



# C & I LEASING PLC

**NOTICE IS HEREBY GIVEN** that the 30<sup>th</sup> Annual General Meeting of members of the Company will hold by proxy on 29<sup>th</sup> June, 2021 by 11.00am prompt at C & I Leasing Plc., 2, C & I Leasing Drive, off Bisola Durosinmi Etti Drive, Off Admiralty Way, Lekki Phase 1, Lagos, to transact the following businesses:

## ORDINARY BUSINESS

1. To receive the audited financial statements for the year ended 31<sup>st</sup> December 2020 together with the reports of the Directors, Independent Auditors and the Audit Committee thereon.
2. To declare a dividend.
3. To elect and re-elect Directors.
4. To re-appoint PKF Professional Services (Chartered Accountants) as the Auditors to the company for the year ending 31 December, 2021.
5. To authorize the Directors to fix the remuneration of the Auditors.
6. To elect Shareholders-members of the Statutory Audit Committee for the ensuing year.
7. To disclose the remuneration of managers of the company

## NOTES

### 1. ELECTION AND RE-ELECTION OF DIRECTORS

Pursuant to Section 285 of the Companies and Allied Matters Act 2020, at the annual general meeting in every subsequent year one third of the directors for the time being, or if their number is not three or a multiple of three, then the number nearest one third shall retire from office.

The Board of Directors being satisfied with the performance of Mr. Chukwuemeka Ndu who presented himself for re-election, proposes that he be re-elected as a Director of the company.

Pursuant to Section 274(1) of the Companies and Allied Matters Act 2020, the Board of Directors shall have power to appoint new directors to fill any casual vacancy arising out of death, resignation, retirement or removal of a Director.

The Board of Directors proposes the approval of the appointment of Alhaji Sadiq Abubakar Adamu, Mrs Florence Okoli, Mr Oluyemi Abaolu-Johnson and Mr Tom Oko Achoda as Non-Executive Directors to fill casual vacancies.

The profiles of all the Directors are contained in the annual report.

### 2. PROXY

In view of the Covid 19 pandemic, attendance shall only be by proxies. The Company has obtained the approval of the Corporate Affairs Commission to hold the annual general meeting by proxies. A shareholder is entitled to appoint a proxy to exercise all or any of his/her rights to attend and to speak

and vote on his/her behalf at the meeting. Shareholders are advised to select their proxies from the list of individuals listed below.

- a. Dr. Samuel Maduka Onyishi
- b. Mr. Chukwuemeka Ndu
- c. Mr. Andrew Otike-Odibi
- d. Mr. Omotunde Alao-Olaifa
- e. Mr. Babatunde Edun
- f. Comrade S.B Adenrele
- g. Mr. Fred Oduyemi
- h. Mr. Moses Igbude
- i. Chief Timothy Adesiyan

A Proxy Form which may be used to make such appointment shall accompany this notice of meeting and can be downloaded on the Company's website at [www.c-ileasing.com](http://www.c-ileasing.com). All executed instruments of proxy should be deposited at the office of the Registrar, CENTURION REGISTRARS LIMITED, No. 33C, Cameron Road, Ikoyi, Lagos State or via email to [ichijiokeokolo@centurionregistrars.com](mailto:ichijiokeokolo@centurionregistrars.com) not later than 48 hours before the time fixed for the meeting. 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 time.

### 3. LIVE STREAMING OF THE AGM

The AGM will be streamed live online to enable Shareholders and other Stakeholders who will not be able to attend the meeting physically to follow the proceedings. The link for the AGM streaming will be made available on the Company's website at [www.c-ileasing.com](http://www.c-ileasing.com)

### 4. DIVIDEND

The Board has recommended a dividend of 5Kobo per ordinary share of 50 kobo each, which if approved is payable less withholding tax. If payment of the dividend is approved at the Annual General Meeting, the dividend warrant will be posted on or before close of business on Wednesday, 30<sup>th</sup> June, 2021 to Shareholders whose names appear on the register of members at the close of business on Friday, 11<sup>th</sup> June, 2021. The register will be closed from Monday 14<sup>th</sup> June, 2021 to Wednesday, 16<sup>th</sup> June, 2021 both days inclusive.

### 5. E-DIVIDEND MANDATE

Shareholders are kindly requested to open a bank account into which their dividend payment will be credited. Detachable application forms for e-dividend is attached to the annual report to enable all shareholders furnish the particulars of their account to the registrar. The E-Dividend Mandate form can also be downloaded from the Company's website at [www.c-ileasing.com](http://www.c-ileasing.com).

### 6. UNCLAIMED DIVIDEND

Some dividend warrants and share certificates have remained unclaimed or are yet to be presented for payment or returned to the Company for revalidation. A list of the unclaimed dividends will be circulated together with the annual report. Affected shareholders are advised to contact the Registrar, CENTURION REGISTRARS LIMITED No 33C, Cameron Road, Ikoyi, Lagos State.

#### **7. CLOSURE OF REGISTER**

In compliance with section 114 of the Companies and Allied Matters Act 2020 and post-listing rules of the Nigerian Exchange Limited, the register will be closed from Monday 14<sup>th</sup> June, 2021 to Wednesday, 16<sup>th</sup> June, 2021 both days inclusive, to enable the Registrar update the record of members.

#### **8. AUDIT COMMITTEE**

Any shareholder may nominate another shareholder as a member of the Audit Committee by giving notice in writing of such nomination to the Company Secretary of the Company at least 21 days before the date of the Annual General Meeting.

The Audit Committee comprises three shareholders and two Directors. Nominees of the Audit Committee should have basic financial literacy and should be able to read and appreciate financial statements. All nominations should be accompanied with a copy of the nominee's curriculum vitae.

#### **9. SHAREHOLDERS' QUESTIONS**

Shareholders are entitled to ask questions not only at the Annual General Meeting but prior to the date of the meeting on any matter contained in the Annual Report and Financial Statements. Such questions should be sent to the company secretary on or before 25<sup>th</sup> June, 2021.

#### **10. Further Information**

A copy of this notice and the annual report can be found and downloaded on the Company's website at [www.c-leasing.com](http://www.c-leasing.com) and at the Company's Registrar's website at [www.centurionregistrars.com](http://www.centurionregistrars.com)

Dated this 29<sup>th</sup> day of March, 2021

**BY ORDER OF THE BOARD**



**G. MBANUGO UDENZE – FRC/2014/NBA/0000008124**

**For: MBANUGO UDENZE & CO.**

*COMPANY SECRETARY*