



Cadbury Nigeria Plc

RC 4151

(A Part of the Mondelez International Family of Companies)

Lateef Jakande Road, Agidingbi
P.O. Box 164, Ikeja, Lagos.
t +234(1)2717777
w www.Cadburynigeria.com

Cocoa Processing Plant
Kilometre 5 Ondo/Akure Road,
P.M.B. 565 Ondo
Ondo State.

PUBLIC NOTICE

Lagos, February 9, 2024

The public is hereby notified that the shareholders of Cadbury Nigeria Plc (the “**Company**”) at the Extraordinary General Meeting of the Company held on Thursday February 8th, 2024 at 10:00am, duly passed the following resolutions:

1. That the conversion of the Company's intercompany loan of US\$7,718,118.44 (Seven Million, Seven Hundred and Eighteen Thousand, One Hundred and Eighteen US Dollars, Forty-Four Cents) (equivalent to ₦7,036,446,501.26 (Seven Billion, Thirty-Six Million, Four Hundred and Forty-Six Thousand, Five Hundred and One Naira, Twenty-Six Kobo) owed by the Company to Cadbury Schweppes Overseas Limited (“Cadbury Schweppes Overseas”) be converted into equity by the allotment of 402,082,657 ordinary shares of 50 kobo each to Cadbury Schweppes Overseas, each share to rank pari passu in all respects with the existing ordinary shares in the capital of the Company, at the price of ₦17.50 per share, being the share price of the Company as at close of trading on December 27 2023 be approved; That the Board of Directors are authorised to take all such lawful steps, to pass all requisite resolutions and do all such other lawful acts and/or things as may be necessary, incidental, supplemental, consequential to giving effect to the resolutions above including listing the new shares on the stock exchange; and all prior lawful steps taken by the Directors are hereby ratified;
2. That the Company's share capital be increased from ₦939,100,981 to ₦1,140,142,309.50 by the creation of 402,082,657 ordinary shares of 50 kobo each, such shares to rank pari passu in all respects with the existing Ordinary Shares in the Capital of the Company and the shares created be allotted in accordance with Resolution 1 above and the Directors are authorised to take all steps necessary or incidental to effecting the increase;
3. The shareholders acknowledged and resolved that:
 - (a) resolutions 8a and b passed at the Annual General Meeting of the Company on June 15 2022 was erroneously passed and be corrected;
 - (b) That in compliance with the requirements of Section 124 of the Companies and Allied Matters Act and the Companies Regulation, 869,625,840 ordinary shares in the unissued share capital of the Company as at June 15,2022 be cancelled;
 - (c) The share capital of the Company following the cancellation is ₦939,100,981 comprising 1,878,201,962 ordinary shares of ₦0.50 each;





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- (d) *The records of the Company at the Corporate Affairs Commission be updated to reflect the correct share capital; and*
- (e) *the relevant clauses of the Memorandum of Association of the Company be amended as necessary to reflect the new share capital of the Company following the correction above and the increase in share capital in (2) above.*

Fola Akande Esq
Company Secretary

