



## **NOTICE OF ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the 66<sup>th</sup> Annual General Meeting of Industrial & Medical Gases Nigeria Plc (the Company) will be held at Radisson Blu Hotel, 38-40 Isaac John Street GRA Ikeja, Lagos State, on Friday, June 19, 2026, at 10.00am for the following purposes:

### **ORDINARY BUSINESS**

1. To receive and approve the Audited Financial Statements for the year ended December 31, 2025, together with the Reports of the Directors, External Auditors, and Audit Committee thereon;
2. To declare a Dividend;
3. To elect/re-elect Directors;
4. To authorize the Directors to fix the remuneration of the Auditors;
5. To disclose the remuneration of the Managers of the Company in compliance with Section 257 of CAMA 2020; and
6. To elect/re-elect members of the Statutory Audit Committee.

### **SPECIAL BUSINESS**

7. To disclose that Mr. Olawale Oyedele has attained the age of 70 years.

To consider and, if thought fit, pass the following resolution as an ordinary resolution:

“That pursuant to Section 278 of the Companies and Allied Matters Act, 2020, notice is hereby given to members that Mr. Olawale Oyedele, a Director of the Company, has attained the age of seventy (70) years.”

### **NOTES:**

#### **1. PROXY**

A member of the Company is entitled to attend, and vote is entitled to appoint a proxy to attend and vote instead of him. A proxy need not be a member of the Company. A proxy form is enclosed herewith. For the appointment to be valid, a completed and duly stamped proxy form must be

deposited at the office of the Company's Registrars, Lancelot Registrars & Investor Relations Ltd, 245, Herbert Macaulay Way, Alagomeji Yaba, Lagos, P.M.B. 20343, Ikeja, Lagos or via e-mail: [info@lancelotregistrars.com](mailto:info@lancelotregistrars.com) not later than forty-eight (48) hours before the time of the meeting. The Company has made arrangements to bear the cost of stamping the proxy forms submitted within the stipulated timeline.

## **2. DIVIDEND PAYMENT AND CLOSURE OF REGISTER OF MEMBERS:**

If the dividend recommended by the Directors is approved, dividend will be paid on Wednesday, **June 24, 2026**, to shareholders whose names are registered in the Company's Register of Members at the close of business on **Thursday, June 4, 2026**. Notice is therefore hereby given that the Register of Members and Transfer Books of the Company will be closed from **Friday, June 5, 2026, to Friday, June 12, 2026**, both dates inclusive, to enable the preparation and payment of dividend.

## **3. NOMINATIONS FOR THE AUDIT COMMITTEE**

The Audit Committee consists of three (3) shareholders, one (1) Non-Executive Director, and one (1) Independent Non-Executive Director. In accordance with Section 404 of the Companies and Allied Matters Act, 2020, (CAMA) any member may nominate a shareholder for election as a member of the Audit Committee by giving in writing, notice of such nomination to the Company Secretary at least twenty-one (21) days before the Annual General Meeting. We request shareholders to note Section 404 (5) of CAMA which provides that "All members of the Audit Committee shall be financially literate, and at least one member shall be a member of a professional accounting body in Nigeria established by an Act of the national Assembly". We therefore request that nominations be accompanied by a copy of the nominee's curriculum vitae.

## **4. UNCLAIMED SHARE CERTIFICATES AND DIVIDEND WARRANTS**

Several dividend warrants and share certificates remain unclaimed or are yet to be presented for payment or returned to the Company for revalidation. Shareholders who have not received their certificates or dividend warrants are therefore advised to contact the Company's Registrars at the address stated above.

## **6. RE-ELECTION OF DIRECTORS**

In accordance with the Company's Article of Association and Section 285(1) and (2) of the Companies and Allied Matters Act 2020, **Mr. Aminu Ado, Mrs. Adebola Oluwadeyi, and Mr. Ishaya Danjuma**, will retire by rotation and being eligible, will be offering themselves for re-election. Their profiles and details of attendance at Board and Committee meetings are contained in the Corporate Governance Report and Report of Directors.

## **7. RIGHT OF SHAREHOLDERS TO ASK QUESTIONS**

Pursuant to Rule 19.12 (c) of Nigerian Exchange Limited's Rulebook, please note that it is the right of every shareholder to ask questions not only at the meeting but also in writing prior to the meeting. We urge that such questions be submitted to the Company Secretariat not later than two weeks before the date of the meeting.

**8. ELECTRONIC ANNUAL REPORT:**

The soft copy of the 2025 Annual Report can be accessed on our website [www.img-ng.com](http://www.img-ng.com) and will be sent to our shareholders who have provided their email addresses to the Registrars. Shareholders who are interested in receiving the soft copy of the 2025 Annual Report should request via email to: [info@lancelotregistrars.com](mailto:info@lancelotregistrars.com)

**Dated 27 April 2026**

**BY ORDER OF THE BOARD**

A handwritten signature in blue ink, appearing to read 'Aderonke Segun-Alabi', enclosed within a circular scribble.

**Aderonke Segun-Alabi ACIS**  
**FRC/2021/002/00000024129**  
Company Secretary

**Registered Office**  
**Plots 1-3, Block H, Apapa-Oshodi Expressway**  
Oshodi, Lagos.