RC: 6753
PRESTIGE ASSURANCE PLC
A Subsidiary Company of The New India Assurance Co. Ltd., (Mumbai), India
HEAD OFFICE: 19, Ligali Ayorinde Street, Victoria Island P.O. Box 650, Marina, Lagos, Nigeria
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NOTICE OF 56TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 56th Annual General Meeting of Prestige Assurance Plc will be held on Thursday, 20th August 2026 at 11 am prompt, at the SHELL HALL, MUSON CENTRE, No. 8/9 Marina, Onikan, Lagos State, to transact the following businesses:

ORDINARY BUSINESS

1. To lay the Audited Financial Statements for the year ended 31st December 2025, together with the Reports of the Directors, Auditors, Board Evaluation Consultants and the Audit Committee thereon.

2. To elect/re-elect the following Directors:

   a) To ratify the appointment of the following Directors of the Company:

      i. Mr. Umesh Rathod – Managing Director.
      ii. Mr. Abhinandan Singh - Executive Director.
      iii. Mr. Seetharaman Sivasankar - Non-Executive Director.

   b) To re-elect the following Directors who are eligible for retirement by rotation and have offered themselves for re-election:

      i. To re-elect Mrs Funmi Oyetunji as an Independent Non-Executive Director.
      ii. To re-elect Dr Nosike Agokei as a Non-Executive Director.
      iii. To re-elect Mr. N.S.R. Chandra Prasad as an Independent Non-Executive Director who is aged over 70 years but eligible for re-election, special notice is hereby given pursuant to Section 282 of the Companies and Allied Matters Act, 2020.

3. To re-appoint the Firm of Deloitte and Touche Nigeria as the Auditors and authorize the Directors to fix the remuneration of the Auditors for the 2026 financial year.

4. To disclose the remuneration of Managers of the Company.

5. To elect members of the Statutory Audit Committee.

Dated this 10th day of July, 2026.

BY ORDER OF THE BOARD.

MRS CHIDINMA IBE-LOUIS
Company Secretary
FRC/2021/PRO/ICSAN/002/00000023803

NOTES

1. **PROXY**
A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote in his/her stead. A proxy need not be a member of the Company. A copy of the Proxy Form and other information relating to the meeting can be found on the Company's website at: www.prestigeassuranceplc.com. All valid instruments of proxy should be completed and deposited at the office of the Company's Registrars, First Registrar and Investor Services Limited, No. 2, Abebe Village Road, Iganmu, Lagos, Nigeria, or by email to info@firstregistrarsnigeria.com not later than 48 hours before the time fixed for the meeting. Payment of stamp duties for all instruments of proxy shall be at the company's expense.

2. **SHAREHOLDERS' ATTENDANCE AT MEETINGS/ RECORDS UPDATE**
To enhance the delivery of our Annual Report and meeting materials, shareholders are requested to complete the Information Update Form included herein with their current contact and other requested details, and return it to the Registrars to update their records. A formal communication containing the necessary participation details for the meeting will be forwarded by the Registrar to shareholders registered email addresses.

3. **CLOSURE OF REGISTER AND TRANSFER BOOKS**
The Register of Members and Transfer books will be closed from Tuesday 11th August 2026 to Monday 17th August 2026 (both days inclusive) for the purpose of updating the Register of Members.

4. **UNCLAIMED DIVIDENDS**
Shareholders are hereby informed that several dividends have remain unclaimed or are yet to be presented for payment or returned to the Registrars for revalidation. The list of all unclaimed dividends will be circulated to all affected Shareholders, and they are advised to contact the Registrar, First Registrars and Investor Services Limited, No. 2, Abebe Village Road, Iganmu, Lagos State or via the e-mail address, info@firstregistrarsnigeria.com to resolve any issue they may have with claiming the dividends.

5. **E-DIVIDEND MANDATE**
Shareholders who are yet to complete the e-dividend registration are advised to download the Registrar's E-Dividend Mandate Activation Form, which is also available on their website: www.firstregistrarsnigeria.com, complete and submit to the Registrar or their respective Banks. The aforementioned form is in the Annual report.

   To enable shareholders, furnish particulars of their accounts to the Registrars as soon as possible, all mandates should be deposited at First Registrars & Investor Services Limited, No. 2, Abebe Village Road, Iganmu, Lagos or via email at info@firstregistrarsnigeria.com

6. **ELECTRONIC VERSION OF THE ANNUAL REPORT AND ACCOUNTS**
The electronic version (e-copy) of the 2025 Annual Report is available at the Company's website at www.prestigeassuranceplc.com. A link to the e-copy of the document will also be sent to the registered email addresses/phone numbers of shareholders who have updated their records accordingly. Additionally, Shareholders who are interested in receiving the electronic version of the Annual Report may request via e-mail to info@firstregistrarsnigeria.com

7. **LIVE STREAMING OF THE AGM**

The Annual General Meeting will be streamed live via the Company's website. The link for the live streaming will be made available on the Company's website at www.prestigeassuranceplc.com to enable Shareholders and other relevant Stakeholders who will not be attending the meeting physically to also be part of the proceedings.

8. **ELECTION/RE-ELECTION OF DIRECTORS**

The appointment of Mr. Seetharaman Sivasankar is subject to the approval of the National Insurance Commission (NAICOM).

Age Declaration

Mr. N.S.R. Chandra Prasad in accordance with Section 278(1) of the Companies and Allied Matters Act 2020, intends to disclose at this meeting that he is over 70 years of age.

Please note that the profiles of the Directors standing for election or re-election are contained in the Annual Report.

9. **STATUTORY AUDIT COMMITTEE**

The Statutory Audit Committee consists of three (3) Shareholder members and two (2) Non-Executive Directors.

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 21 (Twenty-One) days before the Annual General Meeting.

Section 404(5) of the Companies and Allied Matters Act 2020 provides that all members of the Statutory Audit Committee shall be financially literate and at least One (1) member shall be a member of a professional accounting body in Nigeria established by an Act of the National Assembly.

The Nigerian Code of Corporate Governance 2018 issued by the Financial Reporting Council of Nigeria as well as the Corporate Governance Guidelines issued by the Securities and Exchange Commission respectively also provides that members of the Statutory Audit Committee should be financially literate and able to read and interpret financial statements. Consequently, a detailed resume disclosing requisite qualifications should be submitted with each nomination.

10. **RIGHT OF SECURITIES HOLDERS TO ASK QUESTIONS**

Pursuant to Rule 19.12(c) of the Rulebook of The Exchange, 2015 (Issuer's Rules), Shareholders and other holders of the Company's securities have the right to ask questions not only at the meeting, but also in writing prior to and after the meeting on any item contained in the Annual Report and Accounts.