



Learn Africa Plc RC 2637
formerly Longman Nigeria Plc

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NOTICE OF 50TH ANNUAL GENERAL MEETING

LEARN AFRICA PLC {RC No. 2637} (PURSUANT TO SECTION 237 OF THE COMPANIES AND ALLIED MATTERS ACT 2020)

NOTICE IS HEREBY GIVEN THAT the 50th Annual General Meeting of **LEARN AFRICA PLC** (the "Company") will be held virtually via Zoom Teleconference on Tuesday 26th September 2023 at 11.00 a.m. prompt to transact the following business:

ORDINARY BUSINESS:

1. To receive the Audited Financial Statements for the year ended 31st March 2023, together with the reports of the Directors, Auditors and the Statutory Audit Committee thereon.
2. To declare a dividend for the Financial Year ended 31st March 2023.
3. To re-elect Directors retiring by rotation.
4. To authorize the Directors to fix the Remuneration of the external Auditors.
5. To disclose the Remuneration of the Managers of the Business.
6. To elect members of the Statutory Audit Committee.

SPECIAL BUSINESS:

7. To approve the remuneration of Directors for year 2023/2024.

Dated This 18th Day of August 2023

BY ORDER OF THE BOARD

DCSL Corporate Services Limited
Company Secretaries

DCSL Corporate Services Limited
Company Secretaries

Notes:

- **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 Registrars, First Registrars and Investors Services Limited Plot 2, Abebe Village Road, Iganmu, Lagos 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. https://www.learnafricaplc.com/](https://www.learnafricaplc.com/).
- **Virtual Meeting Link:** Pursuant to the provisions of the Business Facilitation (Miscellaneous Provisions) Act, 2022, which allows public companies to hold general meetings electronically, the 50th Annual General Meeting will be held virtually. The link for the AGM online live streaming will also be made available on the Company's YouTube page at: <https://www.youtube.com/@learnafricaplc1785/streams> or on Zoom with Personal Meeting ID: 647 255 8110 and Passcode: 928374.
- **Stamping of Proxy:** The Company has made arrangement at its cost, for the stamping of the duly completed and signed Proxy Forms submitted to the Company's Registrars within the stipulated time.
- **Dividend Payment** A total dividend of ₦192,862,500 at 25 kobo per 50kobo ordinary share has been recommended by the Board of Directors for the approval of the Shareholders. If approved, the payment of the dividend will be made on Tuesday, 26th September 2023 to all Shareholders, whose names appear in the Register of Members at the close of business on Friday, 8th September 2023.
- **Closure of Register and Transfer Books:** The Register of Members shall be closed from 11th to 15th September 2023, (both days inclusive) for the purpose of updating the Register of Members.
- **E-Dividend:** Shareholders are kindly requested to update their records and advise the Registrars of their updated records and relevant bank accounts for payment of their dividends. The forms can be downloaded from First Registrars and Investors Services Limited website at <https://www.firstregistrarsnigeria.com/> The duly completed forms should be delivered to First Registrars and Investors Services Limited Plot 2, Abebe Village Road, Iganmu, Lagos.
- **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 modupeola.ajigbotafe@firstregistrarsnigeria.com or canusionwu@dcsf.com.ng .
- **Re-election of Directors:** In accordance with the provisions of CAMA 2020, the following Directors retire by rotation at the 50th AGM and being eligible, offer themselves for re-election:

- Mrs. Egbichi Akinsanya
 - Mr. Iyinoluwa Aboyeji; and
 - Mrs. Cordelia Ojeile
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- **E-Annual Report:** The electronic version of the annual report may be downloaded at the Company's website www.learnafrica.com *Shareholders who have provided their email addresses to the Registrar will receive the electronic version of the Annual report via email.*
 - **Rights of Security Holders to Ask Questions:** In compliance with Rule 19.12(c) of the Nigeria Stock Exchange's Rulebook, a member and other Security Holder of the Company have a right to ask questions not only at the Annual General Meeting, but also in writing prior to the Meeting, and such questions must be submitted at least one week before the meeting.