



NOTICE OF EXTRA ORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extra Ordinary General Meeting of Regency Alliance Insurance Plc. will be held at the Sapphire Hall, the Zone Business Hub, Plot 9 Gbagada express way, Gbagada, Lagos, Lagos State, on Friday the 8th Day of May 2026 at 9am. to transact the following business:

Special Business

To consider and if thought fit, pass the following resolution as special resolutions

1. That pursuant to the provisions of the Companies and Allied Matters Act, 2020, the Investment and Securities Act, Rules and Regulations of the Securities and Exchange Commission and the Nigeria Exchange Limited and subject to all regulatory approvals; the time for the offer of rights issue of the company be and is hereby abridged from twenty – eight days to ten days or such other period as may be approved by the relevant regulatory Authority.
2. The Board of Directors be and is hereby empowered to delegate any of its powers in respect of resolution 1 above to any Committee of the Board, Management or Professional advisers as may be deemed appropriate.
3. That the Articles of Association of the Company be and are hereby amended as follows:
 - a) Articles 28 to 31 (Transfer and Transmission of Shares) be and are hereby deleted in their entirety and replaced with the following new Article 28: “28. The shares of the Company shall be freely transferable in accordance with the Rules of the Nigerian Exchange Limited, the Central Securities Clearing System Plc and the provisions of the Companies and Allied Matters Act 2020.”
 - b) Article 47 (Notice of General Meetings) be and is hereby amended by deleting the words “At least seven days’ notice” and substituting therefor the words “At least twenty-one (21) clear days’ notice”.
 - c) The provisions relating to Directors’ decision-making (Directors to Take Decisions Collectively and Unanimously) be and are hereby amended by inserting the following paragraph at the end thereof:

“All decisions of the Board shall be taken either by a majority resolution passed at a duly convened meeting of the Board or by a unanimous written resolution signed by all the Directors entitled to receive notice of a meeting of the Directors.”

That the above changes to the Company’s Memorandum and Articles be recorded at the Corporate Affairs Commission, Abuja”

- d) That the Board of Directors are hereby authorized to take all and any actions required to give effect to the above special resolutions.

NOTES:

PROXIES

A member of the Company entitled to attend, and vote is entitled to appoint a proxy to attend and vote instead of him. A proxy needs not be a member. The proxy form can be downloaded from the Company’s website www.regencyalliance.com

For the Proxy Form to be valid for the purpose of the meeting, it must be completed and deposited at the office of the Registrars; Meristem Registrars and Probate Services Limited, 213, Herbert Macaulay Way, Yaba, Lagos not less than forty-Eight (48) hours prior to the time of the meeting.

CLOSURE OF REGISTER OF MEMBERS

The register of members will not be closed for the purpose of this meeting.

RIGHT OF SHAREHOLDERS TO ASK QUESTIONS

Shareholders have a right to ask questions not only at the Meeting, but also in writing prior to the Meeting. Such questions must be submitted to the Company Secretary or sent to info@regencyalliance.com before close of work on or before Thursday the 23rd day of April 2026.

LIVE STREAMING OF THE EGM

To ensure Shareholders, clients and other stakeholders who will not be attending the Company’s Extra Ordinary General Meeting physically watch the proceedings, the Annual General Meeting will be streamed live. Shareholders, clients and other stakeholders can log on to www.regencyalliance.com to watch the live streaming.

BY ORDER OF THE BOARD

ANU SHOBO
COMPANY SECRETARY
FRC/2013/NBA/0000003654
DATED THIS 14TH DAY OF APRIL 2026