

LAGOS, 2nd February 2026

NOTICE IS HEREBY GIVEN that by an order of the Federal High Court of Nigeria holden at Abuja, on 30th January 2026 in suit no: FHC/ABJ/CS/99/2026, the Court directed that the 23rd to 27th Annual General Meeting ("**AGM**") of **FORTIS GLOBAL INSURANCE PLC** ("the Company") be convened and accordingly the AGM will be held on Thursday, 12th February 2026 at 11:00 a.m. at BWC Hotels, 1228B, Ahmadu Bello Way, Victoria Island, Lagos State, to transact the following business:

ORDINARY BUSINESS

1. To receive the Audited Financial Statements for the year ended 31st December 2020 together with the Reports of Directors, Auditors and Audit Committee thereon.
2. To receive the Audited Financial Statements for the year ended 31st December 2021 together with the Reports of Directors, Auditors and Audit Committee thereon.
3. To receive the Audited Financial Statements for the year ended 31st December 2022 together with the Reports of Directors, Auditors and Audit Committee thereon.
4. To receive the Audited Financial Statements for the year ended 31st December 2023 together with the Reports of Directors, Auditors and Audit Committee thereon.
5. To receive the Audited Financial Statements for the year ended 31st December 2024 together with the Reports of Directors, Auditors and Audit Committee thereon.
6. To ratify the appointment of the following Directors:
 - a. Abiodun Sanusi
 - b. Nelson Ahaneku
 - c. Nomwen Imariagbotua Emeghalu
7. To re-elect the following Directors who in accordance with Article 83 of the Company's Articles of Association retires by rotation, and being eligible have offered themselves for re-election:
 - a. Rohan Fernando
 - b. Musa Lawan

Directors: Akin Iroko (Nigerian, Chairman), Rohan Fernando (NED, Sri Lankan), Musa Lawan (NED, Nigerian), Abiodun Sanusi (NED, Nigerian), Nelson Ahaneku (NED, Nigerian), Nomwen Emeghalu (Managing Director), Olutayo Amore (ED, Technical).

8. To ratify the appointment of TAC Professional Services as the Auditors of the Company and to authorize the Directors to fix their remuneration.
9. To elect members of the Statutory Audit Committee.

SPECIAL BUSINESS/ORDINARY RESOLUTIONS

The following businesses will be transacted at the meeting as special businesses:

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

10. To approve the remuneration of the Non-Executive Directors.
11. That subject to necessary regulatory and statutory approvals, the Board be and are hereby authorised to take all necessary steps to raise additional capital for the Company to meet the mandatory minimum capital requirement in any form and through any structure, including without limitation equity, debt, quasi-equity or hybrid instruments. Such capital raise may be undertaken by way of ordinary shares, preference shares, (cumulative or non-cumulative, redeemable or non-redeemable), debentures, bonds, notes, subordinated instruments, convertible or non-convertible instruments, mezzanine financing, rights issues, private placements, public offers, or any other capital or debt instrument or structure permitted under applicable law. The Board is further authorised to negotiate, approve and execute all agreements, documents and transactions necessary to consummate any such capital raise, and to take all actions required to ensure the Company's continued compliance with NAICOM's minimum capital requirements and the risk-based capital framework.
12. That pursuant to the provisions of the Companies and Allied Matters Act, 2020 (CAMA 2020) and the existing Articles of Association of the Company, the Articles of Association of the Company be and are hereby amended to permit the holding of General Meetings by the Company either physical, or electronically.
 - A. That a new Article 57(2) be inserted immediately after Article 57(1) as follows:

'The Company may convene and hold any Meeting (including Directors, Annual or Extraordinary General Meetings) by physical, or electronic means, and members participating through such electronic or technological platform shall be deemed to be present in person for the purposes of quorum, voting and all other proceedings of the meeting.
13. That the Board of Directors be and are hereby authorized to do all such acts, deeds, matters and things as the Board may deem necessary to give effect to the aforementioned resolutions of the Company.

NOTES:

1. **Proxy:** 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 Fortis Global Insurance Plc. To be valid, a completed and duly stamped proxy form must be completed and deposited at the registered office of the Company or forwarded via email secretariat@fortisglobalinsurance.com not later than forty-eight (48) hours before the time fixed for the meeting.
2. **Closure of Register of Members:**
The Register of Members and Transfer Books will be closed from 4 to 10 February 2026 (both days inclusive) to enable the Registrars update its records.
3. **Website:** A copy of this Notice and other information relating to the meeting can be found at www.fortisglobalinsurance.com
4. Nomination for Statutory Audit Committee.
5. In accordance with section 404 (6) of the Companies and Allied Matters Act, 2020 (CAMA 2020), any member may nominate a shareholder as a member of the Statutory Audit Committee by giving notice in writing of such nomination to the Company Secretary (together with a short biodata of the nominee), at least seven (7) days before the AGM. A list of the prospective candidates shall be posted on the Registrar's website before the date of the meeting.
6. **Shareholders' Rights:** Shareholders have the right to ask questions not only at the meeting but also in advance. Questions should be submitted in writing to the Company Secretary at least five (5) days before the meeting.
7. E-Annual Report

Shareholders who have provided their email addresses to the Registrars will receive the electronic version of the audited financial statements of the company for the five (5) years ended December 31, 2024, via email. Furthermore, shareholders who are interested in receiving the electronic version of the audited financial statements of the Company for the five (5) years ended December 31, 2024, may request for it via email: secretariat@fortisglobalinsurance.com

Dated this 2nd day of February 2026



Halima Jimada
Company Secretary
FRC/2024/PRO/NBA/004/605363