

NOTICE IS HEREBY GIVEN that the 34th Annual General Meeting of members of C & I Leasing Plc will be held ***virtually*** on the **8th day of September 2025 by 1.00 pm** to transact the following business:

ORDINARY BUSINESS

1. To lay the Audited financial statements for the year ended 31st December 2024 together with the reports of the Directors, Independent Auditors, and the Audit Committee thereon.
2. To declare a Dividend.
3. To re-elect Directors retiring by rotation.
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 the Managers of the company.

SPECIAL BUSINESSES

To consider if thought fit, pass the following as ordinary resolutions.

7. To approve the remuneration of the Non-Executive Directors.
8. That in compliance with the Rules of the Nigerian Exchange Limited governing transactions with Related Parties or Interested Persons, the Company and its related entities be and are hereby granted a General Mandate in respect of all recurrent transactions entered into with a related party or interested person provided such transactions are of a revenue or trading nature or are necessary for the Company's day-to-day operations. This Mandate shall continue to operate until the date on which the next Annual General Meeting of the Company is held.
9. That the Board of Directors is hereby authorized to approve a management share bonus incentive scheme in line with approved performance targets.
10. That the Directors be and are hereby authorized to invest in Leasafri Logistics Ltd and purchase a direct ownership of 71.15% (representing 711,500 units of ordinary shares) of the shares in Leasafri Logistics Ltd. The investment shall be funded from C & I Leasing PLC's portion of the dividend declared by Leasafri Ghana PLC for the financial year ended 2023.
11. That the Board of Directors is hereby authorized to take all necessary actions to close the operations of Epic International FZE in the United Arab Emirates (UAE) and to redomicile the Company to any other jurisdiction.
12. That the Board of Directors is hereby authorized to take all necessary actions to raise ₦15 billion in Corporate Bond for business expansion and debt refinancing.
13. That the Board of Directors is hereby authorized to take all necessary actions to raise ₦15 billion in equity for business expansion and debt refinancing.

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**), Oluwemi Abaolu-Johnson (**Non-Executive**),
Tom Oko Achoda (**Non-Executive**)

NOTES

1. DIVIDEND

If the dividend of 10kobo per ordinary share recommended by the Board of Directors is approved by members at the Annual General Meeting, the dividend will be paid on the 12th day of September 2025 to shareholders whose names are registered in the Register of Members as at the close of business on the 5th day of August 2025.

2. UNCLAIMED DIVIDEND

A list of the unclaimed dividends can be seen on https://c-ileasing.com/unclaimed_dividend. Affected shareholders are advised to complete the e-mandate form in the annual report and contact the Registrar, Cordros Registrars Limited at 131, Ikorodu Road, Onipan, Lagos State, or send it via email to cordrosregistrars@cordros.com.

3. 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 performances of Alhaji Sadiq Abubakar Adamu and Mr. Oluyemi Abaolu-Johnson, having presented themselves for re-election, propose that they be re-elected as Directors of the company.

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

4. 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 will be held virtually. The Virtual Meeting Link for the Annual General Meeting, which will be livestreamed, will be available on the Company's website at www.c-ileasing.com, and other social media platforms for the benefit of Shareholders.

5. 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 need not be a member of the company.

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. All executed instruments of proxy should be deposited at the office of the Registrar, Cordros Registrars Limited, 131, Ikorodu Road, Onipan, Lagos State, or via email to 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.

6. 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 **the 6th of August to the 8th of August 2025**, both days inclusive, to enable the Registrar to update the record of members.

7. AUDIT COMMITTEE

A shareholder may nominate another shareholder as a member of the Audit Committee by giving notice in writing of such a 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.

8. VOTING BY RELATED PARTIES AND INTERESTED PERSONS

In line with the Rules of the Nigerian Exchange Limited governing transactions with Related Parties or Interested Persons, all interested persons, their proxies, representatives, or associates shall abstain from voting on Resolution 8.

9. 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 the 5th of September 2025

10. 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 and the Company's Registrar's website at www.cordros.com

BY ORDER OF THE BOARD

Dated this 25th day of June 2025



G. MBANUGO UDENZE – FRC/2014/NBA/00000008124

**For: MBANUGO UDENZE & CO.
COMPANY SECRETARY**