

NOTICE OF 16TH ANNUAL GENERAL MEETING

Notice is hereby given that the 16th Annual General Meeting of Dangote Cement PLC ("the Company") will be held at 11.00 a.m. on Monday, 23rd June 2025, at Eko Hotels & Suites, 1415 Adetokunbo Ademola Street, Victoria Island, Lagos, to transact the following business:

Ordinary Business

1. To lay the Audited Financial Statements for the Year ended 31 December 2024 together with the Reports of the Directors, Auditors and the Audit Committee thereon.
2. To declare a dividend.
3. To re-elect the following Directors retiring by rotation:

Mr. Aliko Dangote, GCON -	Non-Executive Director
Mr. Ernest Ebi, MFR -	Independent Non - Executive Director
Mr. Viswanathan Shankar -	Non-Executive Director
Mrs. Cherie Blair, KC -	Independent Non - Executive Director
Mr. Douraid Zaghouani -	Non-Executive Director

4. To authorise the Directors to fix the remuneration of the Auditors for the 2025 financial year.
5. To disclose the remuneration of Managers of the Company.
6. To elect shareholders' representatives of the Statutory Audit Committee.

Special Business

To consider and if thought fit, pass the following as ordinary resolutions of the Company:

7. To approve the remuneration of the Non-Executive Directors.
8. To disclose the attainment of 70 years of age of Mrs. Cherie Blair, KC pursuant to Section 278(1) of the Companies and Allied Matters Act (CAMA) 2020.
9. That a general mandate be granted, authorising the Company, acting through its Directors, to enter recurrent transactions with related parties or associated companies, such authority to remain in force until it is reviewed by the Company at a subsequent Annual General Meeting.

Dated this 3rd day of March 2025

By the Order of the Board of Directors.



Edward Imoedemhe
Acting Company Secretary
FRC/2021/002/00000022594

Registered Office
Leadway Marble House,
1, Alfred Rewane Road,
Ikoyi, Lagos.

Notes:

A. Proxies: A member of the Company entitled to attend and vote at the 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. To be valid, executed forms of proxy must be duly stamped for the purpose of the meeting and deposited at the Office of the Registrars, Coronation Registrars Ltd., at 9, Amodu Ojikutu Street, Victoria Island, Lagos, (or by email eforms@coronationregistrars.com) not later than 48 hours before the time for holding the meeting. A proxy form is attached to the Annual Report and may also be downloaded from the Company's website at www.dangotecement.com and the Registrars website at <https://www.coronation.ng/institutional/about-us/registrars/>.

B. Closure of Register of Members: The Register of Members and the Transfer Books of the Company will be closed on 10th June 2025.

C. Payment of Dividend: If the Shareholders at the Annual General Meeting approve the dividend recommended by the Directors, dividends will be paid on Monday, 23rd June 2025, to the shareholders whose names are registered in the Company's Register of Members at the close of business on 9th June 2025.

D. Unclaimed Dividend: A list of unclaimed dividends is available on the Company's website at www.dangotecement.com. Shareholders with unclaimed share certificates and/or unclaimed dividends should address their claims to the Registrars, Coronation Registrars Ltd., at customer care@coronationregistrars.com or 9, Amodu Ojikutu Street, Victoria Island, Lagos, Nigeria OR use the link <https://crselfservice.coronation.ng/> to complete the shareholder E-Mandate processing form. You can reach the Registrars via their 24/7 service contact details: 02012272570

Please note that treasury shares are not entitled to dividends and voting rights pursuant to Section 187 of CAMA 2020.

E. E-Dividend Registration: Shareholders that do not have accounts are hereby notified to open bank accounts, stockbroking accounts, and Central Securities Clearing System (CSCS) accounts to receive dividend payments electronically. A detachable E-Mandate Activation form is included in the Annual Report to enable shareholders to provide their details to the Registrar. Alternatively, please click this link <https://crselfservice.coronation.ng/> to complete the E-Dividend Mandate Form online.

F. Election and Re-election of Directors: Pursuant to Section 285 of the Companies and Allied Matters Act 2020, and in accordance with the provision of the Company's Article of Association, Mr. Aliko Dangote, GCON, Mr. Ernest Ebi, MFR, Mr. Viswanathan Shankar, Mrs. Cherie Blair, KC and Mr. Douraid Zaghouani will be retiring by rotation and being eligible, have offered themselves for re-election. Shareholders are hereby notified that of the Directors that will be retiring by rotation, all of whom have offered themselves up for re-election, Mr. Ernest Ebi, MFR and Mrs. Cherie Blair, KC are over 70 years of age.

G. Profiles of Directors for election/re-election: The profiles of Directors to retire by rotation and standing for re-election are among the profiles of Directors provided in the Annual Report for the year ended 31st December 2024.

H. Nomination to the Statutory Audit Committee: In accordance with Section 404(6) of the Companies and Allied Matters Act 2020 (CAMA), any member may nominate a shareholder for election as a member of the Audit Committee by giving notice in writing to the Company Secretary at least 21 days before the Annual General Meeting. Section 404(5) CAMA requires that all members of the Audit Committee shall be financially literate, and at least one member shall be a member of a professional accounting body in Nigeria established by an Act of the National Assembly. Therefore, all nominations must be supported by the curriculum vitae of the nominee.

I. Rights of Securities Holders to Ask Questions: Securities holders have a right to ask questions at the Annual General Meeting and in writing before the meeting. Questions should be submitted to the Company Secretary at the Company's registered office not later than 5 days before the date of the Annual General Meeting.

J. No Voting by Interested Persons: Pursuant to Rule 20.8(h) of the Rules Governing Related Party Transactions of the Nigerian Exchange Limited, interested parties have committed to ensuring that their proxies, representatives, or associates will refrain from voting on resolution 9 as set out in the notice above.

K. Electronic Annual Report on the Company's Website: In addition to the dispatch of physical Annual Reports to shareholders, the electronic version of the Annual Report is uploaded on the Company's website: www.dangotecement.com and Registrars website: <https://www.coronation.ng/institutional/about-us/registrars/>. Shareholders who have updated their records with their email address will also receive the e-copy of the Annual Report.

L. Live Streaming: The Annual General Meeting will be streamed live from our website www.dangotecement.com and our YouTube channel www.youtube.com/dangotegroup