

NOTICE OF 17TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN, that the 17th Annual General Meeting of **DANGOTE SUGAR REFINERY PLC** will be held at the Eko Hotel & Suites, Plot 1415, Adetokunbo Ademola Street, Victoria Island, Lagos at 11:00am on Friday, April 14, 2023 to transact the following businesses:

ORDINARY BUSINESS

1. To lay before the Meeting the Audited Financial Statements for the year ended December 31, 2022, the Reports of the Directors, Auditors and Statutory Audit Committee thereon.
2. To Declare a Dividend.
3. To Appoint/Re-elect Directors.
4. To Authorise the Directors of the Company to Fix the Remuneration of the Auditors.
5. To Disclose the Remuneration of Managers.
6. To Elect/Re-elect Members of the Statutory Audit Committee.

SPECIAL BUSINESS

7. To Fix the Remuneration of Directors.

Dated this 15th day of March, 2023

By Order of the Board



MRS. TEMITOPE HASSAN (FCIS)

Company Secretary/Legal Adviser

FRC/2017/NBA/00000016669

3rd Floor, Greenview Development Nig. Ltd. Building

Terminal E, NPA

Apapa Port Complex, Apapa

Lagos, Nigeria

NOTES

1. Closure of Register

The Register of Members will be closed on **March 27, 2023** for the purpose of updating the Register of Members and for the Registrars to prepare for payment of dividend.

2. Dividend

If approved, dividend will be payable at the rate of N1.50k per every 50Kobo Ordinary Share, to Shareholders whose names appear in the Register of Members as at the **Qualification Date, March 24, 2023**. Shareholders who have completed the E-Dividend forms will receive a direct credit of their Dividend into their designated bank accounts within 24 hours of the Meeting.

Shareholders are kindly requested to update their records and advise Veritas Registrars Limited of their updated information and relevant bank accounts for the payment of their dividend. A detachable application form for E-Dividend is attached to the Annual Report for use and the service is available to all Shareholders free of charge.

3. Unclaimed Share Certificates and Dividend Warrants

All shareholders are hereby informed that the Registrars of the Company are holding Share Certificates and Dividend Warrants which

have been returned by the Post Office as 'unclaimed'. Some Dividend Warrants sent to shareholders registered addresses are yet to be presented for payment or returned to the Registrars for validation.

A schedule of the members who are yet to claim their Dividends for previous years will be circulated to Shareholders along with the Annual Report & Financial Statements and published on the Company's website at www.dangotesugar.com.ng

4. Statutory Audit Committee

In accordance with *Section 404(6) of the Companies & Allied Matters Act 2020*, any shareholder may nominate a shareholder for appointment to the Audit Committee. Such nomination should be in writing and reach the Company Secretary not later than 21 days before the Annual General Meeting.

The Nigerian Code of Corporate Governance 2018 stipulates that members of the Audit Committee should have basic financial literacy and should be able to read and understand financial statements. Thus, a detailed Curriculum Vitae confirming the nominee's qualification should be submitted with each nomination.

5. Appointment/Re-election of Directors

5.1 To ratify the appointment of Mrs. Yabawa Lawan Wabi (mni), appointed by the Board as a Director (Independent Non-Executive Director) since the last General Meeting of the Company.

5.2 To re-elect the following Directors - Alhaji Aliko Dangote (GCON), Mr. Uzoma Nwankwo and Alhaji Abdu Dantata retiring by rotation and being eligible, offer themselves for re-election pursuant to Article 62(b) & (c) of the Company's Articles of Association.

The profiles of all Directors are provided in the Annual Report and on the Company's website.

6. Rights of Shareholders to Ask Questions

Shareholders reserve the right to ask questions at the AGM and may submit their questions in writing prior to the meeting; such questions should be submitted to the Company ahead of the AGM in line with Rule 19.12(c) of the Listing Rules of the Nigerian Exchange Limited. The questions may be submitted by electronic mail to DSRCompanySecretariat@dangote.com

The Company's Annual Reports are available online for viewing and downloading from our website at www.dangotesugar.com.ng or the Registrars' website at www.veritasregistrars.com

7. Proxy

Only Members (Shareholders) of the Company entitled to attend and vote at the Annual General Meeting can appoint proxies to vote in their stead by completing the detachable Proxy Forms in the Annual Report. The duly executed Proxy Form should be stamped and deposited at the office of the Company's Registrars, Veritas Registrars Limited, Plot 89A, Ajose Adeogun street, Victoria Island, Lagos as shown on the Proxy Form, or sent to the Registrars by email to enquiry@veritasregistrars.com not later than 48 hours before the time appointed for the Meeting.

8. Viewing of the Proceedings of the Meeting

The Meeting will be streamed live online to enable shareholders and other stakeholders who will not be attending physically to follow the proceedings. The link for the live streaming of the Meeting will be made available on the Company's website at www.dangotesugar.com.ng at least 48 hours before the meeting.