



NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Forty-Eighth (48th) Annual General Meeting of UNIVERSITY PRESS Plc ('the Company') will hold at Kakanfo Inn & Conference Centre, 1, Nihinlola Street, Joyce 'B' Road, Off Ring Road, Ibadan, on Thursday, 24th September 2026 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 2026, the Reports of the Directors, Auditors and Audit Committee thereon.
- To declare a dividend.
- To re-elect the following Directors retiring by rotation:
 - Mr. Yomi Adewusi;
 - Arc. Ayodeji Olorunda; and
 - HRM. Dr. Josephine A. Diete-Spiff.
- To ratify the appointment of Major-General Daniel Danjuma Kitchener(Rtd) as Director
- To authorise 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.

Notes:

1. 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.

2. Closure Of Register

The Register of Members will be closed from August 31st to September 4th 2026, both days inclusive, to enable the Registrars to update the Register of Members for the payment of the proposed Dividends.

3. Dividend Warrants

If the Directors' recommended Dividend is approved, payment will be made on Thursday, 24th September 2026 to shareholders whose names are registered in the Company's Register of Members by the close of business on 28th August 2026.

4. Audit Committee

In accordance with Section 404 (6) of the Companies and Allied Matters Act 2020, any member may nominate a shareholder for appointment to the Audit Committee. Such nominations should be in writing and must reach the Company Secretary at least twenty one (21) days before the AGM.

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.

5. Election/Re-election of Directors:

The profiles of the Directors are contained in the Annual Report and on the Company's website.

6. Website

A copy of this Notice and other information relating to the AGM can be found on our website at www.universitypressplc.com. Responses can also be sent through our email address: compsec@universitypressplc.com

7. Rights Of Securities Holders To Ask Questions

Securities Holders have a right to ask questions not only at the AGM but also in writing prior to the AGM, and such questions must be submitted to the Company not later than seven (7) days before the Meeting.

DATED THIS 24TH DAY OF JUNE, 2026

BY ORDER OF THE BOARD

Olusayo Adeleye

FRC/2026/PRO/NBA/002/044797
Company Secretary/Legal Adviser
Three Crowns Building Jericho, Ibadan.

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UNAUDITED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE FIRST QUARTER ENDED

30TH JUNE 2026

	Apr-June 2026 N'000	Apr-June 2025 N'000
Revenue	427,140	342,614
Cost of sales	(193,418)	(147,924)
Gross profit	233,722	194,690
Other operating income	2,783	1,620
Marketing and distribution expenses	(175,238)	(169,421)
Administrative expenses	(237,486)	(226,030)
Profit/ (Loss) from continuing operations	(176,219)	(199,141)
Finance Income	22,531	20,028
Profit/ (Loss) before taxation	(153,688)	(179,113)
Taxation Expense	-	-
Profit/(Loss) after tax from continuing operations	(153,688)	(179,113)
Total Comprehensive income attributable to owners of the entity	(153,688)	(179,113)
Basic earnings per 50k share	(36k)	(42k)
Diluted earnings per 50k share	(36k)	(42k)

UNIVERSITY PRESS PLC UNAUDITED STATEMENT OF FINANCIAL POSITION AS OF 30TH JUNE 2026

	June 2026 N'000	March 2026 N'000
Assets		
Non-current assets		
Property, plant and equipment	1,324,230	1,345,693
Investment Property	436,200	436,200
	1,760,430	1,781,893
Current assets		
Inventories and work-in-progress	2,021,713	1,865,533
Trade receivables	117,519	25,443
Other receivables and prepayments	142,229	109,964
Cash and cash equivalents	554,523	949,439
Total current assets	2,835,984	2,950,379
Total assets	4,596,414	4,732,272
Equity and Liabilities		
Current liabilities		
Trade payables	28,173	25,346
Other payables and accruals	737,840	722,838
Unclaimed dividends	109,403	109,403
Current income tax liability	146,981	146,981
	1,022,397	1,004,568
Non-Current liabilities		
Deferred taxation	170,289	170,289
Total Liabilities	1,192,686	1,174,857
Net Assets	3,403,728	3,557,416
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	2,046,928	2,200,616
	3,403,728	3,557,416

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

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

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

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