

Notore

NOTORE CHEMICAL INDUSTRIES PLC

PROXY FORM

I/We

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of

.....

being a Member/Members of the above-named Company, hereby appoint

(i)

.....

of

.....

or failing whom, appoint

(ii)

.....

of

.....

as my/our proxy to act and vote for me/us and on my/our behalf, at the Annual General Meeting of the Company, to be held on Friday, 25th June 2021, at the Oduduwa Hall, Southern Sun Hotel, 47, Alfred Rewane Road, Ikoyi, Lagos, in respect of the Resolutions listed below.

It is a requirement of the law under the Stamp Duties Act, Cap S8, Laws of the Federation of Nigeria, 2004, that any instrument of proxy to be used for the purpose of voting by any person entitled to vote at any meeting of shareholders must be stamped by the Commissioner for Stamp Duties. However, in compliance with the CAC Guidelines for conduct of AGM by Proxy, the Company has made arrangement at its cost, for the stamping of the duly completed and signed proxy forms submitted to the Company's Registrars.

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PROPOSED RESOLUTIONS	FOR	AGAINST	ABSTAIN
1. To receive and consider the Audited Financial Statements of the Company and of the Group for the year ended 30 th September 2020, together with the Reports of the Directors, Auditors and Audit Committee thereon			
2. To appoint Deloitte & Touche, as the Company's External Auditors and to authorize the Directors of the Company to fix the remuneration of the External Auditors			
3. To re-elect the following Directors who in accordance with Section 285(2) of the Companies and Allied Matters Act ("CAMA"), 2020 are retiring by rotation, but are eligible and have offered themselves for re-election: (i) Engr. Mike Orugbo (ii) Mr. Bashir Lebada (iii) Mr. Femi Agbaje (iv) Mr. Seyi Hammond			
4. To disclose the Remuneration of Managers in accordance with Sections 257 of CAMA			
5. To elect the Shareholders Representatives of the Statutory Audit Committee			
6. That the accounting reference date and financial year-end of the Company be and is hereby changed from 30 th September to 31 st December			
7. That in view of the newly enacted Companies and Allied Matters Act ("CAMA"), 2020, and in accordance with Section 53 of CAMA, the Company's Memorandum and Articles of Association ("MemArts") be amended by aligning all references to the Companies and Allied Matters Act, 2004 with the corresponding section in CAMA 2020 and that the successive Articles be re-numbered serially			
8. That the Company Secretary be and is hereby authorized to take all such necessary steps to give effect to the above resolutions, including filing and certifying the relevant forms and returns at the Corporate Affairs Commission			

Please indicate with an "X" in the appropriate column how you wish your votes to be cast on the resolutions set out above. Unless otherwise instructed, the proxy will vote or abstain from voting at his/her discretion.

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Dated this ----- day of June, 2021

Signature of Shareholder: _____

Name of Shareholder: _____

Signature of Person
attending (*if applicable*): _____

NOTES:

- a. If executed by a corporation, the Proxy should be sealed with the common seal of the corporation.
- b. This Proxy is sent for the convenience of Shareholders who are unable to attend the Meeting.
- c. For the Proxy to be effective, it must be received by the **Registrars, DataMax Registrars Limited, 2C, Gbagada Expressway, Anthony Oke Bus Stop, (by Beko Ransome Kuti Park), Shomolu Lagos**, not later than forty-eight (48) hours before the time fixed for the Meeting.

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TO THE 7TH ANNUAL GENERAL MEETING TO BE HELD AT THE ODUDUWA HALL,
SOUTHERN SUN HOTEL, 47, ALFRED REWANE ROAD, IKOYI, LAGOS.

On Friday, 25th June, 2021 at 11.00 am

NAME OF SHAREHOLDER

SIGNATURE OF PERSON ATTENDING

NOTE: The Shareholder or his/her proxy must produce this admission card in order to be admitted to the meeting