



NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Forty-Seventh (47th) Annual General Meeting of UNIVERSITY PRESS Plc will hold at Kakanfo Inn & Conference Centre, 1, Nihinlola Street, Joyce 'B' Road, Off Ring Road, Ibadan, on Thursday, 18th September, 2025 at 11a.m to transact the following business:

ORDINARY BUSINESS

- To lay before the members, the Audited Financial Statements for the year ended 31st March 2025, the Reports of the Directors, Auditors and Audit Committee thereon;
- To declare a dividend
- To re-elect the following Directors retiring by rotation:
 - Mr. Obafunso Ogunkeye; and
 - Prof. Tracie Utoh-Ezeajugh
- To authorize the Directors to fix the Auditors' remuneration
- To disclose Managers' remuneration
- To elect members of the Statutory Audit Committee.

SPECIAL BUSINESS

- To approve the remuneration of the Non-Executive Directors.

PROXY

A member of the Company entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote in their stead. A proxy need not be a member of the Company. For the appointment to be valid, a proxy form must be completed, duly stamped at the office of the Commissioner of Stamp Duties and deposited at the office of the Registrars, Greenwich Registrars & Data Solutions Ltd, 274, Murtala Muhammed Way, Yaba, Lagos, not later than Forty-eight (48) hours before the time appointed for holding the meeting. A blank proxy form is attached to the Annual Reports and Financial Statements.

DATED THIS 18TH DAY OF JUNE, 2025

BY ORDER OF THE BOARD

O. A. Binitie Aboyade-Cole (Mrs.)
FRC/2014/NBA/00000008468
Company Secretary/Legal Adviser
Three Crowns Building
Jericho, Ibadan.

NOTES

- Dividend**
If the dividend of 15kobo per share recommended by the Board of Directors is approved by members, the dividend will be paid on Thursday, 18th September 2025 to all shareholders whose names appear in the Register of Members at the close of business on 22nd August 2025.
- Unclaimed Dividend**
Shareholders who are yet to claim their outstanding dividends should contact the Registrars, Greenwich Registrars & Data Solutions Ltd, 274, Murtala Muhammed Way, Yaba, Lagos, or the Company Secretary at the Company's registered office. Shareholders are advised to complete the E-dividend Mandate Activation Form available at <https://universitypressplc.com/investors/> and submit to the Registrars.
- Closure of Register**
The Register of Members and the Transfer of Books will be closed on 25th August, 2025 to 28th August, 2025.
- Nomination to the Statutory Audit Committee**
Pursuant to Section 404 (6) of the Companies and Allied Matters Act (CAMA) 2020, any shareholder may nominate a shareholder for appointment to the Statutory Audit Committee by giving notice in writing of such nomination. Such notice should reach the Company Secretary at least Twenty-One (21) days before the Annual General Meeting.
In accordance with Section 404 (5) of CAMA, 2020, all members of the Statutory Audit Committee should be financially literate and at least one member must be a member of a professional accounting body in Nigeria established by an Act of the National Assembly and be knowledgeable in internal control processes. As such, nominations should be supported by the nominee's curriculum vitae.
- E-Annual Reports**
The electronic version of the Annual Reports can be assessed at www.universitypressplc.com. Shareholders who have provided their email addresses to the Registrars will receive the electronic version of the Annual Reports in their email.
Shareholders who wish to receive the electronic version of the Annual Reports should request same at info@gtlregistrars.com.
- Shareholders' Right to Ask Questions**
Shareholders have the right to ask questions prior to and at the meeting. Such questions must be in writing and submitted to the Company or by electronic mail at upplshareholders@universitypressplc.com not later than 11th September, 2025.
- Directors' Profiles**
The profiles of Directors who are seeking re-election are included in the Annual Reports and on the Company's website: www.universitypressplc.com.

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UNAUDITED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE FIRST QUARTER ENDED 30TH JUNE 2025

	Apr-June 2025 N'000	Apr-June 2024 N'000
Revenue	342,614	156,078
Cost of sales	(127,924)	(69,757)
Gross profit	194,690	86,321
Other operating income	1,620	66,833
Marketing and distribution expenses	(169,421)	(144,790)
Administrative expenses	(226,030)	(195,524)
Loss from continuing operations	(199,141)	(187,160)
Finance Income	20,028	23,087
Loss before taxation	(179,113)	(164,073)
Taxation Expense	-	-
Profit/(Loss) after tax from continuing operations	(179,113)	(164,073)
Total Comprehensive income attributable to owners of the entity	(179,113)	(164,073)
Basic earnings per 50k share	(42k)	(38k)
Diluted earnings per 50k share	(42k)	(38k)

UNIVERSITY PRESS PLC UNAUDITED STATEMENT OF FINANCIAL POSITION AS OF 30TH JUNE 2025

	June 2025 N'000	March 2025 N'000
Assets		
Non-current assets		
Property, plant and equipment	1,351,905	1,378,636
Investment Property	377,500	377,500
	1,729,405	1,756,136
Current assets		
Inventories and work-in-progress	2,270,981	1,658,470
Trade receivables	92,043	13,227
Other receivables and prepayments	73,808	69,405
Cash and cash equivalents	138,271	1,010,696
Total current assets	2,575,103	2,751,798
Total assets	4,304,508	4,507,934
Equity and Liabilities		
Current liabilities		
Trade payables	28,837	13,696
Other payables and accruals	748,104	787,559
Unclaimed dividends	109,403	109,403
Current income tax liability	49,571	49,571
	935,915	960,229
Non-Current liabilities		
Deferred taxation	139,251	139,251
Total Liabilities	1,075,166	1,099,480
Net Assets	3,229,342	3,408,454
Equity		
Share capital	215,705	215,705
Share premium	146,755	146,755
Capital reserve	1,442	1,442
Revaluation reserves	992,898	992,898
Revenue reserve	1,872,542	2,051,654
	3,229,342	3,408,454

Mr. O. Ogunkeye
Chairman
FRC/2013/CITN/00000003567

Mr. S. Kolawole
Managing Director
FRC/2013/ICAN/00000003248

Dr. G. A. Adebayo
Executive Director(Finance)
FRC/2013/ICAN/00000003250

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