



**NOTICE IS HEREBY GIVEN** that the 28<sup>th</sup> Annual General Meeting of Eterna Plc will be held on Thursday 12<sup>th</sup> August 2021 at the Shell Hall, Muson Centre, Onikan Lagos at 11.00am prompt to transact the following businesses:

**Ordinary Business:**

1. To lay the Report of the Directors, the Audited Financial Statements, the Reports of the Auditors and the Audit Committee for the year ended 31<sup>st</sup> December 2020 before the shareholders.
2. To declare a Dividend.
3. To ratify the appointment of Mr. Farouk Ahmed and re-elect retiring Directors.
4. To re-appoint the Auditors and authorize the Directors to fix the remuneration of the Auditors.
5. To elect members of the Audit Committee.
6. To disclose the Remuneration of Managers of the Company in line with Section 257 of the Companies and Allied Matters Act, 2020

**Special Business:**

7. To fix the remuneration of the Directors.
8. That in compliance with the rules of the Nigerian Exchange Limited governing transactions with related parties or interested persons, the Company be and is hereby granted a general mandate in respect of all recurrent transactions entered into with a related party or interested person which are of a revenue or trading nature or are necessary for the Company's day to day operations.

**Notes:**

**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 and such proxy need not be a member of the Company,

Members are required to appoint a proxy of their choice from the following proxies to represent them at the Meeting:

- (a) Mr. Lamis Shehu Dikko (Chairman)
- (b) Mr. Nnamdi Obiagwu, Managing Director/CEO
- (c) Mr. Ignatius Adegunle (Shareholders Representative, Audit Committee)
- (d) Sir Sunny Nwosu (Minority Shareholder)
- (e) Mr. Boniface Okezie (Minority Shareholder)
- (f) Mrs. Bisi Bakare (Minority Shareholder)
- (g) Engr. MOT Olayiwola Tobun (Minority Shareholder)

All proxy instruments should be duly stamped by the Commissioner of Stamp Duties and deposited at the Registrar's office, Greenwich Registrars and Data Solutions Limited, 274, Murtala Muhammed Road, Yaba, Lagos, not less than 48 hours before the time fixed for the AGM.

A corporate body being a member of the Company is required to execute proxy instrument(s) under seal.

**Closure of Register and Transfer Books**

The Register of members and Transfer Books will be closed from the 3<sup>rd</sup> May to the 7<sup>th</sup> May 2021 (both days inclusive) for the purpose of updating the Register of Members in accordance with Section 89 of the Companies and Allied Matters Act [Cap C20 Laws of the Federation of Nigeria 2004].

**Dividend**

If payment of the Dividend is approved, the payment will be made on Friday, 13 August 2021 to holders of shares whose names appear on the Register of Members on Friday 30<sup>th</sup> April 2021.

**E-Dividend Mandate**

Notice is hereby given to all shareholders to open bank accounts for the purpose of dividend payment. A detachable e-dividend mandate and change of address form is attached to the annual report to enable shareholders furnish particulars of their bank and CSCS account numbers to the Registrars.

**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. All such nominations should reach the Company Secretary at least 21 days before the Annual General Meeting.

**E-Annual Report**

The electronic version of the Annual report is available at [www.eternapl.com](http://www.eternapl.com). Shareholders who have provided their email addresses to the Registrars 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 are kindly required to request via email: [info@gtlregistrars.com](mailto:info@gtlregistrars.com)

**Rights of Securities' Holders to ask Questions**

Shareholders have a right 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 5<sup>th</sup> August, 2021.

**Website**

A copy of this notice and further information relating to the meeting are available on the Company's website at [www.eternapl.com](http://www.eternapl.com)

**Live Streaming of the AGM**

The AGM will be streamed live online. This will enable Shareholders and other relevant Stakeholders who will not be attending the meeting physically to also be part of the proceedings. The link for the live streaming will be made available on the Company's website: [www.eternapl.com](http://www.eternapl.com) and by the Registrar, in due course.

BY ORDER OF THE BOARD

Bunmi Agagu  
Company Secretary/Legal Adviser  
FRC/2013/NBA/00000004342

**ETERNA PLC** RC:124136

5a Oba Adeyinka Oyekan Avenue  
(Formerly Second Avenue) Ikoyi, Lagos  
P.O. Box 5647, Marina, Lagos  
Telephone: 01-4604062, 4605317  
E: [info@eternapl.com](mailto:info@eternapl.com)  
W: [www.eternapl.com](http://www.eternapl.com)



Eterna Plc is the sole licensee  
of Castrol products in Nigeria



Eterna ...energy for life  
UPSTREAM | MIDSTREAM | DOWNSTREAM