



NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 32nd Annual General Meeting of Regency Alliance Insurance Plc. will be held at the Rubby Hall, the Zone Business Hub, Plot 9 Gbagada Expressway, Gbagada, Lagos, Lagos State, on Friday the 6th Day of November, 2026 at 11am. to transact the following business:

1. To receive the report of the Directors, the Audited Financial Statements for the year ended 31 December 2025 together with the reports of the Auditors and the Audit Committee thereon.
2. To re-elect Directors retiring by Rotation.
3. To Disclose the remuneration of Managers of the Company.
4. To elect members of the Audit Committee.
5. To appoint Messers Adegoke Adewole as the Company's Auditors.
6. To authorise the Board to fix the remuneration of the Auditors

Special Business:

To consider and if thought fit to pass the following as an ordinary resolution:

7. To approve the remuneration of Non-Executive Directors.
To consider and if thought fit pass the following as special resolutions;
8. That the Articles of Association of the Company be amended by the insertion of the clause below as clause 44 and renumbering all subsequent clauses thereafter accordingly.

'44(I) The Company may hold its general meeting, including an Annual General Meeting or Extraordinary General Meeting, wholly or partly virtually by electronic means or through an electronic platform, in accordance with the applicable Extant Laws, Rules and Regulations and provisions of the Company's Articles.

44(ii).A member participating in any such general meeting by electronic means shall be deemed to be present at the meeting and shall be entitled to exercise all rights available to a member attending the meeting in person, including the right to speak, vote, ask questions and participate in the proceedings.

44(iii) The Board of Directors shall determine the electronic platform or other means through which a Virtual/ electronic general meeting shall be conducted and may establish procedures reasonably necessary for the proper conduct of such meeting.

44(iv) The Company may establish procedures for the identification and verification of members and proxies participating electronically and may require such information or authentication as is reasonably necessary to ensure the integrity and security of the meeting.

44(v) Members participating in a virtual general meeting through electronic means shall be counted for the purpose of determining whether a quorum is present, provided that they are able to participate effectively in the meeting.

44(vi) The Board may make such rules and procedures as it considers appropriate for the effective, orderly and secure conduct of a virtual general meeting through electronic means, provided that such rules and procedures are consistent with the provisions of the relevant laws for the time being in force and other applicable regulatory requirements and these Articles.'

For the Proxy Form to be valid for the purpose of the meeting, it must be completed and deposited at the office of the Registrars; Meristem Registrars and Probate Services Limited, 213, Herbert Macaulay Way, Yaba, Lagos not less than forty-Eight (48) hours prior to the time of the meeting.

CLOSURE OF REGISTER

The Register of Members and Transfer Books of the Company will be closed on Thursday 15th Day of October, 2026 for the purpose of reviewing and updating the register of members.

RE - ELECTION OF DIRECTOR

In line with the provisions of the Companies and Allied Matters Act, 2020, HRM Oba Dr. Francis Olushola Alao and Dr. Sammy Olaniyi will retire by rotation and being eligible offer themselves for re - election at the Annual General Meeting. their profiles are on pages 14 and 15 of the Annual Report and Accounts for the year ended 31st December 2025.

AUDIT COMMITTEE MEMBERS

In accordance with Section 359(5) of the Companies and Allied Matters Act 2020, any Shareholder may nominate another Shareholder as a member of the 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.

Please note the provisions of the Code of Corporate Governance that members of the Audit Committee are expected to have basic financial literacy to be able to read Financial Statements.

RIGHT OF SHAREHOLDERS TO ASK QUESTIONS

Shareholders have a right to ask questions not only at the Meeting, but also in writing prior to the Meeting. Such questions must be submitted to the Company Secretary or sent to info@regencyalliance.com before close of work on or before Friday the 23rd day of October 2026.

E - ANNUAL REPORT

In addition to the posted Annual Report CDs, soft copy of the Annual Report will be mailed to all Shareholders who have provided their Email addresses. The soft copy can also be downloaded from the Company's website www.regencyalliance.com or from the website of the Registrars, Meristem Registrars and Probate services <http://www.meristemregistrars.com>

LIVE STREAMING OF THE AGM

To ensure Shareholders, clients and other stakeholders who will not be attending the Company's 32nd Annual General Meeting physically watch the proceedings, the Annual General Meeting will be streamed live. Shareholders, clients and other stakeholders can log on to www.regencyalliance.com to watch the live streaming.

BY ORDER OF THE BOARD

Anu Shobo
COMPANY SECRETARY
FRC/2013/NBA/00000003654
DATED THIS 24th DAY OF SEPTEMBER 2026

NOTES:

PROXIES

A member of the Company entitled to attend, and vote is entitled to appoint a proxy to attend and vote instead of him. A proxy needs not be a member. A Proxy Form is attached to the Annual Report and Accounts. The proxy form can also be downloaded from the Company's website www.regencyalliance.com

