

NOTICE OF AN EXTRAORDINARY GENERAL MEETING OF ACCESS HOLDINGS PLC

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (EGM) of the Shareholders of Access Holdings Plc (the "Company") will be held virtually at 10.00 a.m. on December 18, 2025 to transact the following business:

SPECIAL RESOLUTIONS

"THAT in compliance with the provisions of the Companies and Allied Matters Act, 2020 (CAMA 2020), the Investments and Securities Act, 2025, the Rulebook of the Nigerian Exchange Limited, the regulations and directives of the Central Bank of Nigeria (CBN) (applicable to the Company as a licensed Financial Holding Company) and the Company's Articles of Association:

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 Thirty-Eight 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.

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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.

Dated this 26th Day of November 2025.

BY ORDER OF THE BOARD



SUNDAY EKWOCHI
COMPANY SECRETARY
FRC/2013/NBA/00000005528

Notes

1. Proxy

Any member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend, speak and vote on his/her behalf. A proxy need not be a member of the company. To be valid, a proxy form must be completed and stamped by the Commissioner of Stamp Duties and emailed to efrms@coronationregistrars.com or deposited at the registered office of the company's registrar, Plot 09, Amodu Ojikutu Street, Off Saka Tinubu Street, Victoria Island, Lagos not later than 48 hours prior to the time of the meeting.

2. Closure of Register of Members/Transfer Books

The register of members and transfer books of the company would be closed on December 11, 2025 to enable the Registrars to make necessary preparations for the EGM.

3. Shareholders' Right to Ask Questions

Members reserve the right to ask questions at the EGM. Members may also submit their questions prior to the meeting in writing to the Company, in line with Rule 19.12(c) of the Listing Rules of the Nigerian Exchange Limited. Such questions must be addressed to the Company Secretary by electronic mail at groupcompanysecretariat@accessholdingsplc.com or delivered to The Group Company Secretariat, Access Holdings Plc, Plot 14/15 Prince Alaba Oniru Street, Victoria Island, Lagos State no later than seven (7) days before the date of the EGM.

4. Virtual Meeting Link for the Extraordinary General Meeting

Pursuant to the provisions of the Business Facilitation (Miscellaneous Provisions) Act, 2022, which allows public companies to hold general meetings electronically, the EGM will be held virtually. The link for the EGM live streaming will be made available on the Company's website at www.accessholdingsplc.com

5. Website

Copy of this Notice and Explanatory Notes relating to the meeting would be found on the Company's website at www.accessholdingsplc.com

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