

**TAKE-OVER OFFER**

**(UNDER PART XII OF THE INVESTMENTS AND SECURITIES ACT, NO. 29, 2007 (AS AMENDED) AND RULE 4 OF THE SEC RULES ON MERGERS, TAKE-OVERS AND ACQUISITIONS AUGUST 2021 (AS AMENDED))**

**BY**

**N SEVEN NIGERIA LIMITED**

RC 7519838

**FOR UP TO 481,362,887 ORDINARY SHARES IN**



**AT**

**₦81.60 PER SHARE**

<b>ACCEPTANCE OPENS:</b>	<b>Friday, 14 March 2025</b>
<b>ACCEPTANCE CLOSES:</b>	<b>Friday, 04 April 2025</b>

**Actions to be taken by Shareholders of Guinness Nigeria PLC who wish to accept the Take-over Offer**

The Take-over Offer document dated 14 March 2025 (the "Take-over Offer Document") has been sent directly to Qualifying Shareholders (i.e. shareholders of Guinness Nigeria PLC ("Guinness Nigeria") as at the Qualification Date of Thursday, 20 February 2025). Qualifying Shareholders will receive the Take-over Offer Document incorporating an Acceptance Form for use in connection with the Take-over Offer. Qualifying Shareholders who are yet to receive the Take-over Offer Document by Friday, 07 March 2025 are advised to contact Veritas Registrars Limited at Plot 89a, Ajose-Adeogun Street, Victoria Island, Lagos, by telephone on +234 201 278 4169 or by email at GuinnessMTO2025@veritasregistrars.com respectively. However, Shareholders who have purchased shares of Guinness Nigeria after the Qualification Date and intend to participate in the Take-over Offer, can access a copy of the Take-Over Offer Document on the websites of Nigerian Exchange Limited, Guinness Nigeria, Veritas Registrars Limited and Stanbic IBTC Capital Limited.

Qualifying Shareholders who wish to tender some or all of their ordinary shares should complete the Acceptance Form in accordance with the instructions printed thereon. The completed Acceptance Form which should be stamped and signed by the Qualifying Shareholder's stockbroker together with their statement of CSCS account may be delivered by post/mail or courier, via e-mail at GuinnessMTO2025@veritasregistrars.com or by hand to Veritas Registrars at Plot 89A Ajose-Adeogun Street, Victoria Island, Lagos or 40 Aba Road, Port Harcourt or 63 Usuma Street, Maitama FCT, Abuja, **to be received by no later than 5:00 pm on Friday, 04 April 2025.**

Qualifying Shareholders who hold ordinary shares in certificated form and wish to tender some or all of their ordinary shares are required to dematerialise their shares via their stockbroker to be eligible to participate in the Take-over Offer.

Recipients of the Take-over Offer Document who have sold or otherwise transferred all their shares in Guinness Nigeria should please forward this document to the purchaser or agent through whom the shares were sold, for transmission to the purchaser.

*Acceptances to the Take-over Offer may be delivered by post/mail or courier, via e-mail at GuinnessMTO2025@veritasregistrars.com or by hand to Veritas Registrars (during normal business hours). Qualifying Shareholders tendering their shares should please note that the method of delivery of their completed Acceptance Form and CSCS statement is at their selection and risk. Qualifying Shareholders delivering their Acceptance Form and supporting documents by post from within and outside Nigeria should please consider the length of time it typically takes for documents sent by post to be delivered to their destinations. Please note that Acceptance Forms and CSCS statements sent by post/mail, e-mail, courier or by hand (during normal business hours), will be solely at the risk of the Qualifying Shareholders tendering their shares.*

**FINANCIAL ADVISER**



RC1031358

**LEGAL ADVISER**

**TEMPLARS**

NIGERIA | GHANA

BN 925440