

DAAR COMMUNICATIONS PLC

NOTICE OF 15TH ANNUAL GENERAL MEETING (AGM)

NOTICE IS HEREBY GIVEN THAT the 15th Annual General Meeting (AGM) of

DAAR COMMUNICATIONS PLC

will be held virtually on Thursday September 14, 2023 at the Company's Corporate Headquarters, No. 1 Ladi Lawal Drive, Off Gen. T.Y. Danjuma Street, Kpaduma Hill, Asokoro Abuja, Federal Capital Territory (FCT) at 11:00 am or so soon thereafter to transact the following business:

ORDINARY BUSINESS:

1. To lay before the members and receive the Audited Financial Statements for the year ended 31st December, 2022 and the reports of the Directors, Auditors and Audit Committee thereon.
2. To re-elect Director.
3. To re-appoint Auditors for the Company for the 2023 financial year.
4. To authorize the Directors to fix the remuneration of the Auditors for the 2023 financial year.
5. To disclose the Remuneration of Managers of the Company in Compliance with Section 257 of CAMA 2020.
6. To elect members of the Statutory Audit Committee.

SPECIAL BUSINESS:

7. To approve the remuneration of Non-Executive Directors.

ORDER OF THE BOARD

Dated this 28th day of July, 2023



DONATUS O. ANOPUO

FRC/2014/NBA/0000007231

Company Secretary

REGISTERED OFFICE

No.1 Ladi Lawal Drive,
Off Gen. T.Y. Danjuma Street,
Kpaduma Hills, Asokoro,
Abuja, FCT.

NOTES:

1. PROXY

A member of the Company entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on his/her behalf. A Proxy need not be a member of the Company.

A Proxy form for this purpose is contained in the Annual Report and Accounts to be valid for the meeting.

The Proxy form must be completed and stamped by the Commissioner for Stamp Duties in accordance with the Stamp Duties Act (Cap 58 Laws of the Federation of Nigeria 2004) and thereafter deposited at the office of the Registrar – First Registrars and Investor Services Limited, No. 2, Abebe Village Road, Iganmu, Lagos or via email info@firstregistrarsnigeria.com or ebusiness@firstregistrarsnigeria.com not later than 48 hours before the time of the meeting. The cost of stamping of completed proxies shall be borne by the Company.

2. VIRTUAL MEETING LINK

Pursuant to the provisions of the Business Facilitation (Miscellaneous Provision) Act, 2022 which allows Public Companies to hold General Meetings electronically, the 15th Annual General Meeting will be held virtually. The link for the meeting can be accessed through the Company's website-www.daargroup.com

3. CLOSURE OF REGISTER

The Register of Members and Transfer Books of the Company will be closed from 27th August, 2023 to 4th September, 2023 (both days inclusive).

4. STATUTORY AUDIT COMMITTEE

In accordance with section 404 (6) of the Companies and Allied Matters Act, CAMA (Cap C20, Laws of the Federation of Nigeria, 2020), any member may nominate a shareholder to be elected as a member of the Audit Committee by giving notice in writing of such nomination to the Company Secretary at least 21 days before the Annual General Meeting.

Kindly note that the provisions of the Corporate Governance Guidelines issued by the Securities and Exchange Commission (SEC) indicate that members of the Statutory Audit Committee should have basic financial literacy and in view of the foregoing, nominations to the

Statutory Audit Committee should be supported by the Curricula Vitae of the nominees.

5. RE-ELECTION OF DIRECTORS

Following the demise of Mr Cornelius Oboh on December 11, 2022 and High Chief Raymond Dokpesi on May 29, 2023 they both cease to be members of the Board. However, in accordance with the Provisions of the Companies and Allied Matters Act (CAMA) Section 285 (Sub1-4)2020, the Directors to retire by rotation are Dr. Shedrack Akolokwu and Alhaji Gambo Lawal. While Alhaji Gambo Lawal will be eligible for reelection, both Dr Shedrack Akolokwu and Princess Toru Ofili have retired from the Board.

6. SHAREHOLDERS' QUESTIONS

Any Shareholder entitled to attend the meeting reserves the right to ask questions not only at the Annual General Meeting but before the date of the meeting. Shareholders may submit their questions prior to the meeting in writing to the company in line with Rule 19.12 (c) of the Listing Rules of The Nigerian Exchange Regulations Limited and should be addressed to the Company Secretary and reach the company at its Head Office or by electronic mail at info@daargroup.com and/or donatus.anopuo@daargroup.com not later than 48 hours before the time fixed for the meeting.

7. E-DIVIDEND MANDATE

Shareholders who are yet to complete the e-dividend registration are advised to complete the e-dividend mandate form in the Annual Report and submit to the Registrars: First Registrars and Investor Services Limited, No. 2, Abebe Village Road, Iganmu, Lagos.

8. UNCLAIMED SHARE CERTIFICATES

Some Share Certificates have remained unclaimed or are yet to be presented or returned to the Registrars. Affected Shareholders are advised to contact the electronic version of Registrars, First Registrars and Investor Services Limited, No. 2, Abebe Village Road, Iganmu, Lagos.

9. ELECTRONIC ANNUAL REPORT

The electronic version of the Annual Report will be available before the meeting at www.daargroup.com. Shareholders who have provided their email addresses and WhatsApp numbers to the Registrars will receive the electronic version of the Annual Report via email and WhatsApp. Shareholders who are interested in receiving the electronic version of the Annual Report are kindly required to request via email to info@daargroup.com.

10. LIVE STREAMING OF AGM

The 15th AGM will be streamed LIVE on-line. This will enable shareholders and other stakeholders who will not be attending physically to follow the proceedings. The on-line link for the 15th AGM LIVE streaming will be made available on the Company's website at www.daargroup.com and by the Registrars in due course. The form can also be downloaded from the Company's website at www.daargroup.com.

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