



THE TOURIST COMPANY OF NIGERIA PLC

6 - 8 Ahmadu Bello Way
Victoria Island Lagos Nigeria
Telephone +234 (1) 277 9000
Websites: www.tcn.com.ng
www.suninternational.com

IN THE MATTER OF THE TOURIST COMPANY OF NIGERIA PLC ("COMPANY" OR "TCN")

RC 3781

IN THE MATTER OF COMPANY VOLUNTARY ARRANGEMENT UNDER THE COMPANIES AND ALLIED MATTERS ACT (CAMA), 2020

NOTICE OF A GENERAL MEETING OF THE TOURIST COMPANY OF NIGERIA PLC

NOTICE IS HEREBY GIVEN that a General Meeting of The Tourist Company of Nigeria Plc (the Company) will be held at 12 noon (Nigerian Time) on December 8, 2021, **virtually via Microsoft Teams**.

The General Meeting is being summoned pursuant to Sections 435 and 436 of the Companies and Allied Matters Act, 2020 ("the CAMA") and the Order of the Federal High Court of Nigeria per Honourable Justice P.O. Lifu in Suit No. FHC/L/CS/1250/2021 on November 15, 2021 ("the Order of Court") for the purpose of Members of the Company considering the proposal of the Company for a Voluntary Arrangement under Chapter 17 of the CAMA on the terms set out in the Proposal of the Board of Directors of the Company dated 30th August 2021 ("the Proposal")

The Members in General Meeting are being summoned to vote on the resolution for:

1. The Appointment of the court sanctioned Nominees as Chairman for the General Meeting.
2. Approval of the Company Voluntary Arrangement (CVA) per the Proposal or any modifications to the Proposal.
3. If resolution (2) is approved, that any act to be done by the Nominees/Supervisors in connection with the CVA may be done by all or any one of them.

The Tourist Company of Nigeria Plc (trading as Federal Palace Hotel & Casino)
Directors Chief A Idiabe SAN A Bulama Dr A Thomopoulos U Ibru
AG Johnston* DR Mokhobo* GI Wood* TJD Kliegl* ***
(*South African) (**Executive)
Company Registration No.: RC3781; TIN No.: 00275919-0001
Company Secretary: Punuka Nominees Limited

Notes

1. The Documents

The Proposal and the Order of Court can be accessed on the TCN website, www.tcn.com.ng The Proposal has been prepared by the Board of Directors of the Company solely to inform the Members of the Company of the content of the Proposal for the CVA. Nothing in the Proposal should be relied upon for any other purpose.

2. Attendance

The Order of Court has prescribed virtual attendance of the meeting. The meeting will be held on 8 December 2021 at midday (Nigerian time). The proceedings will be **streamed live from the External Ballroom at the Federal Palace Hotel, 6-8 Ahmadu Bello Way, Victoria Island, Lagos** to enable members who are unable to join the virtual meeting to follow the proceedings in person without prejudice to social distancing.

3. Proxy

A Member of the Company entitled to attend and vote at the General Meeting is entitled to appoint a proxy in their stead from a list of the following persons:

- a. Bakare Adebisi Oluwayemisi
- b. Prince Anthony Omojola
- c. Mr Ufuoma Ibru
- d. Dr Alexander Thomopulos
- e. David Kliegl
- f. Sir Olatunde Okelana

All instruments of proxy should be duly stamped by the Commissioner of Stamp Duties and sent by email to the Nominees at o.kalu@punuka.com and seyi@akinwunmibusari.com, not later than 48 hours before the time for holding the Meeting. A blank proxy form may be downloaded on the Company's website at www.tcn.com.ng.


4. Right of Members to Ask Questions

The Members have a right to ask questions not only at the General Meeting but also in writing before the meeting, on the Proposal. Please send all questions to the Nominees at o.kalu@punuka.com and seyi@akinwunmibusari.com.

Dated: 29 November 2021

SIGNED

By the Nominees



Okorie Kalu



Seyi Akinwunmi