# Proxy Form

The Thirty-first (31st) Annual General Meeting of the members of ARADEL HOLDINGS PLC will hold virtually on Thursday, the 30th day of July 2026 at 10.00 a.m. to transact the following businesses:

| S/N | Business | Resolution | For | Against | Abstain |
|---|---|---|---|---|---|
| | **Ordinary Business** | **Ordinary Resolution** | | **Vote** | |
| 1 | To lay before the members the Audited Financial Statements for the year ended 31st December 2025 for approval and the Report of the Directors, Auditors and Audit Committee. | No Resolution/Voting Required | | | |
| 2 | To declare a dividend. | That the final dividend of ₦23.00 (Twenty-Three Naira) per share be and is hereby approved. | | | |
| 3 | To elect/re-elect Directors. | That the underlisted Directors retiring by rotation be and are hereby elected: | | | |
| | | i. Mr. Augustine Olorunsola | | | |
| | | ii. Mr. Adegbite Falade | | | |
| | | iii. Mr. Adegbola Adesina | | | |
| | | iv. Ms. Kerin Gunter | | | |
| 4 | To ratify the appointment of Directors. | That the appointment of the following Non-Executive Directors be and are hereby ratified: | | | |
| | | Mr. Olusola Adeeyo – Non-Executive Director | | | |
| | | Mr. George Osahon - Non-Executive Director | | | |
| | | Mr. Mahmud Tukur - Independent Non-Executive Director | | | |
| | | Ms. Nnoli Akpedeye - Independent Non-Executive Director | | | |
| 5 | To appoint new Independent External Auditors to replace the retiring Deloitte & Touche. | That the audit firm of KPMG Professional Services be and is hereby appointed as the Company's External Auditors for the financial year ending 31st December 2026 to replace Deloitte & Touche. | | | |
| 6 | To authorise the Directors to fix the remuneration of the Auditors. | That the Directors be and are hereby authorised to fix the remuneration of the Auditors for the financial year ending 31st December 2026 | | | |
| 7 | To elect/re-elect members of the Audit Committee. | To elect/re-elect three persons out of the underlisted persons and other persons to be nominated within 21 days before the AGM, to represent the Shareholders in the Statutory Audit Committee of the Company. To give equal opportunity to all nominees, voting at the AGM shall be conducted through electronic devices by all the shareholders present: | | | |
| | | i. Mr. Olufemi Akinsanya | | | |
| | | ii. Chief Gbola Akinola, SAN | | | |
| | | iii. Mr. Eddie Efekoha | | | |
| | | iv. Mr. Olatunji Bamidele | | | |
| | | v. Mr. Adebanjo Oluwafemi Abayomi | | | |

| S/N | Business | Resolution | For | Against | Abstain |
|---|---|---|---|---|---|
| | **Special Business** | **Special Resolution** | | **Vote** | |
| 8 | To approve the Non-Executive Directors Severance Benefit (including Non-Executive Directors who retired during the 2025 calendar year). | That the Board's recommendation of Chairman's severance benefit be and is hereby approved as follows: | | | |
| | | That Annual Fee of the Chairman shall be calculated as: US$68,750/annum, multiplied by number of years served on the Board; | | | |
| | | Annual medical insurance cover for a maximum period of five (5) years after retirement subject to an annual limit in the sum of $16,700. | | | |
| | | That the Board's recommendation of other Non-Executive Directors severance benefit be and is hereby approved as follows: | | | |
| | | That Annual Fee for other Non-Executive Directors shall be calculated as: US$40,500/annum multiplied by number of years served on the Board. | | | |
| | | Annual medical insurance cover for a maximum period of five (5) years after retirement subject to an annual limit in the sum of $14,500. | | | |

Please indicate with an "X" in the appropriate square 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.

I/We

______________________________________________________________________________________________________

Being members of Aradel Holdings Plc, hereby appoint:

| S/N | NAME | PARTICULARS | Select Only 1 Person Here |
|---|---|---|---|
| 1. | Mr. Augustine Olorunsola | Chairman of the Board of Directors | |
| 2. | Mr. Adegbite Falade | Managing Director/ Chief Executive Officer | |
| 3. | Ms. Titilola Omisore | Company Secretary & General Counsel | |
| 4. | Mr. Femi Akinsanya | Chairman, Statutory Audit Committee | |

Other ________________________________________ as my/our proxy to attend and vote for me/us and on my/our behalf at the Annual

Shareholder Signature

General Meeting of the Company to be held on Thursday, the 30th day July 2026, at 10.00 a.m. and any adjournment thereof.

Dated this ______ day of___________ 2026

## IMPORTANT

1. Before posting the above proxy, please tear this part off and retain it. A person attending the Annual General Meeting of the Company, or his proxy should produce this card to secure admission to the meeting. Please note that there shall be no physical attendance of members at the Company's 2025 Annual General Meeting as the event is virtually hosted. Any member of the Company is entitled to attend and vote at the Annual General Meeting of the Company. He/she is also entitled to appoint a proxy to attend and vote instead of him, and in this case, the above card may be used to appoint a proxy. Voting will be conducted only through the use of proxy forms returned as and when due and through members who would be physically present.
2. All questions by members of the Company should be in writing and should be directed to the Company Secretary and submitted at the registered address of the Company not later than one week before the Annual General Meeting. Questions may also be forwarded via email to 31stagmquestions@aradel.com.
3. The names of two (2) directors, the Company Secretary and the Chairman of Statutory Audit Committee have been entered on the proxy form to ensure that someone will be at the meeting to act as your proxy. Please indicate the symbol (√) on the name of your preferred proxy whom you have picked.
4. The above proxy form, when completed, must be deposited at the registered address of the Company being 15, Babatunde Jose Road, Victoria Island, Lagos, not less than 48 hours before the fixed time for the meeting. This form must be submitted latest by 10.00a.m on Tuesday, the 28th day of July 2026. Alternatively, executed proxy forms may be deposited with the Registrars, Coronation Registrars Limited, 9 Amodu Ojikutu Street, Victoria Island, Lagos or sent via email to 31stagmproxy@aradel.com and eforms@coronationregistrars.com, not later than 48 hours before the time of holding the meeting.
5. It is a requirement of the law under the Stamp Duties Act, Cap 58, Laws of the Federation of Nigeria, 2004, that any instrument of proxy to be used for the purpose of voting by any person entitled to vote at any meeting of shareholders must bear a stamp duty. However, the Company shall bear the cost of all stamp duty.
6. If a proxy form is executed by a Company, it should be sealed under its common seal or under the hand of an attorney.

Signature of person attending

---

## Admission Card

Annual General Meeting to be held on **Thursday, the 30th day of July 2026 at 10.00 a.m.**, at Lagos.

I/We .______________________________________ own _________________ units of shares.

This admission card must be produced by the Shareholder in order to gain entrance into the Annual General Meeting.