FCMB Group plc

FCMB GROUP PLC
RC: No 1079631

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 13th Annual General Meeting of **FCMB Group Plc** (the Company) will be held virtually on Tuesday, 30 June 2026 at 10.00am to transact the following:

ORDINARY BUSINESS:

1. To receive and consider the Report of the Directors and the Audited Financial Statements for the year ended 31 December 2025, the Auditors' Report thereon and the Audit Committee Report.

2. To declare a Dividend.

3. To elect and re-elect the following Directors:

i. To ratify the appointment of Mrs. Adepeju Adebajo as a Director of the Company, appointed by the Board since the last Annual General Meeting.

ii. To re-elect Mr. Ladi Jadesimi, the Director who is retiring by rotation.

4. To authorise the Directors to fix the remuneration of the Auditors of the Company.

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

6. To elect members of the Audit Committee.

SPECIAL BUSINESS:

7. To consider and if though fit, pass the following as an ordinary resolution:

"That the remuneration of Non-Executive Directors for the year ending December 31, 2026 be and is hereby maintained at N280,000,000.00 (Two Hundred and Eighty Million Naira) only".

Dated this 8th day of June 2026

By Order of the Board

MRS. OLUFUNMILAYO ADEDIBU
COMPANY SECRETARY
FRC/2014/PRO/NBA/002/00000005887

NOTES:

Proxy

Only a member (shareholder) of the Company entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote in his/her stead. All valid instruments of proxy should be completed and deposited at the office of the Company's Registrars, Cardinal Stone Registrars Limited, 335/337 Herbert Macaulay Way, Sabo Yaba, Lagos; Or via email to: registrars@cardinalstone.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.

Shareholders' Attendance at Meetings
A formal communication containing the necessary participation details for the meeting will be forwarded to shareholders registered email addresses by the Registrar. Shareholders are advised to ensure that their details are updated with the Registrar.

Virtual Meeting Link
Further to the signing into law of the Business Facilitation (Miscellaneous Provisions) Act, which allows public companies to hold meetings electronically, this AGM would be held virtually. The Virtual Meeting Link for the Annual General Meeting is **https://on.fcmb.com/AGM**

Closure of Register
The Register of Members will be closed on 16 June 2026.

Live Streaming of the Annual General Meeting
The meeting will be live streamed online and on social media platforms, to enable shareholders and stakeholders to follow the proceedings.

Dividend Payment
If the dividend recommended by the Directors is approved by members at the Annual General Meeting, the dividend will be credited on Tuesday, 30 June 2026 to duly mandated accounts of members so entitled, whose names appear in the register of members at the close of business on 15 June 2026.

Unclaimed Dividends
Shareholders are hereby informed that several dividends remain unclaimed or are yet to be presented for payment or returned to the Registrars for revalidation. A schedule of members who are yet to claim their dividends will be circulated to Shareholders along with the Annual Report and Financial Statements. Any Shareholder affected by this is advised to write or call at the office of the Company's Registrars, CardinalStone Registrars Limited, 335/337, Herbert Macaulay Way, Yaba, Lagos.

E-Annual Report
The electronic version of the Annual Report is available at **www.fcmbgroup.com** . Shareholders who have provided their email addresses to the Registrar will receive the electronic version of the annual report via email.

Audit Committee
In accordance with Section 404 (6) of the Companies and Allied Matters Act 2020, any shareholder may nominate a shareholder for appointment to the Audit Committee. Such nomination should be in writing and reach the Company Secretary not less than 21 days before the Annual General Meeting. The Companies and Allied Matters Act 2020 provides that all members of the Audit Committee shall be financially literate.

The Code of Corporate Governance issued by the Securities and Exchange Commission also stipulates that members of the Audit Committee should have basic financial literacy and should be able to read financial statements. Thus, a detailed curriculum vitae confirming the nominee's adequate qualification should be submitted with each nomination.

Rights of Shareholders to Ask Questions
Shareholders and other holders of the Company's securities reserve the right to ask questions not only at the meeting, but also in writing prior to the meeting, and such questions should be submitted to the Company on or before 23 June 2026.

BY ORDER OF THE BOARD

MRS. OLUFUNMILAYO ADEDIBU
COMPANY SECRETARY
FRC/2014/NBA/00000005887