

NOTICE OF THE 38TH ANNUAL GENERAL MEETING OF MEMBERS OF SUNU ASSURANCES NIGERIA PLC

NOTICE IS HEREBY GIVEN that the Thirty-Eight (38th) Annual General Meeting (AGM) of Members of SUNU Assurances Nigeria Plc ("the Company") will be held on **Friday 13th June 2025**, at **BWC Hotel, Plot 1228 Ahmadu Bello Way, Victoria Island, Lagos State** by 10:00 a.m to transact the following business:

ORDINARY BUSINESS:

1. To lay before Shareholders, the Consolidated Audited Financial Statements of the Company and its subsidiaries as approved by the Board of Directors ("Board") together with the reports of the directors, audit committee and external auditors of the Company for the year ended 31st December 2024.
2. To declare a dividend.
3. To re-elect the following persons, who are retiring by rotation in accordance with clause 92 of the Company's Articles of Associations:
 - a. Mrs. Olajumoke Bakare
 - b. Hajia Aisha Abubakar
4. To authorize the Board of Directors to fix the remuneration of the external auditors.
5. To disclose the remuneration of Managers of the Company.
6. To elect Shareholders' representatives of the audit committee to hold office until the date of the next Annual General Meeting.

SPECIAL BUSINESS:

7. To approve the remuneration of Non-Executive Directors.
8. To consider and if thought fit, pass the following as an ordinary resolution:

That in compliance with Rule 20.8(a) of the Nigerian Exchange Limited governing transactions with Related entities or interested Persons, the Company be and is hereby granted a general mandate to enter into recurrent transactions with related parties for the Company's day-to-day operations, including amongst others the procurement of goods and services, on normal commercial terms. This Mandate shall commence on the date on which this resolution is passed and shall continue to operate until the date on which the next Annual General Meeting is held.

NOTES

1. PROXY

A Member of the Company entitled to attend, and vote is entitled to appoint a proxy to attend and vote in his/her stead. Such proxy need not be a member of the Company.

For the proxy to be valid and recognised at the meeting, a proxy form must be completed and duly stamped by the Commissioner of Stamp duties and emailed to info@crescentregistrars.com or deposited at the registered office of the Company's Registrar, **Crescent Registrars Limited** at 23, Olusoji Idowu Street, Ilupeju, Lagos, Nigeria not less than forty-eight (48 hours) before the time of holding the meeting.

All instruments of proxy shall be at the Company's expense.

2. CLOSURE OF REGISTER OF MEMBERS/TRANSFER BOOKS

The register of members and transfer books of the Company will be closed from **Monday 2 June to Friday 6 June 2025** (both dates inclusive) to enable the Registrars update the Register of members and other preparations necessary for the Annual General Meeting.

3. AUDIT COMMITTEE

In accordance with the provisions of the Companies and Allied Matters Act, 2020 (CAMA 2020) any member may nominate another member for appointment to the audit committee. Such nomination shall be in writing and delivered to the Company Secretary at least twenty-one (21) days before the Annual General Meeting.

CAMA 2020 provides that all members of the Statutory Audit Committee shall be financially literate and at least one member shall be a member of a professional accounting body in Nigeria established by an Act of the National Assembly.

Nomination shall be in line with the requirements of the Nigerian Code of Corporate Governance 2018.

4. RE-ELECTION OF DIRECTORS

In accordance with the provisions of the Company's Articles of Association Mrs. Olajumoke Bakare and Hajia Aisha Abubakar will retire by rotation as Non-Executive Directors and being eligible have indicated their intention to be re-elected. Their profiles are contained in the annual report and can be assessed on the Company's website.

5. UNCLAIMED DIVIDEND

All Shareholders are hereby informed that the Registrar of the Company (Crescent Registrars Limited) is holding Unclaimed Dividends for Shareholders who are yet to mandate their share accounts in line with the Securities and Exchange Commission's directive that payment of dividends shall be done electronically. All Shareholders are therefore encouraged to complete the e-dividend Mandate Form contained in the Annual Report to ensure that all outstanding dividends are paid electronically.

6. DIVIDEND

If the payment of dividend is approved at the meeting, the bank accounts of Shareholders with the appropriate e-dividend mandate and whose names appear in the Register of Members as at the close of business on Friday, 30 May 2025 will be credited on Monday 16th June 2025.

7. ELECTRONIC ANNUAL REPORT

The electronic version of the Annual report is available on the Company's website at www.sunuassurancesnigeria.com and will be sent to Shareholders who have provided their e-mail addresses to the Registrars.

8. VOTING BY INTERESTED PERSONS

In line with the provisions of Rule 20.8 (c) (8) of the Rules Governing Related Party Transaction of Nigerian Exchange Limited, interested persons have undertaken to abstain, and ensure that their proxies, representatives, or associates shall abstain from voting on resolution 8 above.

9. MEMBERS' RIGHT TO ASK QUESTIONS

Members reserve the right to ask questions at the Annual General Meeting. Members may also submit their questions prior to the meeting in writing to the Company, in line with Rule 19.12(c) of the Listing Rules of the Nigerian Exchange Limited. Such questions must be addressed to the Company Secretary by electronic mail at nigeria@sunu-group.com no later than seven (7) days before the date of the Annual General Meeting.

10. BIOGRAPHICAL DETAILS OF DIRECTORS

Biographical details of all directors including those standing for re-election are provided in the annual report and on the Company's website.

11. LIVE STREAMING OF ANNUAL GENERAL MEETING

To enable Shareholders and other Stakeholders who will not be attending physically follow the proceedings, the Annual General Meeting will be streamed live. The link for the Annual General Meeting live streaming will be made available on the Company's website at www.sunuassurancesnigeria.com

12. WEBSITE

Copy of this notice and other information relating to the meeting shall be found on the Company's website www.sunuassurancesnigeria.com.

Dated this Wednesday 21st May 2025

BY ORDER OF THE BOARD



**TAIWO OLUBUNMI KUKU
COMPANY SECRETARY/HEAD LEGAL
FRC/2013/PRO/NBA/0004/00000002571
PLOT 1196, BISHOP OLUWOLE STREET,
VICTORIA ISLAND, LAGOS.**