



# NOTICE OF 34<sup>TH</sup> ANNUAL GENERAL MEETING OF CHAMS PLC

**NOTICE IS HEREBY GIVEN** that the Thirty-Fourth Annual General Meeting of CHAMS PLC will hold on Tuesday 24<sup>th</sup> day of April, 2018 at the Ace-Olivia Hall, 2<sup>nd</sup> Floor, City Mall, Onikan, Lagos at 10.00 a.m. prompt to transact the following business:

### ORDINARY BUSINESS

- To receive the Audited Financial Statements for the Year ended 31st December 2017 and the Reports of the Directors, Auditor and Audit Committee thereon;
- To elect/re-elect the Directors
- To appoint the Auditors and authorize the Directors to fix the remuneration of the Auditors
- To elect Members of the Audit Committee

### SPECIAL BUSINESS

- To fix the remuneration of Directors;
- That the Company be and is hereby authorized to raise additional equity capital up to N500, 000, 000 (Five Hundred Million), whether by way of rights issue, public offer, private placement and/or other securities at such time, for such consideration and upon such terms and conditions as the Directors may deem fit, for the purpose of strengthening the Company's equity capital base.

### PROXY

A member entitled to attend and vote at an Annual General Meeting is entitled to appoint a proxy to attend and vote in his/her stead. The proxy need not be a member of the Company. For the appointment to be valid, a completed and duly stamped proxy form must be deposited at the office of the Company Secretary, Plot 8, Louis Solomon Close, Victoria Island, Lagos not less than 48 hours before the time fixed for the meeting.

### BY ORDER OF THE BOARD

**YETUNDE EMMANUEL**  
*Acting Company Secretary*  
Dated this 3<sup>rd</sup> day of March 2018

### NOTES

#### 1. CLOSURE OF REGISTER

The Register of Members and Transfer book will be closed from 12<sup>th</sup> of April to 17<sup>th</sup> of April 2018 (both days inclusive) for the purpose of updating the Register of Members.

#### 2. AUDIT COMMITTEE

In accordance with Section 359(5) of the Companies and Allied Matters Act, CAP C20, LFN 2004, any shareholder may nominate another shareholder for appointment to the Audit Committee by giving notice in writing of such nomination to the Company Secretary at least Twenty-One (21) days before the Annual General Meeting.

#### 3. ELECTION/RE-ELECTION/RETIREMENT OF DIRECTORS i. Retirement of Director

Very Reverend Ayo Richards is retiring as the Chairman and Director of the Company and is not presenting himself for re-election as a Director.

#### 4. RIGHTS OF SHAREHOLDERS 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 questions must be submitted to the Company Secretary not later than 11<sup>th</sup> of April 2018.

### PROXY FORM

Annual General Meeting to be held at ACE-Olivia Hall, 2<sup>nd</sup> Floor, City Mall, Onikan, Lagos on 24<sup>th</sup> of April 2018 at 10am.

I/We \_\_\_\_\_ being a member /members of CHAMS PLC hereby appoint \_\_\_\_\_ or failing him \_\_\_\_\_, or failing him \_\_\_\_\_, as my proxy to attend and vote for me/us and on my behalf at the Annual General Meeting of the company to be held on 24th April, 2018 and at any adjournment thereof.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2018.

Shareholders Name: \_\_\_\_\_

Shareholder's Signature: \_\_\_\_\_

S/N	RESOLUTION	FOR	AGAINST
1	To receive the Audited Financial Statements for the Year ended 31st December 2017 and the Reports of the Directors, Auditor and Audit Committee thereon;		
2	To elect/re-elect the Directors i. Retirement of Director The Very Reverend Ayo Richards is retiring as the Chairman and Director of the Company and is not presenting himself for re-election as a Director.		
3	To authorize the Directors to fix the remuneration of the Auditors		
4	To elect Members of the Audit Committee		
5	<b>SPECIAL BUSINESS</b> i. To fix the remuneration of Directors; ii. That the Company be and is hereby authorized to raise additional equity capital up to N500, 000, 000 (Five Hundred Million), whether by way of rights issue, public offer, private placement and/or other securities at such time, for such consideration and upon such terms and conditions as the Directors may deem fit, for the purpose of strengthening the Company's equity capital base.		

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

### ADMISSION CARD

Please admit the Shareholder named on this Card or his duly appointed proxy to the Annual General Meeting to be held on 24<sup>th</sup> April 2018 at ACE-Olivia Hall, 2<sup>nd</sup> Floor, City Mall, Onikan, Lagos.

The admission card must be produced by the Proxy in order to gain entrance into the Extraordinary General Meeting

\_\_\_\_\_  
Name of person attending

\_\_\_\_\_  
Shareholder

\_\_\_\_\_  
No. of Shares Held

\_\_\_\_\_  
Signature