Guinea Insurance Plc

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Sixty-Eight (68th) Annual General Meeting of **GUINEA INSURANCE PLC** (the Company) will be held virtually via https://bit.ly/GIP68THAGM2025 on the 20th day, of November 2026 at 11.00 a.m. prompt to transact the following business:

ORDINARY BUSINESS:

1. To receive the Audited Financial Statements of the Company for the year ended 31, December 2025, together with the Reports of the Directors, Auditors and Statutory Audit Committee thereon;

2. To re-elect Director retiring by rotation.
   a. Mrs. Chioma Okigbo
   b. Mrs. Ijeoma Pearl Okoro

3. To authorize Directors to fix the remuneration of the External Auditors of the Company.

4. To disclose the remuneration of the Managers of the Company.

5. To elect the Shareholder representatives of the Statutory Audit Committee.

SPECIAL BUSINESS

6. To consider and if thought fit, pass the following resolution as an Ordinary Resolution of the Company.

   a. To approve the Non-Executive Director's Remuneration.

7. To consider and if thought fit, pass the following resolution as a Special Resolution of the Company.

   a. To ratify the appointment of IOD centre for Corporate Governance as Board Evaluation Consultant for the company.

PROXY

Any member of the Company entitled to attend and vote at this meeting is also entitled to appoint a proxy to attend and vote in his/her stead. A proxy need not be a member of the Company. For the appointment of the proxy to be valid, a Proxy Form must be completed and deposited either at the office of the Company's Registrar, Cardinalstone Registrars Limited, 358, Herbert Macaulay Way, Yaba, Lagos or the Company Secretary, not later than 48 hours before the time fixed for the meeting. A blank Proxy Form is attached to the Annual Report and may also be downloaded from the Company's website at www.guineainsurance.com

Dated this 15th day of October 2026

BY ORDER OF THE BOARD



CHINENYE NWANKWO
Company Secretary
FRC/2021/002/0000002354

NOTES

1. **VIRTUAL MEETING LINK**
   In accordance with the provisions of the Business Facilitation (Miscellaneous Provisions) Act 2022which amended the provisions of Section 240(2) of the Companies and Allied Matters Act (CAMA) 2020 to enable public companies to conduct general meetings electronically, the 68th Annual General Meeting of the Company will be held virtually. The virtual link for the AGM is https://bit.ly/GIP68THAGM2025. The AGM will also be streamed live online. This will enable shareholders and the other stakeholders to follow the proceedings. The link for AGM live streaming will also be made available on the Company's website at https://www.guineainsurnace.com

2. **CLOSURE OF REGISTER.**
   The register of Members will be closed on the 13th day, of November 2026, to enable the Registrars to prepare for the Annual General Meeting.

3. **E- ANNUAL REPORT**
   The electronic version of the Annual Report is available at the Company's website https://www.guineainsurnace.com Shareholders who have provided their email addresses to the Registrars will receive the electronic version of the Annual Report

via email. Furthermore, Shareholders who are interested in receiving the electronic version of the Annual Report are kindly required to request it via email to info@guineainsurance.com.

4. **NOMINATION OF STATUTORY AUDIT COMMITTEE MEMBERS**

In accordance with Section 404(6) of the Companies and Allied Matters Act 2020, any member may nominate a shareholder as a member of the Statutory Audit Committee by giving notice in writing of such nomination to the Company Secretary at least twenty-one (21) days before the Annual General Meeting. Such notice of nominations should be sent via email to the Company Secretary at the Company's Head Office, Guinea Insurance House, 33, Ikorodu Road, Jibowu, Lagos, or via email at info@guineainusrance.com

5. **BIOGRAPHICAL DETAILS OF DIRECTORS:**

The biographical details of Directors standing for re-election are provided on page 31 in the Annual Report.

6. **RIGHTS OF SECURITY HOLDERS TO ASK QUESTIONS**

In compliance with Rule 19.12(c) of the Nigeria Exchange Limited (NGX) Rulebook, a member and other Security Holders of the Company have the right to ask questions not only at the Annual General Meeting, but also in writing before the Meeting, and such questions must be submitted at least one week before the meeting. Such Questions should be addressed to the Company Secretary and reach the Company at its Head office or by electronic mail at info@guineainusrance.com

7. **WEBSITE**

A copy of this notice, the virtual meeting link, and other information relating to the meeting can be found at https://www.guineainsurnace.com

8. **LIVE STREAMING OF THE AGM**

The meeting will be streamed live online to enable shareholders, representatives of regulatory bodies, and other stakeholders to follow the proceedings online in real time. The link for the streaming of the meeting will be made available on the Company's website at https://www.guineainsurnace.com and will be streamed live on the YouTube social media channel.