

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 62nd Annual General Meeting (AGM) of Lafarge Africa Plc (“the Company”) will hold at the Civic Centre, Ozumba Mbadiwe Road, Victoria Island, Lagos State on Tuesday, 25th May 2021 at 10:00 am to transact the following business: -

ORDINARY BUSINESS

1. To lay before the Shareholders the Audited Financial Statement for the year ended 31st December, 2020 together with the Reports of the Directors, External Auditors and Audit Committee thereon.
2. To declare a dividend.
3. To approve the appointment of the following Directors:
 - a. Mrs. Oyinkan Adewale (Independent Non-Executive Director);
 - b. Mrs. Virginie Darbo (Non-Executive Director).
4. To re-elect the following Non-Executive Directors, who being eligible now offer themselves for re-election:
 - a. Mr. Adebode Adefioye;
 - b. Mrs. Elenda Giwa-Amu, and
 - c. Mrs. Adenike Ogunlesi.
5. To authorize the Directors to fix the remuneration of the Independent Auditors.
6. To elect members of the Audit Committee.
7. To disclose the remuneration of Managers.

SPECIAL BUSINESS

8. To fix the remuneration of the Directors
9. To consider and if thought fit, to pass this resolution as an ordinary resolution:
 - a. “Pursuant to Rule 20.8 of The Nigerian Stock Exchange Issuers Rule, that a general mandate be and is hereby given authorising the Company during the 2021 financial year and up to the date of the next Annual General Meeting, 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.”

NOTES:

1. 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.

In view of the Covid-19 pandemic, restrictions on public gatherings and in accordance with the Corporate Affairs Commission’s Guidelines on the Holding of Annual General Meetings (AGM) of Public Companies, attendance shall be by **PROXY ONLY**. A member of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote in his/her place. A proxy need not be a member of the Company. Consequently, members are required to appoint a proxy of their choice from the list of proposed proxies to represent them at the meeting.

A proxy form is enclosed in the Audit Report. For the instrument of proxy to be valid, it must be completed and duly stamped for the purpose of the this meeting. The Company has made arrangements at its cost for the stamping of the duly completed proxy forms which must be 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.

2. CLOSURE OF REGISTER OF MEMBERS

The Register of Members and Transfer Books of the Company will be closed from Tuesday, 4th May, 2021 to Friday, 7th May, 2021 (both dates inclusive) to enable the Registrar update its records.

3. DIVIDEND

If the dividend of One Naira (N1.00) per ordinary share recommended by the Board of Directors is approved by members at the Annual General Meeting, the dividend will be paid on Tuesday, 25th May 2021 to shareholders whose names are registered in the Register of Members as at the close of business on Friday, 30th April, 2021.

4. UNCLAIMED DIVIDEND

The list of unclaimed dividends will be circulated with the Annual Report and Accounts and can also be accessed at the Company’s registrar’s office or via the Company’s website: www.lafarge.com.ng

5. E-DIVIDEND

Notice is hereby given to all shareholders to open bank accounts, stockbroking accounts and CSCS accounts for the purpose of dividend payment. Detachable application forms for the e-dividend is attached to the Annual Report to enable all shareholders furnish particulars of their bank accounts to the Registrar as soon as possible.

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

6. NOMINATIONS FOR THE 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 Audit Committee. Such nomination should be in writing and should reach the Company Secretary at least twenty-one (21) days before the date of the Annual General Meeting.

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 date of the Annual General Meeting.

8. DIRECTORS’ PROFILE

The profile of Directors for re-election can be accessed on the Company’s website: www.lafarge.com.ng

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 Registrar will receive the electronic version of the Annual Report via email. Furthermore, shareholders who are interested in receiving the electronic version of the Annual Report should request via email to registrars@cardinalstone.com

10. LIVE STREAMING OF THE AGM

The link to the live streaming of the Annual General Meeting proceedings is <https://youtu.be/nuGqMjIn2Y0>

BY ORDER OF THE BOARD



Adewunmi Alode (Mrs.)
General Counsel & Company Secretary
FRC/2018/ICSAN/00000017796
Dated this 19th of March 2021
27B Gerrard Road
Ikoyi, Lagos.