greenwich Registrars & Data Solutions Limited, No. 274, Murtala Muhammad Way, Alagomeji, Yaba, Lagos State or sent by e-mail to info@gtlregistrars.com not later than Friday, April 26, 2024.

b. DIVIDEND WARRANTS AND CLOSURE OF REGISTER

If the proposed dividend of 900 kobo for every share of 50 kobo recommended by the Directors is approved, those shareholders whose names are registered in the Register of Members at the close of business on **Friday, April 5, 2024**, shall have their designated bank accounts credited directly on or before May 9, 2024. Notice is hereby given that the Register of Members and Transfer Books will be closed from Monday, **April 8, 2024**, to **Friday, April 12, 2024** [both days inclusive] to enable the preparation and payment of dividends by the Registrars.

c. NOMINATION FOR THE AUDIT COMMITTEE

The Audit Committee consists of three shareholders and two Directors. Under 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 in writing, a notice of such

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nomination at least 21 days before the date of the Annual General Meeting.

The National Code of Corporate Governance, 2018 (NCCG, 2018) stipulates that members of the Audit Committee should have basic financial literacy and should be able to read the Financial Statements.

d. E-DIVIDEND

Notice is hereby given to all shareholders to open bank accounts for dividend payment. A detachable e-dividend payment mandate and change of address form is attached to the Annual Report to enable shareholders to furnish particulars of their bank and CSCS account numbers to the Registrar

e. UNCLAIMED DIVIDEND

Several dividends have remained unclaimed; the list of these unclaimed dividends can be accessed at the following link <https://bit.ly/11plc-unclaimed>. Shareholders who are yet to claim their outstanding dividends can also complete the e-dividend registration form by downloading the Registrar's E-Dividend Mandate Activation Form, which is available at <https://sec.gov.ng/non-mandated/>, and submit to the Registrars at Greenwich Registrars & Data Solutions, 274 Murtala Muhammed Way, Alagomeji-Yaba Lagos or their respective Banks to claim their outstanding dividends.

f. RIGHTS OF SECURITIES' HOLDERS TO ASK QUESTIONS

Securities Holders have a right to ask questions not only at the meeting but also in writing before the meeting and such questions must be submitted to the Company on or before Friday, April 26, 2024.

g. The Annual General meeting will be streamed live. This will enable shareholders and stakeholders who will not be attending the meeting physically to follow the proceedings. The link for the AGM streaming will be made available on the Company's website; www.11plc.com and sent by the registrars.

h. ELECTRONIC VERSION OF THE ANNUAL REPORT AND ACCOUNTS

An electronic version (e-copy) of the 2023 Annual Report and Accounts will be made available online for viewing and download via the Company's website, www.11plc.com. Shareholders who have updated their records with their email addresses will also receive an e-copy of the document.

Dated March 28, 2024

BY ORDER OF THE BOARD



Chris-Olumayowa Meseko, FCIS

Company Secretary

FRC/2018/NBA/00000019003

REGISTERED OFFICE:

11 Plc Apapa Complex,

1 Mobil Road,

Apapa, Lagos.

www.11plc.com