

NOTICE OF ANNUAL GENERAL MEETING OF BUA FOODS PLC



NOTICE IS HEREBY GIVEN that the 4th Annual General Meeting (AGM) of the members of BUA Foods Plc will hold on Thursday, 11 September 2025, at Transcorp Hilton Hotel, No. 1, Aguiyi Ironsi Street, Maitama, Abuja, at 11:00 a.m., to transact the following business:

A. ORDINARY BUSINESS

- To lay before the meeting, the Report of the Directors, Statement of Financial Position as at 31 December 2024 together with the Statement of Profit or Loss and Other Comprehensive Income for the year ended 31 December 2024 and the Report of the Auditors as well as the Audit Committee thereon.
- To declare a Dividend.
- To re-elect the following Directors retiring by rotation and being eligible, offer themselves for re-election:
 - Kabiru Rabi
 - Chimaobi Madukwe
- To authorise the Directors to determine the remuneration of the Auditors for the 2025 financial year.
- To elect members of the Statutory Audit Committee.
- To disclose the remuneration of the Managers of the Company.

B. SPECIAL BUSINESS

To consider and if thought fit, to pass the following resolution as an Ordinary Resolutions:

- Approve the remuneration of the Non-Executive Directors for the 2025 Financial Year.
- To disclose the attainment of 70 years of age of Mr. Finn Arnolds, pursuant to the provision of Section 278(1) of the Companies and Allied Matters Act, 2020.
- That in compliance with the rules of the Nigerian Exchange Limited governing transactions with related parties or interested parties, a general mandate be granted to the Company, acting through its directors, to enter recurrent transactions with related parties for the Company's day-to-day operations, including the procurement of goods and services, on normal commercial terms.

C. NOTES

PROXY

A member of the company entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of him/her. A copy of the Proxy form is attached to the annual report and can be downloaded from the company's or Registrar's website. Executed form of proxy should be deposited at the Company's Registrars' Office, Africa Prudential Plc, 220B, Ikoro Road, Palmgrove, Lagos or via email at cxc@aficaprudential.com not less than 48 hours before the time of holding the meeting.

VOTING BY INTERESTED PERSONS

In line with the provisions of Rule 20.8(h), Rules Governing Related Party Transactions of Nigerian Exchange Limited, interested persons have undertaken to ensure that their proxies, representatives, or associates shall abstain from voting on resolution 9 above.

STAMPING OF PROXY

The Company has made arrangements at its cost, for the stamping of the duly completed and signed proxy forms submitted to the Company's Registrars within the stipulated time or sent by e-mail to cxc@aficaprudential.com

LIVE STREAMING OF THE AGM

The AGM will be streamed live. This will enable Shareholders and other Stakeholders who will not be attending physically to follow and/or contribute to the proceedings. The link for the AGM live streaming will be made available on the Company's website at www.buafoodsplc.com

CLOSURE OF REGISTER AND TRANSFER BOOKS

The Register of Members and transfer books will be closed from 22 August 2025 to 29 August 2025 (both dates inclusive) for updating the Register.

DIVIDEND

If the dividend of ₦13:00k recommended by the Directors is approved by members at the Annual General Meeting, the dividend will be paid less withholding tax on 11 September 2025, to shareholders whose names appear in the Company's Register of Members at the close of business on 21 August 2025. Shareholders who have completed the e-dividend Mandate forms will receive a direct credit of the dividend into their bank accounts.

RIGHT OF SECURITIES HOLDERS TO ASK QUESTIONS

Securities Holders have the right to ask questions not only at the meeting but also in writing prior to the meeting. Such questions may be submitted to the Company on the 3rd Floor, PC 32 Churchgate Street, Victoria Island, Lagos on or before Tuesday, 9 September 2025.

E-ANNUAL REPORT

The electronic version of this Annual report (e-annual report) can be downloaded from the Company's website at www.buafoodsplc.com. The e-annual report will be emailed to all Shareholders who have provided their email addresses to the Company's Registrars. Shareholders who wish to receive the e-annual report are kindly requested to send an email to info@buafoodsplc.com or ir@buafoodsplc.com or cxc@aficaprudential.com

WEBSITE

A copy of this Notice, the Proxy Form and other information relating to the meeting can be found at www.buafoodsplc.com

STATUTORY AUDIT COMMITTEE

In accordance with Section 404(6) of the Companies and Allied Matters Act 2020, any shareholder may nominate another shareholder for appointment to the Statutory Audit Committee. All nominations of members for election to the Audit Committee should reach the Company Secretary at least 21 days before the date of the Annual General Meeting.

Kindly note that the provision of the Nigerian Code of Corporate Governance 2018, issued by the Financial Reporting Council of Nigeria requires members of the Committee to be financially literate and be able to read and understand financial statements. In view of the above, nominations to the Statutory Audit Committee should be supported by a Curriculum Vitae of the nominees.

RE-ELECTION OF DIRECTORS

In accordance with the Company's Articles of Association, Kabiru Rabi and Chimaobi Madukwe retire by rotation and being eligible, offer themselves for re-election. Please note that the biographical details of Directors seeking re-election are provided in the Annual Report.

Dated this 30th Day of July 2025

BY ORDER OF THE BOARD

Oluseye Alayande
Company Secretary
FRC/2014/NBA/00000007513

