



15TH AND 16TH ANNUAL GENERAL MEETINGS

NOTICE IS HEREBY GIVEN that the 15th and 16th Annual General Meetings of **FTN COCOA PROCESSORS Plc.** will be held **VIRTUALLY on Thursday, 25th September, 2025 at 12.00 Noon** to transact the following business:

A G E N D A

1. To lay before the members, the Financial Statements for the years ended 31st December, 2023 and 31st December, 2024 together with Reports of the Directors, Auditors, and the Audit Committee thereon;
2. To re-elect Directors:
 - ***High Chief (Sir) Simeon O. Oguntimehin***
 - ***Otunba Adewale Jubril***
3. To authorize the Directors to appoint and fix the Auditors' Remuneration;
4. To elect members of the Board Audit Committee.
5. To disclose the remuneration of Managers of the Company in compliance with Section 257 of CAMA 2020

SPECIAL BUSINESS:

6. To approve the remuneration of Non-Executive Directors.

Notes:

(a) Proxy Form

A member of the Company entitled to attend and vote at the Annual General Meeting is also entitled to appoint a proxy to attend and vote in his/her stead, and a proxy need not be a member of the Company. Also, anyone of the following could be appointed a proxy:

High Chief Sir. S. O. Oguntimehin - (Chairman)

Pastor Akin Laoye - (the Managing Director)

Mr. Emmanuel Oladosu

Mr. Chinwendu. Achara

For the appointment to be valid, a proxy form duly stamped must be deposited at the Office of the Registrar, **Meristem Registrars Probate Services Limited, 213, Herbert Macaulay Street, Adekunle-Yaba, Lagos**, not later than forty-eight (48) hours before the time for holding the meeting.

(b) Stamping of Proxy Forms

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.

(c) Rights of the Security holders to ask questions:

Securities' Holders have a right to ask questions not only at the Meeting, but also in writing

prior to the Meeting. Such questions must 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 electronically to the company designates pafolabi@ftncocoa.com.ng, cc info@meristemregistrars.com ooladetan@ftncocoa.com.ng on or before 4th September, 2025.

(c) *E-Dividend/Bonus:*

Pursuant to the directive of the Securities and Exchange Commission, notice is hereby given to all shareholders to open accounts, stock broking accounts and CSCS accounts for the purpose of e-dividend/bonus. A form is inserted available in this notice and the Annual Report for completion by all shareholders to furnish the particulars of the accounts to the Registrar (Meristem Registrars & Probate Services Limited) as soon as possible.

(d) *Closure of Register and Transfer Books:*

The Register of Members and Transfer Books will be closed from Monday, 15th September to Friday 19th September 2025 (both days inclusive) for the purpose of updating the Register.

(e) *Audit Committee:*

In consonance with Section 404 (6) of the Companies and Allied Matters Act, 2020, a nomination in writing by any member of a shareholder for election to the Audit Committee should reach the Company Secretary at least 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 and copies of relevant credentials should be submitted with each nomination

(f) *Viewing of the Meeting Proceedings:*

The meeting will be streamed live on <https://www.youtube.com/@FTNCOCOAPROCESSORSPLC> the company official YouTube page to allow shareholder and stakeholders to follow the proceedings. The link for the live streaming of the meeting will be made available through official communication and on the company's website at least 48 hours before the meeting.

Dated the 30th day of July, 2025

BY ORDER OF THE BOARD



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ALPHA-GENASEC LIMITD

(C o m p a n y S e c r e t a r i e s)