

NOTICE OF 12TH ANNUAL GENERAL MEETING

Notice is hereby given that the 12th Annual General Meeting (AGM) of Dangote Cement Plc. will hold on Wednesday, 26 May 2021, at Eko Hotel and Suites, Victoria Island, Lagos at 11.00 a.m. to transact the following business:

Ordinary Business

1. To receive the Audited Financial Statements for the Year Ended 31st December 2020 and the Reports of the Directors, 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 shareholders' representatives of the Statutory Audit Committee.
6. To disclose the remuneration of managers.

Special Business

To consider and if thought fit, pass the following resolution as an ordinary resolution of the Company:

7. To fix the remuneration of the Directors.

Notes:

A. Preparation: In view of the COVID-19 pandemic, the Company has taken various steps to ensure the safety of attendees, as well as compliance with stated guidelines. These include the provision of sanitisers, masks and gloves at the venue, as well as the checking of temperatures and ensuring social distancing between attendees.

B. Proxies: Attendance at the AGM shall only be by proxy in view of the COVID-19 pandemic and in compliance with regulatory approvals to hold the meeting by proxy. A proxy form is attached to the Annual Report. A Member has the right to appoint a proxy/proxies from the list below to attend and vote instead of him; the proxy/proxies need not be a member(s) of the Company. All instruments of proxy must be deposited at the registered Office of the Company at 1, Alfred Rewane Road, Ikoyi, Lagos (or dcp.legal@dangote.com) or the Office of the Registrars, Coronation Registrars Ltd, at 9, Amodu Ojikutu Street, Victoria Island, Lagos, (or eforms@coronationregistrars.com) not later than 48 hours before the time for holding the meeting. All instruments of proxy shall be at the Company's expense. A Member entitled to attend and vote at the AGM is advised to select from the following proxies, to attend and vote in his stead:

1. Alhaji Aliko Dangote GCON.
2. Mr. Olakunle Alake
3. Mr. Emmanuel Ikazoboh
4. Mr. Michel Puchercos.
5. Sir Sunny Nwosu
6. Dr. Umar Farouk
7. Mr. Nornah Awoh
8. Mrs. Bisi Bakare

C. Closure of Register of Members: Notice is hereby given that the Register of Members and the Transfer Books of the Company will be closed on 28 April 2021.

D. Payment of Dividend: If the dividend recommended by the Directors is approved by the Shareholders at the Annual General Meeting, dividends will be paid by 27 May 2021 to the shareholders whose names are registered in the Company's Register of Members at the close of business on 27 April 2021. A list of unclaimed dividends is available on the Company's website at www.dangotecement.com. Shareholders with "unclaimed share certificates" or "unclaimed dividends" should address their claim(s) to the registrars, Coronation Registrars Ltd, at eforms@coronationregistrars.com or 9, Amodu Ojikutu Street, Victoria Island, Lagos, Nigeria.

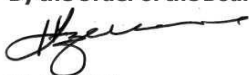
E. E-Dividend Registration: Notice is hereby given to all shareholders to open bank accounts, stockbroking accounts and CSCS accounts for the purpose of receiving dividend payments electronically. A detachable E-Mandate Activation form is included in the Annual Report to enable shareholders provide their details to the Registrar.

F. Nomination to the Audit Committee: In accordance with the Companies and Allied Matters Act, 2020, a shareholder may nominate another shareholder for appointment as member of the Audit Committee by giving notice to the Company Secretary at least 21 days before the Annual General Meeting.

G. Rights of Securities Holders to Ask Questions: Securities holders have a right to ask questions not only at the Annual General Meeting, but also in writing prior to the meeting. Questions should be submitted to the Company Secretary at the Company's registered office up to two days before the date of the Annual General Meeting.

H. Streaming: The Annual General Meeting will be streamed live from our website (<http://www.dangotecement.com>) and our YouTube channel (<https://www.youtube.com/dangotegroup>).

By the Order of the Board of Directors.



Mahmud Kazaure
Company Secretary

Registered Office
Union Marble House,
1, Alfred Rewane Road,
Ikoyi, Lagos.

Dated March 18th 2021





PROXY FORM

[illegible]

SN	Ordinary Business	For	Against	Abstain
1.	To receive the audited Financial Statements for the year ended 31 st December 2020 and the Reports of the Directors, Auditors and Audit Committee			
2.	To declare a dividend			
3.	To re-elect or appoint Directors as follows:			
3.1.	To re-elect Mr. Emmanuel Ikazoboh as a Director, who is retiring by rotation			
3.2.	To re-elect Mrs. Dorothy Ufot SAN as a Director, who is retiring by rotation			
3.3.	To re-elect Mr. Devakumar V. G. Edwin as a Director, who is retiring by rotation			
3.4.	To re-elect Mr. Ernest Ebi MFR as a Director, who is retiring by rotation			
3.5.	To re-elect Mr. Olakunle Alake as a Director, who is retiring by rotation			
3.6.	To appoint Ms. Berlina Moroole as a Director			
4.	To authorize the Directors to fix the remuneration of the Auditors			
5.	To elect shareholders' representatives of the Statutory Audit Committee			
SN	Special Business	For	Against	Abstain
6.	To approve the remuneration of Directors			

- F. 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.

12th Annual General Meeting of Dangote Cement Plc to be held at Eko Hotels & Suites, Victoria Island, Lagos on Wednesday, 26 May, 2021, at 11.00 a.m.

Shareholder's name: _____

Shareholder's address:

Number of shares held: