

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 28th Annual General Meeting of ABC Transport Plc will hold at Mayfair Suites and Conference Centre, Plot 40, Egbu Road, Owerri, Imo State, on Friday 17th September, 2021 at 11.00am for the purpose of transacting the following business:

ORDINARY BUSINESS

1. To lay before the members, the financial statements for the year ended 31st December, 2020, together with the reports of the Directors, Auditors and Audit Committee thereon.
2. To elect/re-elect Directors.
3. To disclose the remuneration of Managers of ABC Transport Plc.
4. To elect members of the Audit Committee.
5. To authorize the Directors to fix the remuneration of the Auditors.

SPECIAL BUSINESS

6. To fix the remuneration of the Directors.

NOTES

1. PROXY

In view of the Covid-19 pandemic and in compliance with the Coronavirus Disease (Covid – 19) Health Protection Regulations, 2021 made by the Federal Government of Nigeria, which restricted the maximum number of persons allowable in any public gathering, attendance at the Annual General Meeting shall be by proxy only. Pursuant to the “Guidelines on Hosting of Annual General Meetings Using Proxies” issued by the Corporate Affairs Commission (the Commission), the Company has obtained the approval of the Commission to hold the Annual General Meeting using proxies.

Consequently, members are required to appoint a proxy of their choice from the following proxies to attend and vote in his/her/its stead:

- (a) Mr. Frank Nneji OON (*Managing Director/CEO*);
- (b) Mr. Rex Chidi Okoro (*Executive Director*);
- (c) Mr. Bamidele Asije (*Non-Executive Director*);
- (d) Mr. John Okoro (*Independent Non-Executive Director*);
- (e) Chief Uzoma Edmund Njoku (Shareholder); and
- (f) Engr. Oscar Onuoha (Shareholder).

For the appointment to be valid for the purposes of the Meeting, the duly completed proxy forms must be deposited at the office of the Registrars, First Registrars and Investor Services Limited, Plot 2, Abebe Village Road, Iganmu, Lagos State or sent by e-mail to info@firstregistrarsnigeria.com or ebusiness@firstregistrarsnigeria.com, not later than 48 hours prior to the date of the meeting. A blank Proxy Form is included in the 2020 Annual Report & Accounts and will be available on the Company's website: www.abctransport.com as well as on that of the Registrars, www.firstregistrarsnigeria.com. The Company would bear the cost of stamping the proxy forms.

2. E-DIVIDEND

Pursuant to the directives by the Securities and Exchange Commission (SEC), notice is hereby given to all shareholders to open bank accounts, stock broking accounts and CSCS accounts for the purpose of dividend payment. Detachable e-mandate application form for the e-dividend is attached to the Annual Report and can be accessed on the Company's website at www.abctransport.com to enable all shareholders furnish particulars of their bank accounts to the Registrar as soon as possible. The e-dividend form is also available on the website of the Company's Registrar at www.firstregistrarsnigeria.com. The completed form should be returned to First Registrars and Investor Services Limited, Plot 2, Abebe Village Road, Iganmu, Lagos

3. **CLOSURE OF REGISTER OF MEMBERS**

The Register of Members and Transfer Books of the Company will be closed from 23rd August, 2021 to 3rd September, 2021, both days inclusive for the purpose of preparing an up to date register of members.

4. **UNCLAIMED DIVIDEND WARRANTS**

Shareholders are hereby informed that some dividend warrants are yet to be claimed, while some have neither been presented for payment nor to the Registrars for revalidation.

Shareholders are by this notice informed that a list of such unclaimed dividends is posted on the company's website: www.abctransport.com. Affected members are by this Notice advised to contact the Registrars, First Registrars & Investor Services Limited, Plot 2, Abebe Village Road, Iganmu, Lagos, for resolution of any issues

5. **RIGHTS OF SECURITIES' HOLDERS TO ASK QUESTIONS**

Securities' Holders 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 Secretary on or before 10th September, 2021.

6. **PROFILES OF DIRECTORS STANDING FOR ELECTION/RE-ELECTION**

Drolemoc Farms Limited represented by Mr. Bamidele Asije, is standing for election as a director. Prince Olumide Obayomi, who is retiring at this Annual General Meeting is standing for re-election. The profiles of these directors standing for election/re-election are set out in the 2020 Annual Report and Accounts and on the Company's website.

7. **NOMINATIONS FOR THE AUDIT COMMITTEE**

Based on the provisions of Section 404 (6) of the Companies and Allied Matters Act, 2020 (CAMA 2020), any member may nominate another member of the Company for election to the Audit Committee by giving notice in writing of such nomination to the Company Secretary at least 21 days before the Annual General Meeting. By virtue of Section 404 (5) CAMA 2020, every member of the Audit Committee shall be financially literate and at least one member shall be a member of a professional accounting body established by an act of the National Assembly. We request that nominations be accompanied by the *curriculum vitae* of the nominee. The *curriculum vitae* of eligible candidates will be posted on the company's website before the meeting.

