PROXY FORM

(Please tear off and complete)

I/We ....of .... being a member/members of University Press Plc hereby appoint .... of .... or failing him, the Chairman of the meeting 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 at Kakanfo Inn & Conference Centre, 1, Nihinlola Street, Joyce 'B' Road, Off Ring Road, Ibadan, on Thursday 24th September, 2026 at 11.00am. and at any adjournment thereof.

As witness my/our hand(s) this .... day of .... 2026. Signed ....

*** Please indicate with "X" in the appropriate space how you wish your votes to be cast on the resolutions set out below.

Unless otherwise instructed, the proxy will vote or abstain at his/her discretion.

ORDINARY BUSINESS	**RESOLUTION NO.**	**FOR**	**AGAINST**
1. To lay before the members, the Audited Financial Statements for the year ended 31st March 2026, the Reports of the Directors, Auditors and Audit Committee thereon.			
2. To declare a dividend.			
3. To re-elect the following Directors retiring by rotation: i. Mr. Yomi Adewusi; ii. Arc. Ayodeji Olorunda; and iii. HRM. Dr. Josephine A. Diete-Spiff.			
4. To ratify the appointment of Major-General Daniel Danjuma Kitchener (Rtd) as Director			
5. To authorise the Directors to fix the Auditors' remuneration.			
6. To disclose Managers' remuneration.			
7. To elect members of the Statutory Audit Committee. **SPECIAL BUSINESS** 1. To approve the remuneration of Non-Executive Directors.			

NOTES:

(i) THIS PROXY FORM SHOULD NOT BE COMPLETED AND RETURNED IF THE MEMBER WILL BE ATTENDING THE MEETING.

(ii) A member (shareholder) entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy in his stead. All proxies should be deposited with the Registrar of the Company not less than 48 hours before the time of holding the meeting. A proxy need not be a member of the Company.

(iii) In case of joint shareholders, any of such may complete the form but the names of all joint shareholders must be stated.

(iv) If the shareholder is a corporation, this form must be under its common seal or under the hand of some officers or attorneys duly authorised on his/its behalf.

(v) Provision has been made on this form for the Chairman of the meeting to act as your proxy, but if you wish, you may insert in the blank space on the form (not marked) the name of any person, listed above, who will attend the meeting and vote on your behalf instead of the Chairman of the meeting.

(vi) It is a requirement of the law under Stamp Duties Act 1990, Laws of the Federal Republic of Nigeria, that any instrument of proxy, to be used for the purpose of voting by any person entitled to vote at any meeting of shareholders must bear a stamp duty not adhesive postage stamps.

(vii) Shareholders or their proxies are requested to sign the Admission Card before attending the meeting.

Before posting the above card, tear off this part and retain it to gain entrance at the meeting.

ADMISSION CARD

Please admit ____ to the Annual General Meeting of University Press PLC to be held at the Kakanfo Inn & Conference Centre, 1 Nihinlola Street, Joyce 'B' Road, Off Ring Road, Ibadan on Thursday, 24th September, 2026 at 11:00 a.m.

Name of Shareholder ....

Surname Other Names Acct. No

Signature of Person Attending ....