



Trans-Nationwide Express Plc.

28, Oshodi / Apapa Expressway, Oshodi-Lagos. P.M.B. 21672, Ikeja. RC 61750
Tel: +234 (0) 812 368 2573, 0909 527 0137, 0802 569 7917, 0704 618 2356
E-mail: tranex@tranex-ng.com
Website: www.tranex-ng.com

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 28th Annual General Meeting of Trans-Nationwide Express PLC will be held at Radisson Blu Hotel, No. 38-40, Isaac John Street, Ikeja GRA, Lagos on Wednesday, 21st July, 2021 at 11.00 a.m. for the following purposes:

ORDINARY BUSINESS:

1. To lay before the meeting the Audited Financial Statements for the year ended 31st December, 2020 together with the Reports of the Directors, the Independent Auditors and the Audit Committee thereon.
2. To re-elect the following Directors retiring by rotation:
 - i) Mr. Sulaiman Adedokun
 - ii) Mr. Adebayo Adeleke
3. To authorise the Directors to fix the remuneration of the Auditors.
4. To disclose the remuneration of Managers of the Company (inclusive of taxes and other statutory obligations).
5. To elect members of the Statutory Audit Committee.

SPECIAL BUSINESS:

6. To fix the remuneration of the Directors.

BY ORDER OF THE BOARD

CAUTIOUS SERVICES LIMITED
(SECRETARIES)

FRC/2013/ICSAN/00000002873

Date: May 27, 2021

Plot 28, Oshodi Apapa Expressway,
Oshodi, Lagos.

NOTES:

1) COMPLIANCE WITH COVID-19 RELATED DIRECTIVES AND GUIDELINES

The Federal Government of Nigeria, State Governments, Health Authorities, and Regulatory Agencies have each issued a number of directive and guidelines aimed at curbing the spread of Covid-19 in Nigeria. Particularly, the Lagos State Government prohibited the gathering of more than 50 people whilst the Corporate Affairs Commission issued Guidelines on holding of Annual General Meetings by proxy. The convening and conduct of this Annual General Meeting shall be done in compliance with these directives and Guidelines.

2) **PROXY**

A member of the Company entitled to attend and vote at this meeting is entitled to appoint a proxy to attend and vote in its, his or her stead. A proxy need not be a member of the Company. A proxy form is supplied with this Notice.

For a completed proxy form to be valid for the purpose of this meeting, it must be duly stamped by the Commissioner of Stamp Duties and deposited at the office of the Company Registrars, CardinalStone Registrars Limited, 335/337 Herbert Macaulay Way, Yaba, Lagos or via email to registrars@cardinalstone.com, not later than 48 (forty-eight) hours before the time of holding the meeting.

3) **ATTENDANCE BY PROXY**

In line with the CAC Guideline, attendance at the AGM shall be by proxy only, subject to the quorum provisions in the Company's Articles of Association, and the names of the proxies have been provided in the Proxy Form. Shareholders are required to appoint a proxy of their choice from their list of nominated proxies below:

- i) Mr. Sulaiman Adedokun (Chairman)
- ii) Mr. Saheed Bashir
- iii) Mr. Tunji Esan
- iv) Chief Matthew Akinlade
- v) Mr. Moses Igbrude
- vi) Mr. Eric Akinduro
- vii) Mr. Ariyo Olugbosun

4) **STAMPING OF PROXY**

The Company has made arrangement at its cost for the stamping of duly completed and signed proxy forms submitted to the Company's Registrars within the stipulated timeline.

5) **E-DIVIDEND**

Notice is hereby given to all shareholders to open bank accounts, stock broking accounts and CSCS accounts for the purpose of dividend. A detachable application form for e-dividend is attached to the Annual Report to enable all shareholders to furnish particulars of their accounts to the Registrars.

6) **UNCLAIMED DIVIDEND WARRANTS AND SHARE CERTIFICATES**

Shareholders are hereby informed that a number of share certificates and dividend warrants have been returned to the Registrars as "unclaimed". A list of all unclaimed dividend will be circulated with the Annual Report and Financial Statements. Any member affected by this notice is advised to write to or call at the office of the Company Registrars, CardinalStone Registrars Limited, 358 Herbert Macaulay Way, Yaba, Lagos during normal working hours.

7) **CLOSURE OF REGISTER OF MEMBERS AND TRANSFER BOOKS**

NOTICE IS HEREBY GIVEN that the Register of Members and Transfer Books of the Company will be closed from Monday, 12th July, 2021 to Friday, 16th July, 2021, both days inclusive for the purpose of updating the Register of Members.

