

## PROXY FORM

The **55<sup>th</sup> Annual General Meeting of Royal Exchange Plc** will be held virtually **on Thursday, November 14, 2024**, at **10.00 o'clock** in the forenoon.

I/We ----- being a member/members of Royal Exchange plc hereby appoint ----- or failing him, the Chairman of the meeting as my/our proxy to vote for me/us and on/my behalf at the **55<sup>th</sup> Annual General Meeting** of the Company to be held on **Thursday, November 14, 2024** and at every adjournment thereof.

Dated this ----- day of ----- 2024

Signature -----

Nos.	RESOLUTIONS	FOR	AGAINST
1.	<b>ORDINARY BUSINESS</b> To lay before the meeting the Consolidated Financial Statements of the Group for the year ended December 31, 2023, together with the Reports of the Directors, the Audit Committee, and the Auditors thereon		
2.	To re-elect the following Non-Executive Directors, who being eligible now offer themselves for re-election: a) Mr. Kenneth Ezenwa Odogwu b) Chief Anthony Idigbe (SAN)		
3.	To appoint Independent Auditors.		
4.	To authorize the Directors to fix the remuneration of the Auditors		
5.	To disclose the remuneration of the Managers		
6.	To elect members of Statutory Audit Committee		

### NOTES:

- Please indicate with an '**X**' in the appropriate squares how you wish your votes to be cast on the resolutions set out above.
- A member (shareholder) who is unable to attend the Annual General Meeting is allowed to vote by proxy. The above proxy form has been prepared to enable you to exercise your right to vote in case you cannot personally attend the meeting. Members wishing to vote by proxy should please ensure that the appropriate stamp duties due on the proxy form are paid. The proxy must produce the "Authority to Admit", attached to this form to gain entrance to the Meeting.
- Provision has been made on this form for the Chairman of the meeting to act as your proxy. However, if you so wish, you may insert in the space provided on the form, the name of any person whether a member of the Company or not who will attend the Meeting and vote on your behalf.
- Please sign the above proxy form and post it so as to reach The Registrars, CardinalStone (Registrars) Limited, 3535/337, Herbert Macaulay Way, Sabo, Yaba Lagos, not later than 48 hours before the appointed time for holding the meeting. If executed by a corporation, the proxy form must bear the common seal of such corporation.

**PROXY FORM (Cont'd)**

The Registrar,  
CardinalStone (Registrars) Limited,  
335/337 Herbert Macaulay Way, Sabo, Yaba, Lagos

Please Affix  
Postage Stamp Here

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PLEASE TEAR OFF THIS PART AND RETAIN IT

**AUTHORITY TO ADMIT**

Please admit ..... **at the 55th Annual General Meeting of Royal Exchange Plc to be Held Virtually** on Thursday, November 14, 2024, at 10.00 AM in the forenoon.

**NOTES:**

1. This authority to admit must be produced by the shareholder or his/her proxy in order to gain entry to the venue of the Annual General Meeting.
2. Shareholders or their proxies must sign this authority for admission before attending the Meeting.

**For Mazars Ojike & Partners**  
Company Secretary  
FRC/2021/002/00000022920

\_\_\_\_\_  
Signature of the person attending

FOR REGISTRAR/COMPANY USE ONLY

NAME OF SHAREHOLDER

NUMBER OF SHARES

**CAUTION: TO BE VALID THIS FORM MUST BE STAMPED ACCORDINGLY**