

NOTICE IS HEREBY GIVEN that the 32nd Annual General Meeting of members of C & I Leasing Plc will be held *virtually* on the **20<sup>th</sup> day of November 2023 by 1 p.m. prompt** via [www.c-ileasing.com](http://www.c-ileasing.com) to transact the following businesses:

### **ORDINARY BUSINESS**

1. To receive the Audited financial statements for the year ended 31st December 2022 together with the reports of the Directors, Independent Auditors, and the Audit Committee thereon.
2. To re-elect Directors retiring by rotation.
3. To re-appoint Ernst & Young (Chartered Accountants) as the Auditors to the company from the date of this Annual General Meeting to the date of the next Annual General Meeting.
4. To authorize the Directors to fix the remuneration of the Auditors.
5. To elect Shareholder-members of the Statutory Audit Committee for the ensuing year.
6. To disclose the remuneration of managers of the company.

### **SPECIAL BUSINESSES**

1. To approve the remuneration of the Directors for the year ending 31<sup>st</sup> December 2023
2. To consider and if thought fit, to pass the following as ordinary resolution:

“That all the finance leases and financial services business of the Company is hereby consolidated into C&I Finance Company Limited.

### **NOTES**

#### **1. ELECTION AND RE-ELECTION OF RETIRING 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 Dr Samuel Onyishi, having presented himself for re-election, propose that he be re-elected as a Director of the company.

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

#### **2. UNCLAIMED DIVIDEND**

A list of the unclaimed dividends will be circulated together with the annual report. Affected shareholders are advised to complete the e-mandate form in the annual report and contact the Registrar, Cordros Registrars Limited at 21 Norman Williams Street, Ikoyi, Lagos State, or send it via email to [cordrosregistrars@cordros.com](mailto:cordrosregistrars@cordros.com).

#### **3. VIRTUAL MEETING LINK**

Further to the signing into law of the Business Facilitation (Miscellaneous Provisions) Act, which allows public companies to hold meetings electronically, this AGM would be held virtually. The Virtual Meeting Link for the

#### **Directors:**

Dr. Samuel Onyishi (**Chairman**), Chukwuemeka Ndu (**Vice Chairman**),  
Ugoji Lenin-Ugoji (**Managing Director/CEO**), Babatunde Edun (**Non-Executive**),  
Omotunde Alao-Olaifa (**Non-Executive**), Florence Okoli (**Non-Executive**),  
Alh. Sadiq Abubakar Adamu (**Non-Executive**), Oluyemi Abaolu-Johnson (**Non-Executive**),  
Tom Oko Achoda (**Non-Executive**)

Annual General Meeting which will be live-streamed will be available on the Company's website at [www.c-ileasing.com](http://www.c-ileasing.com), and other social media platforms for the benefit of Shareholders.

**4. PROXY**

A shareholder who is unable or does not wish to attend the AGM 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.

A Proxy Form that may be used to make such an appointment shall accompany this notice of the 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, Cordros Registrars Limited, 21 Norman Williams Street, Ikoyi, Lagos State, or via email to [cordrosregistrars@cordros.com](mailto:cordrosregistrars@cordros.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.

**5. CLOSURE OF REGISTER**

In compliance with section 114 of the Companies and Allied Matters Act 2020 and post-listing rules of Nigerian Exchange Limited, the register will be closed from **6<sup>th</sup> November 2023 to 8<sup>th</sup> November 2023**, both days inclusive, to enable the Registrar to update the record of members.

**6. AUDIT COMMITTEE**

A 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 for the Audit Committee should have basic financial literacy and should be able to read and appreciate financial statements. All nominations should be accompanied by a copy of the nominee's curriculum vitae.

**7. SHAREHOLDERS' QUESTIONS**

Shareholders are entitled to ask questions not only at the Annual General Meeting but before 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 14 November 2023.

**8. FURTHER INFORMATION**

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

BY ORDER OF THE BOARD

Dated this 19<sup>th</sup> day of June 2023



G. MBANUGO UDENZE – FRC/2014/NBA/00000008124  
**For: MBANUGO UDENZE & CO.**  
**COMPANY SECRETARY**