

72nd Annual General Meeting of the Members of Guinness Nigeria Plc to be held at the Idera Hall of the Radisson Blu Anchorage Hotel, Ozumba Mbadiwe road, Victoria Island on Tuesday, 25th October 2022 at 11.00 O'clock.

I/We*

Being a member/members of Guinness Nigeria Plc, hereby appoint**

or failing him/her, Dr. Omobola Johnson, or failing her Mr. Baker Magunda or failing him Prof. Fabian Ajogwu, or failing him Ms. Ngozi Edozien as my /our proxy to act and vote for me/us and on my/our behalf at the Annual General meeting of the Company to be held on Tuesday, 25 October 2022 and at any adjournment thereof.

Dated this day of 2022

Shareholder's signature

*Delete as necessary

- 1 A member (shareholder) entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy in his stead. All proxies should be deposited at the Registered Office not less than 48 hours before the time of holding the Meeting. In the case of joint shareholders, any of such may complete the form, but the names of all joint shareholders must be stated.
- 2 If the Shareholder is a corporation, this form must be under its common seal or under the hand of an officer or attorney duly authorised.
- 3 Provision has been made on this form for some Directors of the Company to act as your proxy, but if you wish, you may insert in the blank spaces on the form (marked **) the name of any of the below listed proposed Proxies who will attend the meeting and vote on your behalf instead of the Directors.
- 4 Please sign the above proxy form and send it so as to reach the address of the Registrars, Veritas Registrars Limited, Plot 89A, Ajose Adeogun Street, Victoria Island, Lagos not less than 48 hours before the time of the holding of the Meeting. You may also scan and send the completed Proxy form to the Company's Registrars at enquiry@veritasregistrars.com.
- 5 The proxy must produce the Admission Card sent with the Notice of Meeting to obtain entrance to the meeting.

NUMBER OF SHARES			
RESOLUTION	FOR	AGAINST	ABSTAIN
To declare a dividend			
To confirm the appointment of the following Directors: 1. Emmanuel Difom (Cameroonian) 2. Dayalan Nayager (South African) 3. Mrs. Tariye Gbadegesin			
To re-elect as Director, Dr. Omobola Johnson			
To re-elect as Director, Mr. Mark Sandys			
To re-elect as Director, Mr. Leo Breen			
To authorize Directors to fix the remuneration of the independent auditors			
To elect members of the Statutory Audit Committee			
To fix the remuneration of the Directors			
To approve that the Company's Directors be and are hereby authorized to take steps to comply with the requirements of s.124 of the Companies and Allied Matters Act (CAMA) 2020 and the Companies Regulations 2021 as it relates to unissued shares; by effecting the cancellation of all unissued shares of the Company.			
To approve the amendment of clause 5 of the Memorandum of Association of the Company pursuant to the cancellation of the unissued shares.			
To renew the general mandate of the Company to enter into recurrent transactions with related parties for the Company's day to day operation			

Please indicate with an "X" in the appropriate box how you wish your votes to be cast on the resolution set out above. Unless otherwise instructed, the proxy will vote or abstain from voting at his discretion.

List of Proposed Proxies:

- | | |
|----------------------------|-----------------------------|
| 1. Dr. Omobola Johnson | 9. Dr. Anthony Omojola |
| 2. Mr. Baker Magunda | 10. Hon. Bright Nwabughogu |
| 3. Prof. Fabian Ajogwu SAN | 11. Barr. Adetutu Siyanbola |
| 4. Ms. Ngozi Edozien | 12. Chief Timothy Adesiyani |
| 5. Mrs. Bisi Bakare | 13. Mrs. Efunyemi Obideyi |
| 6. Sir Sunny Nwosu | 14. Mr. Matthew Akinlade |
| 7. Mr. Nornah Awoh | 15. Alhaji Sarata Balogun |
| 8. Mr. Patrick Ajudua | 16. Mrs. Esther Augustine |

ADMISSION CARD

Please Admit

To the Annual General Meeting of Guinness Nigeria Plc which will be held at Idera Hall of the Radisson Blu Anchorage Hotel, Ozumba Mbadiwe road, Victoria Island, Lagos State on Tuesday, 25th October 2022.

This admission card must be produced by the Shareholder or his proxy in order to obtain entrance to the Annual General Meeting.



Rotimi Odusola Company Secretary

.....
Name of Shareholder

.....
Address of Shareholder

**Number of
Shares held**

