

**THE COMPANIES AND ALLIED MATTERS ACT
PUBLIC COMPANY LIMITED BY SHARES**

**AFROMEDIA PLC
RC. 2027**

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 52nd Annual General Meeting (“AGM”) of Afromedia Plc. (“The Company”) will hold at Training Room 2, Lagos Chamber of Commerce and Industry (LCCI) Conference and Exhibition Centre, Plot 10, Nurudeen Olowopopo Drive, Alausa Ikeja, Lagos, on Tuesday, 23rd November 2021 at 12 noon to transact the following businesses:

ORDINARY BUSINESS.

1. To lay before the members, the Audited Financial Statements of the company for the year ended December 31st 2020, together with the reports of the Directors, Auditors and Audit Committee;
2. To re-elect Directors;
3. To authorise the Directors to fix the remuneration of the External Auditors;
4. To elect members of the Audit Committee;
5. To disclose the remuneration of Managers.

NOTES

1. COMPLIANCE WITH COVID-19 RELATED DIRECTIVES AND GUIDELINES

Due to the COVID-19 pandemic, the restrictions on gatherings and social distancing and the need to comply with the directives, regulations of the measures issued by the Federal Government of Nigeria, the National Centre for Disease Control and the Lagos State Government, the Corporate Affairs Commission (CAC) has approved that Annual General Meetings (AGM) should hold in accordance with the CAC’s “Guidelines on Holding of Annual General Meetings (AGM) of Public Companies Using Proxies”. The meeting will hold in accordance with the aforementioned directives and regulations.

2. PROXY

A member of the Company entitled to attend and vote at the meeting who is unable to attend the meeting and wishes to be represented at the meeting is entitled to appoint a proxy to attend, speak and vote in his/her stead. A proxy need not be a member of the Company. Members entitled to attend and vote at the AGM may wish to select any of the following persons as their proxies to attend and vote in their stead:

- Dr. Anthony Omojola- Shareholders’ Representative
- Mrs Durojaiye Temilade - Shareholder’s Representative
- Agboola Olawole Musa- Shareholders’ Representative

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, Crescent Registrars at No. 23 Olusoji Idowu Street, Ilupeju, Lagos or via email at info@crescentregistrars.com not later than 48 hours before the time for holding the meeting. A blank Proxy Form is included in the 2020 Annual Report & Accounts, which will also be available on the Company's website www.afromediapl.com and that of the Registrars, www.crescentregistrars.com.

3. STAMPING OF PROXY

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

4. LIVE STREAMING OF AGM

The AGM will be streamed live. This will enable shareholders and other stakeholders who will not be attending physically to follow the proceedings. Links for the live streaming of the AGM will be made available on the Company's website at www.afromediapl.com. The Company's Secretary will also forward the links of the meeting after the closure of the company's registers.

5. NOMINATION FOR THE AUDIT COMMITTEE

In accordance with the provisions of the Companies and Allied Matters Act, 2020 any member may nominate a Shareholder as a member of the Audit Committee by notice in writing of such nomination to the Company Secretary at least 21 days before the Annual General Meeting. Nominees to the Statutory Audit Committee must be compliant with the laws, rules and regulations guiding public companies in Nigeria.

6. BIOGRAPHICAL DETAILS OF DIRECTORS FOR RE-ELECTION

Biographical details of Directors standing for re-election are provided in the Annual Report and posted on the Company's website at www.afromediapl.com.

7. CLOSURE OF REGISTER AND TRANSFER BOOKS

The Register of Members and Transfer Books of the Company will be closed from 12th November 2021 to 16th November 2021 (both dates inclusive) for the purpose of updating the register of members in time for the AGM.

8. UNCLAIMED DIVIDEND WARRANTS AND SHARE CERTIFICATES

Shareholders are hereby informed that share certificates and dividend warrants which were returned to the Registrars as unclaimed remain in the custody of the Registrars. Any shareholder affected by this notice is advised to contact the Company's Registrars- Crescent Registrars at No. 23 Olusoji Idowu Street, Ilupeju, Lagos or via email at info@crescentregistrars.com.

9. E- ANNUAL REPORT PUBLISHED ON THE WEBSITE

In order to improve delivery of our Annual Report, we have inserted a detachable form in the 2020 Annual Report and hereby request shareholders to complete the form by providing their contact and any other requested details and thereafter return same to the Company's Registrars for further processing.

In addition, an electronic version of the 2020 Annual Report is available on the Company's website hosted at www.afromediapl.com.

10. RIGHTS OF SHAREHOLDERS TO ASK QUESTIONS

Shareholders have a right to ask questions not only at the meeting, but also in writing prior to and after the meeting, on any item contained in the Annual Report and Accounts. Written memoranda of Shareholders observations with respect to the Annual Report and Accounts are to be submitted to the shareholders not less than week to the scheduled date of the meeting.

11. SEC RULE ON COMPLAINTS MANAGEMENT FRAMEWORK

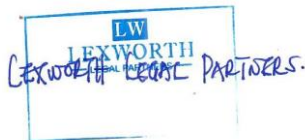
Please note that the Securities and Exchange Commission rule No. 10 (a) enjoins shareholders who have complaints to use the electronic complaints register on the website of the company at www.afromediapl.com to register their complaints. This will enable the company handle complaints from shareholders in a timely, effective, fair and consistent manner.

12. RE-ELECTION OF DIRECTORS

In accordance with the company's Articles of Association and the Company and Allied Matter Act (CAMA) LFN 2020, Mr. Olajide Ebenezer Shokunbi and Alhaji Usman Kabir will retire by rotation at this AGM.

Dated this 1st Day of November 2021

BY ORDER OF THE BOARD



**LEXWORTH LEGAL PARTNERS
COMPANY SECRETARY**