

## NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 12<sup>th</sup> Annual General Meeting (AGM) of Dangote Cement Plc. will hold on Wednesday, 26 May 2021, at Eko Hotel and Suites, Victoria Island, Lagos at 11.00 a.m. to transact the following business:

### Ordinary Business

1. To receive the Audited Financial Statements for the Year Ended 31<sup>st</sup> December 2020 and the Reports of the Directors, Auditors and the Audit Committee thereon.
2. To declare a dividend.
3. To elect/re-elect Directors.
4. To authorize the Directors to fix the remuneration of the Auditors.
5. To elect shareholders' representatives of the Statutory Audit Committee.
6. To disclose the remuneration of managers.

### Special Business

To consider and if thought fit, pass the following as ordinary resolutions of the Company:

7. To fix the remuneration of the Directors.
8. To renew the Share Buyback Programme established pursuant to the resolution of the Company dated January 22, 2020, on such terms and conditions and within such timelines as the Board may determine subject to obtaining requisite regulatory approvals.

### Notes:

- A. **Preparation:** In view of the COVID-19 pandemic, the Company has taken various steps to ensure the safety of attendees, as well as compliance with stated guidelines. These include the provision of sanitisers, masks and gloves at the venue, as well as the checking of temperatures and ensuring social distancing between attendees.
- B. **Proxies:** Attendance at the AGM shall only be by proxy in view of the COVID-19 pandemic and in compliance with regulatory approvals to hold the meeting by proxy. A proxy form is attached to the Annual Report. A Member has the right to appoint a proxy/proxies from the list below to attend and vote instead of him; the proxy/proxies need not be a member(s) of the Company. All instruments of proxy must be deposited at the registered Office of the Company at 1, Alfred Rewane Road, Ikoyi, Lagos (or [dcp.legal@dangote.com](mailto:dcp.legal@dangote.com)) or the Office of the Registrars, Coronation Registrars Ltd, at 9, Amodu Ojikutu Street, Victoria Island, Lagos, (or [eforms@coronationregistrars.com](mailto:eforms@coronationregistrars.com)) not later than 48 hours before the time for holding the meeting. All instruments of proxy shall be at the Company's expense. A Member entitled to attend and vote at the AGM is advised to select from the following proxies, to attend and vote in his stead:
  1. Alhaji Aliko Dangote GCON.
  2. Mr. Olakunle Alake
  3. Mr. Emmanuel Ikazoboh
  4. Mr. Michel Puchercos.
  5. Sir Sunny Nwosu
  6. Dr. Umar Farouk
  7. Mr. Nornah Awoh
  8. Mrs. Bisi Bakare
- C. **Closure of Register of Members:** Notice is hereby given that the Register of Members and the Transfer Books of the Company will be closed on 28 April 2021.

- D. Payment of Dividend:** If the dividend recommended by the Directors is approved by the Shareholders at the Annual General Meeting, dividends will be paid by 27 May 2021 to the shareholders whose names are registered in the Company's Register of Members at the close of business on 27 April 2021. A list of unclaimed dividends is available on the Company's website at [www.dangotecement.com](http://www.dangotecement.com). Shareholders with "unclaimed share certificates" or "unclaimed dividends" should address their claim(s) to the registrars, Coronation Registrars Ltd, at [eforms@coronationregistrars.com](mailto:eforms@coronationregistrars.com) or 9, Amodu Ojikutu Street, Victoria Island, Lagos, Nigeria.
- E. E-Dividend Registration:** Notice is hereby given to all shareholders to open bank accounts, stockbroking accounts and CSCS accounts for the purpose of receiving dividend payments electronically. A detachable E-Mandate Activation form is included in the Annual Report to enable shareholders provide their details to the Registrar.
- F. Nomination to the Audit Committee:** In accordance with the Companies and Allied Matters Act, 2020, a shareholder may nominate another shareholder for appointment as member of the Audit Committee by giving notice to the Company Secretary at least 21 days before the Annual General Meeting.
- G. Rights of Securities Holders to Ask Questions:** Securities holders have a right to ask questions not only at the Annual General Meeting, but also in writing prior to the meeting. Questions should be submitted to the Company Secretary at the Company's registered office up to two days before the date of the Annual General Meeting.
- H. Streaming:** The Annual General Meeting will be streamed live from our website (<http://www.dangotecement.com>) and our YouTube channel (<https://www.youtube.com/dangotegroup>).
- I. Share Buy-Back Programme:** The Company established a share buy-back programme for the repurchase of up to 10% of its total issued shares from its shareholders (the "Programme"). However, the COVID-19 pandemic made it challenging to fully implement the Programme as planned. With the stabilization of the stock market and improvement in economic conditions, the Board of Directors has decided that it is in the best interest of the Company and its shareholders to undertake further tranches of the Programme.

**By the Order of the Board of Directors.**



Mahmud Kazaure  
Company Secretary

**Registered Office**  
Union Marble House,  
1, Alfred Rewane Road,  
Ikoyi, Lagos.  
Dated March 18<sup>th</sup> 2021