**NOTICE OF 53RD 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 53rd Annual General Meeting of **LEARN AFRICA PLC** **(**the "Company"**)** will be held at Pleasant Event and Services Centre, 1 Obanta Avenue, off Ajao Road, Ikeja, Lagos on Thursday, 24th September 2026 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 2026, together with the reports of the Directors, Auditors and the Statutory Audit Committee thereon.

2. To declare a dividend.

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 Non-Executive Directors for year 2026/2027.

8. To renew the General Mandate for Related Party Transactions.

**Dated This 11th Day of August 2026**

**BY ORDER OF THE BOARD**

Nilke Taiwo - FRC/2025/PRO/NBA/002/267540
For: DCSL Corporate Services Limited
**Company Secretaries**
**FRC/2024/C0Y/876656**

**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 https://www.learnafricaplc.com.

- **Live Streaming of the AGM**: The AGM will be streamed live online. This will enable shareholders and other stakeholders who will not be attending in person to follow the proceedings. The link for the AGM live streaming will be made available on the Company's YouTube page at: https://www.youtube.com/@learnafricaonline or on Zoom with Personal Meeting ID: 647 255 8110 and Passcode: 87654

- **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:** If the dividend of 35kobo per 50 kobo ordinary share as recommended by the Directors is approved by the members at the Annual General Meeting, the dividend will be paid on 25th September 2026 to the shareholders whose names are registered in the Company's Register of Members at the close of business on Friday, 11th September 2025.

- **Closure of Register and Transfer Books:** The Register of Members shall be closed from 14th to 18th September 2026, (both days inclusive) for the purpose of updating the Register of Members.

- **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 FEYISHADE.ADEKUNLE@firstregistrarsnigeria.com or iacquah@dcsl.com.ng .

- **Re-election of Directors:** In accordance with the provisions of CAMA 2020, the following Directors retire by rotation at the 53rd AGM and being eligible, offer themselves for re-election:
    - Mrs. Cordelia Ojeile
    - Mr. Frederick Ijewere

- Mrs. Yetunde Aina

- **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 Exchange Limited'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.

- **Voting By Related Parties and Interested Persons:** In line with the Rules of the Nigerian Exchange Limited governing transactions with Related Parties or Interested Persons, all interested persons, their proxies, representatives, or associates shall abstain from voting on Resolution 8.