

## NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Twenty-Fourth (24<sup>th</sup>) Annual General Meeting of the members of NIGER DELTA EXPLORATION & PRODUCTION PLC will hold on Thursday the 20<sup>th</sup> of June 2019, at the External Ballroom, Federal Palace Hotel, No. 6/8 Ahmadu Bello Way, Victoria Island, Lagos at 11:00 a.m. to transact the following business:

### ORDINARY BUSINESS

1. To lay before the members the Audited Financial Statements for the year ended 31<sup>st</sup> December 2018 and the Report of the Directors, Auditors and Audit Committee thereon.
2. To declare a dividend.
3. To re-elect Directors retiring by rotation.
3. To appoint Auditors.
4. To authorize the Directors to determine the remuneration of the newly appointed Auditors.
5. To re-elect/elect members of the Company Audit Committee.

### SPECIAL BUSINESS

6. To fix the remuneration of Directors for the year ending 31<sup>st</sup> December 2019.

Dated this 24<sup>th</sup> May 2019

### BY ORDER OF THE BOARD

*T. Omosore*  
Titilola O. Omosore  
COMPANY SECRETARY  
FRC/2013/NBA/00000003574

### NOTES:

#### i. PROXY

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 for a corporation may vote on a show of hands and on a poll. A proxy need not be a member of the Company.

To be valid, a Proxy Form, if intended to be used, should be duly stamped by the Commissioner for Stamp Duties and deposited at the Registered Office of the Company being 15 Babatunde Jose Road, Victoria Island, Lagos, not later than 48 hours before the time fixed for the meeting.

#### ii. DIVIDEND

If dividend of **₦13.00 (Thirteen Naira Only)** per every ordinary share recommended by the Board of Directors is approved and declared, shareholders whose names appear in the Register of Members as at the close of business on the 3<sup>rd</sup> June 2019 and have mandated their accounts will receive a direct credit of their dividend sums into their bank accounts on the date of the Annual General Meeting.

#### iii. AUDIT COMMITTEE

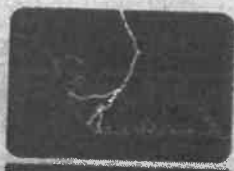
In accordance with Section 359(5) of the Companies and Allied Matters Act Cap C20 Laws of the Federation of Nigeria 2004, any member may nominate a shareholder as a member of the Audit Committee by giving notice in writing of such nomination to the Company Secretary at least 21 (Twenty-One) days before the Annual General Meeting.

#### iv. DIRECTORS RETIRING BY ROTATION

In accordance with the provisions of the Company's Articles of Association, Mr. Afolabi Oladele, Mr. Cyril Odu and Mr. Ede Osayande retire by rotation and being eligible, offer themselves for re-election.

#### v. AGE DECLARATION

In accordance with Section 252 (1) of the Companies and Allied Matters Act Cap C20 Laws of the Federation of Nigeria 2004, Mr. 'Ladi Jadesimi intends to disclose at the Meeting that he is over 70 years of age.



## NIGER DELTA EXPLORATION & PRODUCTION PLC

### RC: 191616

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