



University Press Plc R.C. 25783

Three Crowns Building, Jericho
P.M.B. 5095, Ibadan, Nigeria.

Telephone: +234 (0) 7016841644
E-mail: unipress@universitypressplc.com
Website: www.universitypressplc.com
Toll Free Line: 080 0 877 5264

Ibadan, 8th August 2025

NOTICE IS HEREBY GIVEN THAT the Forty-Seventh (47th) Annual General Meeting of UNIVERSITY PRESS Plc will hold at Kakanfo Inn & Conference Centre, 1, Nihinlola Street, Joyce "B" Road, Off Ring Road, Ibadan, on Thursday, 18th September, 2025 at 11a.m to transact the following business:

ORDINARY BUSINESS

1. To lay before the members, the Audited Financial Statements for the year ended 31st March 2025, the Reports of the Directors, Auditors and Audit Committee thereon;
2. To declare a dividend
3. To re-elect the following Directors retiring by rotation
 - i. Mr. Obafunso Ogunkeye;
 - ii. Prof. Tracie Utoh-Ezeajugh
4. To authorize the Directors to fix the Auditors' remuneration
5. To disclose Managers' remuneration
6. To elect members of the Statutory Audit Committee.

SPECIAL BUSINESS

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

PROXY

A member of the Company entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote in their stead. A proxy need not be a member of the Company. For the appointment to be valid, a proxy form must be completed, duly stamped at the office of the Commissioner of Stamp Duties and deposited at the office of the Registrars, Greenwich Registrars & Data Solutions Ltd, 274, Murtala Muhammed Way, Yaba, Lagos, not later than Forty-eight (48) hours before the time appointed for holding the meeting. A blank proxy form is attached to the Annual Reports and Financial Statements.

**DATED THIS 18TH DAY OF JUNE,
2025 BY ORDER OF THE BOARD**

O. A. Binitie Aboyade-Cole
FRC/2014/NBA/00000008468
Company Secretary/Legal Adviser
Three Crowns Building,
Jericho,
Ibadan.

Directors

O B Ogunkeye (Chairman), S Kolawole (Managing Director), Dr G A Adebayo (Executive), F O Bademosi (Executive)
Arc. A Olorunda, Y A Adewusi, O Lawal, J B Daudu (SAN), HRM Dr J A Diete-Spiff, Prof T C Utoh-Ezeajugh



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NOTES

1. Dividend

If the dividend of 15 kobo per share recommended by the Board of Directors is approved by members, the dividend will be paid on Thursday, 18th September 2025, to all shareholders whose names appear in the Register of Members at the close of business on 22nd August 2025.

2. Unclaimed Dividend

Shareholders who are yet to claim their outstanding dividends should contact the Registrars, Greenwich Registrars & Data Solutions Ltd, 274, Murtala Muhammed Way, Yaba, Lagos, or the Company Secretary at the Company's registered office. Shareholders are advised to complete the E-dividend Mandate Activation Form available at <https://universitypressplc.com/investors/> and submit it to the Registrars.

3. Closure of Register

The Register of Members and the Transfer of Books will be closed from 25th August, 2025 to 28th August, 2025.

4. Nomination to the Statutory Audit Committee

Pursuant to Section 404 (6) of the Companies and Allied Matters Act (CAMA) 2020, any shareholder may nominate a shareholder for appointment to the Statutory Audit Committee by giving notice in writing of such nomination. Such notice should reach the Company Secretary at least twenty-one (21) days before the Annual General Meeting.

In accordance with Section 404 (5) of CAMA, 2020, all members of the Statutory Audit Committee should be financially literate, and at least one member must be a member of a professional accounting body in Nigeria established by an Act of the National Assembly and be knowledgeable in internal control processes. As such, nominations should be supported by the nominee's curriculum vitae.

5. E-Annual Reports

The electronic version of the Annual Report can be accessed at www.universitypressplc.com. Shareholders who have provided their email addresses to the Registrars will receive the electronic version of the Annual Reports in their email.

Shareholders who wish to receive the electronic version of the Annual Report should request the same at info@gtlregistrars.com

Directors

O B Ogunkeye (Chairman), S Kolawole (Managing Director), Dr G A Adebayo (Executive), F O Bademosi (Executive)
Arc. A Olorunda, Y A Adewusi, O Lawal, J B Daudu (SAN), HRM Dr J A Diete-Spiff, Prof T C Utoh-Ezeajugh



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6. Shareholders' Right to Ask Questions

Shareholders have the right to ask questions before and at the meeting. Such questions must be in writing and submitted to the Company or by email at upplcshareholders@universitypressplc.com, not later than 11th September, 2025

7. Directors' Profiles

The profiles of Directors are included in the Annual Reports and on the Company's website: www.universitypressplc.com.

Directors

**O B Ogunkeye (Chairman), S Kolawole (Managing Director), Dr G A Adebayo (Executive), F O Bademosi (Executive)
Arc. A Olorunda, Y A Adewusi, O Lawal, J B Daudu (SAN), HRM Dr J A Diete-Spiff, Prof T C Utoh-Ezeajugh**