

Our ref:

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Date:

**CEMENT COMPANY OF NORTHERN NIGERIA PLC RC.3111**

**Notice of 39<sup>th</sup> Annual General Meeting**

Notice is hereby given that the 39<sup>th</sup> Annual General Meeting of Cement Company of Northern Nigeria Plc will be held on **Thursday, July 26, 2018** in Amma Hall, Dankani Guest Palace, No. 1A, Kalambaina Road, Sokoto at 11:00 am to transact the following ordinary business:

**AGENDA**

1. To lay before the meeting the report of the Directors, Statement of Financial Position as at December 31, 2017 together with the Statement of Profit or Loss and Other Comprehensive Income for the year ended on that date and the reports of the Auditors and the Audit Committee thereon.
2. To declare a Dividend.
3. To elect/re-elect Directors.
4. To authorize the Directors to fix the remuneration of the Auditors.
5. To elect members of the Audit Committee.

**Special Business:**

6. To consider and if deemed fit pass a special resolution amending article 71 of the Company's articles of association as follows; That article 71 be and is hereby amended to read "*Unless and until otherwise determined by a general meeting the number of Directors shall not be less than Seven (7) and not more than Thirteen (13), and the composition of the Board shall reflect the ownership structure of the Company*".
7. To approve the remuneration of the Directors.

**BY ORDER OF THE BOARD**



**AHMED ALIYU, Esq.**

*Company Secretary/Legal Adviser*

**Dated this 14<sup>th</sup> day of March, 2018**

**BOARD OF DIRECTORS: Alh. (Dr) Abdulsamad Rabiu, CON. (Chairman). Alh. Ibrahim Aminu (MD/CEO). Mr. Chimaobi K. Madukwe. Alh. Kabiru I. Rabiu. Mr. Finn Arnoldsen (Norwegian). Abubakar Magaji Esq.**



## NOTES

### (i) Proxies

A member entitled to attend and vote at the meeting is entitled to appoint a proxy in his stead. A blank proxy form is enclosed and if intended to be used, the form should be returned to the Company Secretary not later than forty-eight hours (48 hours) before the meeting.

### (ii) Closure of Register of Members

Notice is hereby given that the register of members and transfer books of the Company will be closed from **Tuesday, June 19, 2018 to Friday, June 22, 2018** (both dates inclusive) for updating the register.

### (iii) Dividend Payment

If the dividend payment of =N=1:25k per share proposed by the Directors is approved, dividend warrants or e-payment will be paid on **Friday, July 27, 2018** to the shareholders whose names appear in the register of members by close of business on **Thursday, June 14, 2018**.

### (iv) Audit Committee

In accordance with Section 395 (5) of the Companies and Allied Matters Act, CAP C20 LFN 2004, any member may nominate a shareholder as a member of the Audit Committee by giving notice in writing to the Company Secretary at least twenty-one days (21 days) before the meeting. According to clause 30.2 of the Code of Corporate Governance issued by the Securities & Exchange Commission, members of the Audit Committee should have basic financial literacy and should be able to read financial statements. At least one member should have knowledge of accounting or financial management. Therefore, the curriculum vitae of the nominee should be attached to the nomination.

### (v) Rights of Securities' Holders to ask Questions

Securities' Holders have rights to ask questions not only at the meeting, but also in writing prior to the Meeting, and such questions must be submitted to the Company on or before **Tuesday, July 24, 2018**.