



Trans-Nationwide Express Plc.

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NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 30th Annual General Meeting of Trans-Nationwide Express PLC will be held at Shoregate Hotels, No. 29, Joel Ogunnaike Street, Ikeja GRA, Lagos on Wednesday, 21st June, 2023 at 11.00 a.m. for the following purposes:

ORDINARY BUSINESS:

1. To lay before the meeting the Audited Financial Statements for the year ended 31st December, 2022 together with the Reports of the Directors, the Independent Auditors and the Audit Committee thereon.
2. To declare a dividend.
3. To re-elect the following Directors retiring by rotation.
 - i) Mr. Sulaiman Adedokun
 - ii) Mr. Adebayo Adeleke
4. To authorise the Directors to fix the remuneration of the Auditors.
5. To disclose the remuneration of Managers of the Company.
6. To elect members of the Statutory Audit Committee.

SPECIAL BUSINESS:

To consider and if thought fit, pass the following resolution as Special Resolution.

7. To fix the remuneration of the Directors.

BY ORDER OF THE BOARD


 CAUTION SERVICES LIMITED (SECRETARIES)
 FRC/2013/ICSAN/0000002873
 Date: April 12, 2023
 Plot 28, Oshodi Apapa Expressway, Oshodi, Lagos.

NOTES:

1) PROXY:

A member of the Company who is entitled to attend and vote at this meeting may appoint a proxy to attend and vote instead of him. A proxy need not be a member of the Company. A proxy form is supplied with this Notice.

All proxy forms when completed should be deposited at the office of the Company Registrars, CardinalStone Registrars Limited, 335/337 Herbert Macaulay Way, Yaba, Lagos or via email to registrars@cardinalstone.com, not later than 48 (forty-eight) hours before the time of holding the meeting.

2) DIVIDEND

If approved, a dividend of N0.02k per ordinary shares of N0.50k each, amounting to N9,963,001.54, subject to appropriate withholding tax and approval will be paid on Monday, 26th June, 2023 to shareholders whose names appear in the Register of Members as at the close of business on Friday, 9th June, 2023.

Shareholders are kindly requested to update their records and inform the Company Registrars, CardinalStone Registrars Limited of their updated information and relevant bank accounts details for the payment of their dividend

3) UNCLAIMED DIVIDEND WARRANTS AND SHARE CERTIFICATES

Shareholders are hereby informed that a number of share certificates and dividend warrants have been returned to the Registrars as "unclaimed". A list of all unclaimed dividend will be circulated with the Annual Report and Financial Statements. Any member affected by this notice is advised to write to or call at the office of the Company Registrars, CardinalStone Registrars Limited, 335/337 Herbert Macaulay Way, Yaba, Lagos during normal working hours.

4) CLOSURE OF REGISTER OF MEMBERS AND TRANSFER BOOKS

The Register of Members and Transfer Books of the Company will be closed from Monday, 12th June, 2023 to Friday, 16th June, 2023, both days inclusive for the purpose of updating the Register of Members.

5) NOMINATIONS FOR THE STATUTORY AUDIT COMMITTEE

In accordance with Section 404(3) of the Companies and Allied Matters Act, 2020 requires the Statutory Audit Committee of public company to have 5 (five) members, comprising of 3 (three) shareholders and 2 (two) Non-Executive Directors. In accordance with Section 404(6) of the Companies and Allied Matters Act, 2020, any shareholder may nominate another shareholder for election as a member of the Statutory Audit Committee by giving notice in writing to the Company Secretaries at least 21 (twenty-one) days before the date of the Annual General Meeting.

Shareholders are enjoined to note that Section 404(5) of the Companies and Allied Matters Act 2020 provides that all the members of the Audit Committee shall be financially literate and at least one (1) member shall be a member of a professional accounting body in Nigeria established by an Act of the National Assembly. The Nigerian Code of Corporate Governance issued by the Financial Reporting Council of Nigeria also provides that members of the Audit Committee should be financially literate and able to read and interpret financial statements. Consequently, detailed curriculum vitae containing the nominee's qualification should be submitted with each nomination.

6) RIGHTS OF SHAREHOLDERS TO ASK QUESTIONS

Pursuant to Rule 19.12 (c) of the Nigerian Exchange Limited's Rulebook 2015, please note that Shareholders have a right to ask questions not only at the Annual General Meeting, but also in writing prior to the Annual General Meeting. We therefore urge that such questions be submitted to the Company Secretaries not later than 2 (two) weeks before the date of the meeting.

7) BIOGRAPHICAL DETAILS OF DIRECTORS FOR RE-ELECTION

The biographical details of the directors submitted for re-election are contained in the Annual Report and Accounts of the Company under Directors' Profile.

SUMMARY OF AUDITED FINANCIAL RESULTS FOR THE YEAR ENDED DECEMBER 31, 2022

The Directors of Trans-Nationwide Express Plc hereby announce the results for the financial year ended December 31, 2021 together with the comparative figures for the previous year as follows:

	2022 N'000	2021 N'000	CHANGES %
Turnover	698,625	678,508	103
Profit/(Loss)before tax	43,332	(34,273)	226
Profit/(Loss)after tax	25,216	(39,711)	163