DANGOTE CEMENT PLC

RC 208767

PROXY FORM

The 17th Annual General Meeting of Dangote Cement PLC ("the Company") will be held at 11.00 a.m. on Thursday, 2nd July 2026, at Eko Hotels & Suites, 1415 Adetokunbo Ademola Street, Victoria Island, Lagos

I/We																												

(Name of Shareholder in block letters)

Being a shareholder of Dangote Cement PLC hereby appoint _____or failing him/her, _____ as my/our Proxy to act and vote for me/us on my/our behalf at the 17th Annual General Meeting (AGM) of Dangote Cement PLC which will be held at 11.00 a.m. on Thursday, 2nd July 2026, at Eko Hotels & Suites, 1415 Adetokunbo Ademola Street, Victoria Island, Lagos and at any adjournment thereof.

Shareholder's signature _____ Date _____

I/We desire this proxy to be used in favour of/or against the resolution as indicated alongside:

S/N	Ordinary Business	For	Against	Abstain
1.	To lay the Audited Financial Statements for the Year Ended 31 December 2025 together with the Reports of the Directors, Auditors and the Statutory Audit Committee thereon.			
2.	To declare a dividend.			
3.	To approve the appointment of Mrs. Mariya Aliko-Dangote as a Director of the Company.			
4.	To re-elect Directors as follows:			
4.1.	To re-elect Mr. Emmanuel Ikazoboh as a Director, who is retiring by rotation.			
4.2.	To re-elect Mr. Olakunle Alake as a Director, who is retiring by rotation.			
4.3.	To re-elect Ms. Berlina Moroole as a Director, who is retiring by rotation.			
4.4.	To re-elect Mr. Alvaro Poncioni Merian as a Director, who is retiring by rotation.			
5.	To authorise the Directors to fix the remuneration of the Auditors for the 2026 financial year.			
6.	To elect shareholders' representatives of the Statutory Audit Committee.			
S/N	**Special Business**	**For**	**Against**	**Abstain**
7.	To approve the remuneration of Non-Executive Directors.			
8.	To grant a general mandate authorising the Company, acting through its Directors, to enter recurrent transactions and such other business arrangements with related parties or associated companies in the ordinary course of business, in compliance with applicable laws. This general mandate shall commence on the date this resolution is passed and shall remain in force until the date of the next Annual General Meeting of the Company.			
9.	To consider and if thought fit, pass the following sub-joined resolutions as an ordinary resolution of the Company: a. That, subject to obtaining all requisite regulatory approvals, the Company be and is hereby authorised to consider and if deemed fit, undertake one or more capital markets transactions, including: (i) a potential secondary listing of its issued shares on the London Stock Exchange or such other recognised international securities exchange as may be determined by the Directors, under the applicable international listing framework at such time, in such manner and on such terms as may be determined by Directors; and (ii) an offer for sale of the Company's shares on the international and/or Nigerian capital markets, by the majority shareholder, in connection with or ancillary to any such listing or as a standalone transaction at such time, in such manner and on such terms, in each case having regard to prevailing market conditions; b. That the Board be and is hereby authorised to consent to, approve, sign and/or execute any agreements, deeds and/or any other documents, appoint such professional parties and advisers; and perform all such other acts, including the processing of all regulatory approvals required; and do all such other things as may be necessary for, and/or incidental to, giving effect to the above resolutions. The Board may authorise the Company's management to perform any of its functions herein; and c. That all lawful acts carried out by the Board and management of the Company on behalf of the Company prior to the date of this resolution in connection with the transaction, be and are hereby ratified.			
10.	To consider and if thought fit, pass the following sub-joined resolutions as a special resolution of the Company: a. That the Memorandum and Articles of Association of the Company be and are hereby amended by: i. Deletion of "except as per the provisions of these Articles" from Article 3; ii. Deletion of "Subject to the provisions hereinafter contained" from Article 4; and iii. Amendment of Article 5 in its entirety to read as follows "The registration of transfer may be suspended at such times and for such periods as the Directors may from time to time determine, provided always that such registration shall not be suspended for more than thirty days in any year"; and b. That the Directors be and are hereby authorised to take all such lawful steps, pass all requisite resolutions and do all such other lawful acts and/or things as may be necessary for and/or incidental to giving effect to this resolution.			

Please indicate with an "X" in the appropriate column, how you wish your votes to be cast on the resolutions set out above. Unless otherwise instructed, the Proxy will vote or abstain from voting at his/her discretion.

Notes:

A. 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. All proxy forms should be deposited at the registered office of the Registrars, Coronation Registrars Ltd., 9, Amodu Ojikutu Street, Victoria Island, Lagos, Nigeria or via email at eforms@coronationregistrars.com not later than 48 hours before the time for holding the meeting.

B. In the case of joint shareholders, any of them may complete the form, but the names of all joint shareholders must be stated.

C. If the shareholder is a corporation, this form must be executed under its Common Seal or under the hand of a duly authorised officer or attorney.

D. The proxy must produce the admission slip along with the notice of the meeting to gain entrance to the meeting.

E. It is the requirement of the law under the Stamp Duties Act, Cap S8, Laws of the Federation of Nigeria, 2004 that all instruments of proxy to be used for the purpose of voting by any person entitled to vote at any meeting of shareholders must bear the appropriate stamp duty from the Stamp Duties Office (not adhesive postage stamps).

Before posting this form, please tear off this part and retain it for admission to the meeting.

ADMISSION SLIP:

The 17th Annual General Meeting of Dangote Cement PLC ("the Company") will be held at 11.00 a.m. on Thursday, 2nd July 2026, at Eko Hotels & Suites, 1415 Adetokunbo Ademola Street, Victoria Island, Lagos..

Please admit the Shareholder named on this Slip or his/her duly appointed proxy

Shareholder's name: _____

Shareholder's address: _____

Number of shares held: _____

Signature:_____

This Admission Card must be presented by the Shareholder to gain entry to the Annual General Meeting