



NIGER DELTA EXPLORATION & PRODUCTION PLC RC: 191616

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Twenty-Sixth (26th) Annual General Meeting of the members of **NIGER DELTA EXPLORATION & PRODUCTION PLC** will hold on the **29th day of June 2021**, at the Board Room of the Company situated at No. 15 Babatunde Jose Road, Victoria Island, Lagos at **12:00 noon** to transact the following business:

ORDINARY BUSINESS

1. To lay before the members the Audited Financial Statements for the year ended 31st December 2020 and the Report of the Directors, Auditors and Audit Committee thereon.
2. To declare a dividend.
3. To re-elect Directors retiring by rotation.
4. To ratify the appointment of Mr. Adegbite Falade as Managing Director and that of Mr. Adegbola Adesina as Finance Director.
5. To re-appoint Auditors.
6. To authorize the Directors to determine the remuneration of the Auditors.
7. To re-elect/elect members of the Statutory Audit Committee.

SPECIAL BUSINESS

8. To fix the remuneration of Directors for the year ending 31st December 2021.

Dated this 28th May 2021

BY ORDER OF THE BOARD

T. Omisore

Titilola O. Omisore

COMPANY SECRETARY

FRC/2013/NBA/00000003574

NOTES:

i. PROXY

In accordance with the Guidelines provided by the Corporate Affairs Commission (CAC) on the holding of Annual General Meetings in the era of the COVID-19 pandemic and in the interest of public safety, all members of the Company **shall attend and vote** at the meeting only by proxies. Accordingly, Proxy Forms shall be sent to the physical and/or e-mail addresses of all members and will also be available on the websites of the Company and the Registrars respectively.

The following is a list of proposed proxies, out of which each member may select a person to attend the meeting on his/her behalf. The preferred choice should be indicated in the Proxy Form provided accordingly:

S/N	NAME	PARTICULARS
1.	Mr. Oladipupo Jadesimi	Chairman of the Board of Directors
2.	Mr. Adegbite Falade	Chief Executive Officer/Managing Director
3.	Ms. Titilola Omisore	Company Secretary

To be valid, each Proxy Form should be properly filled and signed. The Proxy forms should be returned to the Company on or before noon on the 27th day of June 2021 either by physical delivery to its address being No. 15 Babatunde Jose Street, Victoria Island, Lagos, or by e-mail to **26thagmproxy@ngdelta.com**.

Alternatively, executed proxy forms may be deposited with the Registrars, Coronation Securities Limited, 9 Amodu Ojikutu Street, Victoria Island, Lagos or sent via email to **eforms@coronationregistrars.com**; not later than 48 hours before the time of holding the meeting being noon on the 27th day of June 2021.

The stamp duties for all Proxy Forms shall be prepaid by the Company in accordance with the guidelines of the CAC.

ii. DIVIDEND

If the dividend of **N7.00 (Seven 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 Wednesday the 9th day of June 2021 and have mandated their accounts to the Registrar, will receive a direct credit of their dividends into their respective bank accounts on the date of the Annual General Meeting.

iii. AUDIT COMMITTEE

In accordance with Section 404(6) of the Companies and Allied Matters Act 2020, 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. UNCLAIMED DIVIDEND WARRANTS

All Shareholders are hereby informed that the Registrars of the Company are holding Dividend Warrants which have been returned as "unclaimed". Some Dividend Warrants sent to Shareholders' registered addresses are yet to be presented for payment or returned to the Registrars of the Company for validation. All Shareholders are encouraged to complete an E-Dividend Mandate Form to ensure that all outstanding dividends are paid electronically.

v. DIRECTORS RETIRING BY ROTATION

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

vi. AGE DECLARATION

In accordance with Section 278(1) of the Companies and Allied Matters Act 2020, Mr. Ladi Jadesimi intends to disclose at the Meeting that he is over 70 years of age.

vii. 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 office of the Company, No. 15 Babatunde Jose Street, Victoria Island, Lagos, or by email to **26thagmquestions@ngdelta.com** not later than one week before the Annual General Meeting.