



UPDATED PROXY FORM

74th Annual General Meeting of the Members of Guinness Nigeria Plc to be held at the Grand Banquet Hall, Civic Centre, Ozumba Mbadiwe Avenue, Victoria Island, Lagos State on Wednesday, 23rd October 2024 at 11.00 o'clock.

I/We*

Being a member/members of Guinness Nigeria Plc, hereby appoint**

or failing him/her, Dr. Omobola Johnson, or failing her, Mr. Girish Sharma as my /our proxy to act and vote for me/us and on my/our behalf at the Annual General meeting of the Company to be held on Wednesday, 23rd October 2024 and at any adjournment thereof. **This updated proxy form is issued to reflect the changes made to Agenda 2 only, as outlined in the Updated Notice of the Annual General Meeting.**

Dated this day of 2024

Shareholder's signature

**Delete as necessary*

- 1 A member (shareholder) entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy in his stead. All proxies should be deposited at the Registered Office not less than 48 hours before the time of holding the Meeting. In the case of joint shareholders, any of such may complete the form, but the names of all joint shareholders must be stated.
- 2 If the Shareholder is a corporation, this form must be under its common seal or under the hand of an officer or attorney duly authorized.
- 3 Provision has been made on this form for some Directors of the Company to act as your proxy, but if you wish, you may insert in the blank spaces on the form (marked **) the name of the person whether a member of the Company or not, who will attend the Meeting and vote on your behalf instead of the Directors.
- 4 Please sign the above proxy form and send it so as to reach the address of the Registrars, Veritas Registrars Limited, Plot 89A, Ajose Adeogun Street, Victoria Island, Lagos not less than 48 hours before the time of the holding of the Meeting. You may also scan and send the completed Proxy form to the Company's Registrars at enquiry@veritasregistrars.com.
- 5 This updated proxy form supersedes any previously issued proxy form in respect of the Annual General Meeting.
- 6 The proxy must produce the Admission Card sent with the Notice of Meeting to obtain entrance to the meeting.

NUMBER OF SHARES			
RESOLUTION	FOR	AGAINST	ABSTAIN
To elect as Director Mr. Girish Sharma			
To elect as Director, Mrs. Vivien Shobo			
To elect as Director, Mr. Harkishin Aswani			
To elect as Director, Mr. Deepak Singhal			
To elect as Director, Mr. John Musunga			
To re-elect as Director, Prof. Fabian Ajogwu			
To disclose the remuneration of the managers of the Company			
To authorize Directors to fix the remuneration of Independent Auditors			
To elect members of the Statutory Audit Committee			
SPECIAL BUSINESS			
To fix the remuneration of the Directors			
To renew the general mandate of the Company to enter into recurrent transactions with related parties for the Company's day to day operations.			
To amend the Memorandum and Articles of Association of the Company as follows: The insertion of a new 56 to read as follows: 'Time & Place of Meeting - The annual general meeting shall be held in such manner, at such time and place as the Directors shall appoint including virtually or by any other electronic means.' The insertion of a new 59.1 to read as follows: 'Notice of every General Meeting shall be given in any legal manner (including and without limitation to any mail, publication, physical or electronic means)'			
Please indicate with an "X" in the appropriate box how you wish your votes to be cast on the resolution set out above. Unless otherwise instructed, the proxy will vote or abstain from voting at his discretion.			

ADMISSION CARD

Please Admit

To the Annual General Meeting of Guinness Nigeria Plc which will be Address of Shareholder held at the Grand Banquet Hall, Civic Centre, Ozumba Mbadiwe Avenue, Victoria Island, Lagos State on Wednesday, 23rd October 2024 at 11.00 o'clock.

This admission card must be produced by the Shareholder or his proxy in order to obtain entrance to the Annual General Meeting.

Abidemi Ademola

Legal Director/Company Secretary

.....
Name of Shareholder

.....
Address of Shareholder

**Number of
Shares held**

