

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 65th Annual General Meeting ("AGM") of Lafarge Africa PLC (the "Company") will hold at the Grand Banquet Hall, The Civic Centre, Ozumba Mbadiwe Road, Victoria Island, Lagos, on Friday, 26th April 2024 at 10am, to transact the following business:

ORDINARY BUSINESS

- To lay before the shareholders, the Audited Financial Statements of the Company for the financial year ended 31st December 2023 together with the Reports of the Directors, Independent Auditors and Audit Committee thereon.
- To declare a final dividend.
- Election and Re-election of Directors:
 - To ratify the appointment of the following Non-Executive Directors:
 - Mrs. Claudia Albertini
 - Mr. Grant Earnshaw
 - To re-elect the following Non-Executive Directors retiring by rotation, who being eligible, offer themselves for re-election:
 - Mrs. Elenda Osima-Dokubo
 - Mr. Khaled El-Dokani
 - Mrs. Karine Uzan-Mercie.
- To authorise the Directors to fix the remuneration of the Independent Auditors.
- To disclose the remuneration of the Managers.
- To elect members of the Statutory Audit Committee.

SPECIAL BUSINESS

- To fix the remuneration of the Directors.
- To consider and pass this resolution as an ordinary resolution:

'Pursuant to Rule 20.8 of The Nigerian Exchange Issuers Rule, that the general mandate given to the Company to procure goods and services and enter into such incidental transactions necessary for its day-to-day operations from its related parties or interested persons on normal commercial terms, be and is hereby renewed.'

NOTES:

1. NOVOTING BY INTERESTED PERSONS

In line with the provisions of Rule 20.8 (c) of the Rules Governing Related Party Transaction of Nigerian Exchange Limited, interested persons have undertaken to ensure that their proxies representatives, or associates shall abstain from voting on Resolution 8.

2. ATTENDANCE AND VOTING BY PROXY

A member of the Company entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote in his/her stead. Such an appointed proxy need not be a member of the Company.

For the instrument of proxy to be valid, it must be completed, duly stamped for the purpose of this meeting and deposited at the office of the Registrar, CardinalStone Registrars Limited, 335/337 Herbert Macaulay Street, Sabo, Yaba, Lagos or by email to registrars@cardinalstone.com, not less than 48 hours before the time fixed for the meeting. A blank proxy form is enclosed in the Annual Report.

3. DIVIDEND AND CLOSURE OF REGISTER OF MEMBERS

The Register of Members and Transfer Books of the Company will be closed from Tuesday, 2nd April, 2024 to Friday, 5th April, 2024 (both dates inclusive), to enable the Registrar to update its records for dividend payment.

If the final dividend recommended by the Directors is approved, dividend will be paid on Friday, 26th April, 2024 to shareholders whose names are registered in the Company's Register of Members at the close of business on Thursday, 28th March, 2024.

4. E-DIVIDEND

Notice is hereby given to all shareholders without a bank account to open such an account for the purpose of dividend payment. A detachable application form for the e-dividend is attached to the Annual Report to enable shareholders to furnish their bank accounts details to the Registrar as soon as possible.

The e-dividend form is also available on the website of our Registrar: www.cardinalstoneregistrars.com.

5. UNCLAIMED DIVIDEND

All shareholders are encouraged to complete an e-dividend mandate form to ensure that all outstanding dividends are paid electronically. The list of unclaimed dividends will be circulated with the Annual Reports and Accounts. The list of unclaimed dividends can also be accessed at the Company's Registrar's office at No. 335/337 Herbert Macaulay Way, Sabo, Yaba, Lagos or via the Company's website: www.lafarge.com.ng.

6. 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. Such nomination should be in writing and should reach the Company Secretary at least twenty-one (21) days before the Annual General Meeting.

Kindly note that by virtue of the provisions of the Nigerian Code of Corporate Governance issued by the Securities and Exchange Commission (SEC) and the Companies and Allied Matters Act, 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. In view of the foregoing, nominations to the Statutory Audit Committee should be supported by the curriculum vitae of the nominees.

7. RIGHT TO ASK QUESTIONS

It is the right of shareholders to ask questions, not only at the Annual General Meeting, but also in writing prior to the meeting. Such questions should be addressed to the Company Secretary and submitted at the registered office of the Company not later than one week before the Annual General Meeting.

8. DIRECTORS' PROFILE

The profile of Directors for election and re-election can be accessed on the Company's website: www.lafarge.com.ng and is also included in the Annual Report.

9. ELECTRONIC ANNUAL REPORT

The electronic version of the Annual Report is available online for viewing and download from our website: www.lafarge.com.ng. Shareholders who have provided their email addresses to the Registrars will receive the electronic version of the Annual Report via email. Furthermore, Shareholders interested in receiving the electronic version of the Annual Report should request via email to: registrars@cardinalstone.com

10. LIVESTREAMING OF THE AGM

The Annual General Meeting will be streamed live. This will enable Shareholders and stakeholders who will not be attending the meeting physically to follow the proceedings. The link for the AGM streaming will be made available on the Company's website: www.lafarge.com.ng and sent by the Registrar.

BY ORDER OF THE BOARD



ADEWUNMI ALODE (MRS.)
Legal Director & Company Secretary
FRC/2018/ICSAN/00000017796
Dated this 26th February 2024
27B Gerrard Road,
Ikoyi, Lagos.