

PROXY FORM

EXTRAORDINARY GENERAL MEETING OF ACCESS HOLDINGS PLC (the Meeting') to be held virtually on Thursday, December 18, 2025 at 10.00 a.m.

"I/WE _____

Of _____

(Name of Shareholder in block letters)

Being a member/s) of the above-named Company hereby appoint Mr. Aigboje Aig-Imoukhuede or failing him, Mr. Innocent C. Ike as my/our proxy to vote for me/us and on my/our behalf at the Meeting of the Company to be held on Thursday, December 18, 2025, and at any adjournment thereof. Unless otherwise instructed, the Proxy will vote or abstain from voting as he/she thinks fit.

Dated this ____ day of _____ 2025

Shareholder's Signature _____

A.	SPECIAL RESOLUTIONS	FOR	AGAINST	ABSTAIN
1.	The Company be and is hereby authorised to raise additional capital of up to ₦40,000,000,000.00 (Forty Billion Naira) or such other amount or their equivalent in foreign currencies as the Board of Directors may determine, through a private placement.			
2.	That the issued share capital of the Company be and is hereby increased from ₦26,658,919,216.50 (Twenty-Six Billion, Six Hundred and Fifty-Eight Million, Nine Hundred and Nineteen Thousand, Two Hundred and Sixteen Naira, Fifty Kobo only) divided into 53,317,838,433 (Fifty-Three Billion, Three Hundred and Seventeen Million, Eight Hundred and ThirtyEight Thousand, Four Hundred and Thirty-Three) ordinary shares of ₦0.50 (Fifty Kobo) each to ₦27,646,573,537 (Twenty Seven Billion, Six Hundred and Forty Six Million, Five Hundred and Seventy Three Thousand, Five Hundred and Thirty Seven Naira) divided into 55,293,147,074 (Fifty Five Billion, Two Hundred and Ninety Three Million, One Hundred and Forty Seven Thousand, Seventy Four) ordinary shares of ₦0.50 (Fifty Kobo) each by the creation and addition of 1,975,308,641 (One Billion, Nine Hundred and Seventy Five Million, Three Hundred and Eight Thousand, Six Hundred and Forty One) ordinary shares of ₦0.50 (Fifty Kobo) each ranking pari-passu with the existing ordinary shares of the Company, and that the Board (where it deems appropriate) be authorised to take the necessary steps to cancel any unallotted shares of the Company or to further increase the share capital of the Company to an amount sufficient to accommodate any transaction undertaken by the Company to raise additional equity capital pursuant to the foregoing resolution or pursuant to the capital raising programme of the Company.			
3.	That the Board of Directors be and is hereby authorised to allot the new ordinary shares created in connection with the private placement, at a price of ₦20.25 (Twenty Naira, Twenty Five Kobo) (or as otherwise determined by the Board), to one or more investors in such tranches and on such terms and conditions as shall be determined by the Board.			

4.	That the Board of Directors be and is hereby authorised to consider, negotiate, approve, and finalise the list of potential private placement investors; determine the structure, valuation, modalities, and timeline for the private placement.			
5.	That the Board of Directors be and is hereby authorised to appoint all professional parties, and execute, sign, or enter into all agreements, documents, deeds, undertakings, or instruments necessary for the successful implementation of the private placement.			
6.	That the Board of Directors be and is hereby authorised to take such further actions and do such further things as may be required to give effect to the above resolutions including but not limited to obtaining the approvals of the relevant regulatory authorities including the Central Bank of Nigeria, the Securities and Exchange Commission and the Nigerian Exchange Limited as well as complying with the directive(s) of any relevant regulatory authority.			
7.	That the Company Secretary be and is hereby authorised to take requisite steps to reflect the changes in the share capital structure of the Company at the Corporate Affairs Commission, including but not limited to effecting the necessary amendment to the Company's memorandum of association and Articles of association to reflect the increase in the Company's share capital pursuant to the foregoing resolutions.			
8.	AND THAT the shareholders hereby ratify and adopt all steps already taken by the Board of Directors in connection with the proposed capital raise through private placement.			

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

IMPORTANT NOTES:

A member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend, speak and vote in his/her stead. A proxy also need not be a member of the Company. A proxy form is attached to the Notice, and it is valid for the purpose of the Meeting. All instruments of proxy should be duly stamped at the Stamp Duties Office and emailed to eforms@coronationregistrars.com or deposited at the office of the Registrars, Coronation Registrars Limited, Plot 09, Amodu Ojikutu Street, Off Saka Tinubu Street, Victoria Island, Lagos, not later than 48 hours prior to the time of the Meeting. In the case of Joint Shareholders, the signature of any one of them will suffice, but the names of all the Joint Shareholders must be stated.

If the shareholder is a corporation, the proxy form must be under the Common Seal or under the hand of the same officer or attorney duly authorised by the Corporation to act on its behalf.

Signature of the Person Attending