8) **NOMINATIONS FOR THE STATUTORY AUDIT COMMITTEE**

In accordance with Section 404(3) of the Companies and Allied Matters Act, 2020 requires the Statutory Audit Committee of public company to have 5 (five) members, comprising of 3 (three) shareholders and 2 (two) Non-Executive Directors. In accordance with Section 404(6) of the Companies and Allied Matters Act, 2020, any shareholder may nominate another shareholder for election as a member of the Statutory Audit Committee by giving notice in writing of such nomination, attaching the curriculum vitae of the nominee to the Company Secretaries at least 21 (twenty-one) days before the date of the Annual General Meeting.

Shareholders are enjoined to note that the Securities and Exchange Commission's Code of Corporate Governance for Public Companies as well as the Federal Reporting Council of Nigeria's National Code of Corporate Governance requires members of the Statutory Audit Committee to have basic financial literacy and an ability to read and interpret financial statements.

9) **RIGHTS OF SHAREHOLDERS TO ASK QUESTIONS**

Pursuant to Rule 19.12 (c) of the Nigerian Stock Exchange's Rulebook 2015, please note that Shareholders have a right to ask questions not only at the Annual General Meeting, but also in writing prior to the Annual General Meeting. We therefore urge that such questions be submitted to the Company Secretaries not later than 2 (two) weeks before the date of the meeting.

10) **BIOGRAPHICAL DETAILS OF DIRECTORS FOR RE-ELECTION/APPROVAL**

The biographical details of the directors submitted for re-election are contained in the Annual Report and Accounts of the Company under Directors' Profile.



Trans-Nationwide Express Plc.

RC 61750

28, Oshodi / Apapa Expressway, Oshodi-Lagos. P.M.B. 21672, Ikeja.
Tel: +234 (0) 812 368 2573, 0909 527 0137, 0802 569 7917, 0704 618 2356

E-mail: tranex@tranex-ng.com

Website: www.tranex-ng.com

TRANS-NATIONWIDE EXPRESS PLC PROXY FORM

I/We.....of
(Name of Shareholder in Block letters)

The undersigned, being a Member of TRANS-NATIONWIDE EXPRESS PLC hereby appoint the following person:

S/N	Name	Proxy Choice
1.	Mr. Sulaiman Adedokun	
2.	Mr. Saheed Bashir	
3.	Mr. Tunji Esan	
4.	Chief Matthew Akinlade	
5.	Mr. Moses Igbrude	
6.	Mr. Eric Akinduro	
7.	Mr. Ariyo Olugbosun	

or failing him/her, the Chairman of the meeting as my/our Proxy to vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held at Radisson Blu Hotel, No. 38-40, Isaac John Street, Ikeja GRA, Lagos on Wednesday, 21st July, 2021 at 11.00 a.m. and at any adjournment thereof.

Dated this day of 2021

Shareholder's Signature

NOTE:

- 1) This form of proxy together with the power of attorney or other authority, if any, under which it is signed or a notarial certified copy thereof, should be completed and deposited at the office of the Company's Registrars, Cardinal Stone (Registrars) Limited, 335/337, Herbert Macaulay Way, Beside St. Dominic Catholic Church, Yaba, Lagos State, or via email to registrars@cardinalstone.com, not later than 48 hours before the time of holding the meeting.
- 2) In the case of joint holders, the signature of anyone of them will suffice, but the names of all joint holders should be shown.
- 3) It is a legal requirement that all instruments of proxy must bear appropriate stamp duty (not adhesive postage stamps) from the Stamp Duties Office. 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 within the stipulated time.

ADMISSION FORM: TRANS-NATIONWIDE EXPRESS PLC RC 61750

*Name of Shareholder

* Name of Proxy (pick from list above)

A member (shareholder) entitled to attend and vote is entitled to appoint one or more Proxies to attend and vote instead of him. Proxy need not be a member. The above proxy form has been prepared to enable you exercise your right to vote.

IMPORTANT

Please insert your name in BLOCK CAPITALS on both proxy and admission form where asterisked. Insert the name of any person whether a member of the Company or not.

For the Registrars' use only

No. of shares held

RESOLUTIONS	FOR	AGAINST
1. To receive Reports & Accounts		
2a. To re-elect Mr. Sulaiman Adedokun as a Director.		
2b. To re-elect Mr. Adebayo Adeleke as a Director.		
3. To authorise the Directors to fix the remuneration of the Auditors		
4. To disclose the remuneration of Managers of the Company		
5. To elect members of the Statutory Audit Committee		
6. To fix the remuneration of the Directors		
Please indicate with "X" in the appropriate space how you wish your vote to be cast on the resolutions set out above. Unless otherwise instructed, the proxy will vote or abstain from voting at his/her discretion.		