8. **ELECTRONIC ANNUAL REPORT**

The electronic version of the 2020 Annual Report and Accounts (Annual Report) will be available online for viewing and download from the Company's website, at www.abctransport.com. Shareholders who have provided their email addresses to the Registrar will receive the electronic version of the Annual Report by email. Furthermore, shareholders who are interested in receiving the electronic version of the Annual Report should request for it by contacting the Registrar directly through this email: info@firstregistrarsnigeria.com

9. **LIVE STREAMING OF THE ANNUAL GENERAL MEETING**

The Annual General Meeting will be streamed live online. This will enable the members and other relevant stakeholders who will not be attending the meeting physically to be a part of the proceedings. The link for the AGM live streaming will be made available on the Company's website: www.abctransport.com and on the Registrars' website: www.firstregistrarsnigeria.com in due course

Dated this 3rd day of August, 2021.



ONYEKACHUKWU C. CHIGBO, ESQ.
Company Secretary
FRC/2020/002/00000021630

PROXY FORM

ABC TRANSPORT PLC

PROXY FORM

PLEASE COMPLETE THIS FORM IN BLOCK LETTERS

For the 28th Annual General Meeting (AGM) of ABC Transport Plc to be held at Mayfair Suites and Conference Centre, Plot 40, Egbo Road, Owerri, Imo State on Friday 17th September, 2021 at 11.00am or so soon thereafter.

I/We, of being a member/members of ABC Transport Plc, hereby appoint the following person:

S/N	Name	Designation	Please, tick 'X' against the name of the person you are appointing as proxy
1.	Mr. Frank Nneji	Managing Director/CEO	
2.	Mr. Rex Chidi Okoro	Executive Director	
3.	Mr. Bamidele Asije	Non Executive Director	
4.	Mr. John Okoro	Independent Non Executive Director	
5.	Chief Uzoma Edmund Njoku	Shareholder	
6.	Engr. Oscar Onuoha	Shareholder	

or failing him/her the Chairman of the meeting, as my/our Proxy to act and vote for me/us and on my/our behalf at the Company's Annual General Meeting to be held on Friday, 17th September, 2021.

ORDINARY RESOLUTIONS		Vote For	Vote Against	Abstain
1.	To receive the financial statements for the year ended 31 st December, 2020, together with the reports of the Directors, Auditors and Audit Committee thereon.			
2.	To elect Drolemoc Farms Ltd. as a Director			
3.	To re-elect Prince Olumide Obayomi as a Director			
4.	To elect members of the Statutory Audit Committee.			
5.	To authorize the Directors to fix the remuneration of the Auditors.			
SPECIAL BUSINESS				
6.	To fix the remuneration of the Directors.			

Dated this day of, 2021.

Signature

Please indicate with "X" in the appropriate box 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.

NOTES

- In accordance with the guidelines issued by the Corporate Affairs Commission (CAC) on the conduct of Annual General Meetings using proxies in Nigeria as part of the measures to mitigate the adverse effect of the Covid-19 pandemic, ABC Transport Plc requests every member who is entitled to attend and vote at the Company's 28th Annual General Meeting to appoint a proxy to attend and vote in his/her/its stead. Attendance at the Annual General meeting shall be by proxy only.
- For the appointment to be valid and entitle the proxy to attend and vote at the 28th Annual General Meeting of ABC TRANSPORT PLC, a duly completed and signed copy of this Proxy Form and Admission Form must reach the Company's Registrar, First Registrars & Investor Services Limited, at their address at Plot 2, Abebe Village Road, Iganmu, Lagos, or sent via e-mail to info@firstregistrarsnigeria.com or ebusiness@firstregistrarsnigeria.com or to legaladviser@abctransport.com not less than 48 hours before the time of the meeting.
- In the case of Joint Shareholders, any of them may complete the form, but the names of all Joint Shareholders must be stated.
- If the Shareholder is a Corporation, this form must be executed under its Common Seal or under the hand of its officer or an attorney duly authorized.
- In accordance with the provisions of the Stamp Duties Act, Cap. S8, Laws of the Federation of Nigeria, 2004, this Proxy Form must bear the appropriate stamp duty, the cost of which will be borne by the company, if submitted within the stipulated time.
- The Proxy must produce the duly completed Admission Card sent with this Proxy Form to gain entrance to the meeting.

ABC TRANSPORT PLC ADMISSION FORM

Please admit, the duly appointed Proxy to the 28th Annual General Meeting of ABC Transport Plc to be held at Mayfair Suites and Conference Centre, Plot 40, Egbo Road Owerri Imo State on Friday 17th September, 2021 at 11.00am.

Name of Shareholder:

No. of Shares held:

Signature of Shareholder:

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.