



# MRS OIL NIGERIA PLC

## NOTICE OF THE 52ND ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the Fifty–Second Annual General Meeting of MRS Oil Nigeria Plc will hold at the Civic Centre, Ozumba Mbadiwe Avenue, Victoria Island, Lagos, Nigeria, on August 3rd, 2021 at 11:00 a.m. to transact the following business:-

### ORDINARY BUSINESS:

1. To lay the Audited Financial Statements for the year ended 31 December 2020 and the Report of the Directors together with the Audit Committee and Auditors Report thereon.
2. To re-elect/elect Directors under Articles 90/91 and 95 of the Company's Articles of Association.
3. To authorize the Directors to fix the remuneration of the Auditors.
4. To elect the Members of the Audit Committee.
5. To disclose the remuneration of the Managers of the Company.

### SPECIAL BUSINESS:

To consider and if thought fit, pass the following resolutions as Ordinary Resolutions:

6. "To fix the remuneration of the Directors".
7. "To renew the general mandate for Related Party Transactions".

### NOTES:

#### i. Compliance with Government Directive on COVID-19 and Related Guidelines:

In line with the guidelines of the Corporate Affairs Commission on the conduct of the Annual General Meeting (AGM) of Public Companies by Proxies and the need to comply with the directive and regulations of the Federal Government, the Lagos State Government, and the Nigerian Centre for Disease Control (NCDC) on safety and health measures against COVID-19 pandemic, the number of people at mass social gatherings has been limited by regulation.

#### ii. Proxy:

A Member of the Company entitled to attend and vote at the AGM is entitled to appoint a proxy in his/her stead. A proxy need not be a member of the Company. Members entitled to attend and vote at the AGM may wish to select any of the following persons as their proxies to attend and vote in their stead:

- |                           |                                 |
|---------------------------|---------------------------------|
| 1. Chief Timothy Adesiyun | 7. Mr. Moses Igbrude            |
| 2. Mr. Nornah Awoh        | 8. Mr. Oladimeji Adeleke        |
| 3. Prince Anthony Omojola | 9. Alhaja Ikudaisi              |
| 4. Hon. Bright Nwabughogu | 10. Barrister Adetutu Siyanbola |
| 5. Alhaja Sariata Balogun | 11. Mr. Kolawole Durojaiye      |
| 6. Mr. Babajide Adetunji  | 12. Mr. Owolabi Peter           |

All instruments of proxy should be duly stamped by the Commissioner of Stamp Duties and deposited at the Registrar's Office, First Registrars & Investor Services, Plot 2, Abebe Village Road, Iganmu, Lagos, not later than 48 hours before the time for holding the Meeting. A corporate body being a member of the Company is required to execute a proxy under seal. A blank proxy form is attached to the Annual Report and Accounts and may also be downloaded from the Company's website at (<http://mrsoilnigplc.net/investor/index.html>).

#### iii. Attendance:

In accordance with the 2020 CAC's Guidelines, attendance at the AGM shall be by proxy only. The proceedings of the AGM shall be streamed live.

#### iv. Stamping of Proxy Forms:

Arrangements will be made for the stamping of duly completed and signed proxy forms, to be submitted to the Company's Registrars within the time stipulated above.

#### v. Shareholders Right to Ask Questions:

Prior to the Meeting, Members have a right to ask questions regarding concerns or observations that may arise from 2020, Annual Report and Accounts, in writing and during the Annual General Meeting. Provided, that the questions in writing shall be submitted to the Company, not later than July 13, 2021. The 2020 Annual Report and Accounts of the Company is available on the Company's website at [www.mrsoilnigplc.net](http://www.mrsoilnigplc.net).

#### vi. Register of Members and Transfer Books:

The Register of Members and Transfer Books of the Company will be closed from July 5, 2021 through July 8, 2021 (both dates inclusive) to enable the preparation of the Annual General Meeting.

#### vii. Nomination for the 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 notice in writing of such nomination to the Company Secretary at least 21 days before the Annual General Meeting.

#### viii. Unclaimed Dividend and Share Certificates:

Several dividend warrants and share certificates remain unclaimed and are yet to be presented for payment or returned to the Company for revalidation. We, therefore, urge all Shareholders who are yet to update their contact details to kindly contact the Company's Registrar or the Company Secretary.

#### ix. E-Dividend Mandate:

Shareholders are hereby advised to update their records and notify the Company's Registrar to update their records and relevant bank accounts in respect of dividend payments. A detachable e-dividend mandate form, is attached to the Annual Report for your convenience. The aforementioned form can be downloaded from the Company's website at [www.mrsoilnigplc.net](http://www.mrsoilnigplc.net) or [www.firstregistrarsnigeria.com/download-forms](http://www.firstregistrarsnigeria.com/download-forms).

Duly completed forms should be returned to First Registrars & Investor Services Limited, Plot 2, Abebe Village Road, Iganmu, Lagos or via email at [info@firstregistrars.com](mailto:info@firstregistrars.com).

#### x. E-Report:

The electronic version of the 2020 Annual Report and Accounts is available online for viewing and download via the Company's website, [www.mrsoilnigplc.net](http://www.mrsoilnigplc.net), and the Registrars' website; [www.firstregistrarsnigeria.com/download-forms](http://www.firstregistrarsnigeria.com/download-forms). In order to improve delivery of the Company's Annual Report and Accounts, we have inserted a detachable form to the Annual Report and request that shareholders who would like to receive an electronic format of the Annual Report and Accounts, to return a duly completed form to the Company's Registrars or Company Secretary for further processing.

#### xi. SEC Rule on Complaints Management Framework:

Please note that the Securities and Exchange Commission Rule No. 10(a) enjoins Shareholders who have complaints to register same on the website of the Company at [www.mrsoilnigplc.net](http://www.mrsoilnigplc.net). This will enable the Company handle complaints from Shareholders in a timely, effective, fair and consistent manner.

#### xii. Biographical Details of Directors for Re-election/Election:

The biographical details of Directors standing for re-election/election are provided in the 2020 Annual Report of the Company, on page 34-38 and the Company's website [www.mrsoilnigplc.net](http://www.mrsoilnigplc.net).

#### xiii. Website:

A copy of this Notice, list of unclaimed dividends for the year ended 31 December, 2020, and other information relating to the AGM can be found on the Company's website – [www.mrsoilnigplc.net](http://www.mrsoilnigplc.net).


#### xiv. Live Streaming of the Annual General Meeting:

The AGM will be streamed live via the Company's website and on Youtube. This will enable Shareholders and other Stakeholders who will be unable to attend the meeting physically, to be part of the proceedings of the AGM. The link for the live streaming would be made available on the Company's website in due course.

#### xv. Special Business:

The CAC has approved that matters under special business will be tabled at the AGM.

#### BY ORDER OF THE BOARD

  
O.M. Jafajo (Mrs.) FCI  
Company Secretary  
FRC NO: 2013/NBA/0000002311

Registered Office  
2, Tin Can Island Port Road,  
Apapa, Lagos,  
Nigeria.  
Dated: March 30, 2021

