



# SHAREHOLDERS ENGAGEMENT POLICY

|                                |                            |
|--------------------------------|----------------------------|
| <b>Document Reference</b>      | <b>Version 2.0</b>         |
| <b>Document Author</b>         | <b>Company Secretariat</b> |
| <b>Document Owner</b>          | <b>Company Secretariat</b> |
| <b>Date Approved</b>           | <b>19 October 2023</b>     |
| <b>Document Classification</b> | <b>Internal</b>            |

## **Contents**

|          |   |          |
|----------|---|----------|
| <b>1</b> | <b>INTRODUCTION .....</b>   | <b>3</b> |
| <b>2</b> | <b>OBJECTIVES OF THE SHAREHOLDERS ENGAGEMENT POLICY:.....</b>                     | <b>3</b> |
| <b>3</b> | <b>SHAREHOLDERS ENGAGEMENT AND COMMUNICATION WITH THE BOARD OF DIRECTORS.....</b> | <b>3</b> |
| <b>4</b> | <b>TOPICS OF ENGAGEMENT WITH SHAREHOLDERS.....</b>                                | <b>4</b> |
| <b>5</b> | <b>COMMUNICATION METHODS OF SHAREHOLDERS WITH THE BOARD .....</b>                 | <b>4</b> |
| <b>6</b> | <b>SHAREHOLDERS ENGAGEMENT/COMMUNICATION WITH MANAGEMENT....</b>                  | <b>5</b> |
| <b>7</b> | <b>POLICY REVIEW .....</b>  | <b>6</b> |

## **1. INTRODUCTION**

The Board of Directors of Globus Bank Limited values and promotes open dialogue and exchange of ideas with its shareholders. The Board is committed to engaging its shareholders in constructive and meaningful communications that is consistent with best corporate governance practice.

This document highlights how the Board communicates with shareholders and how shareholders should communicate with the Board of Directors and Management of Globus Bank Limited.

This Shareholders Engagement Policy applies to the shareholders of the Bank and focuses on shareholder's engagement with the Board and Management.

## **2. OBJECTIVES OF THE SHAREHOLDERS ENGAGEMENT POLICY**

The primary objectives of the Bank's shareholder's engagement policy are:

- a. To maintain constructive, ongoing and effective dialogue with the shareholders.
- b. To enhance the relationship between the Board of Directors and the shareholders.
- c. To ensure that all shareholders receive equal and fair treatment.
- d. To align the interest of shareholders with those of the Bank.
- e. To ensure transparency in the dealings with the shareholders.
- f. To allow the Board of Directors and Management to be apprised of the shareholder's opinions and concerns in areas of corporate governance.
- g. To provide an opportunity for the Banks Directors and Management to receive fresh perspectives or ideas.
- h. Where the Bank has an institutional investor, the Board should encourage the institutional investors to:
  - i. Positively influence the standard of corporate governance and promote value creation in the Bank;
  - ii. Monitor conformance with the provisions of the Nigerian Code of Corporate Governance 2018 and raises concerns as appropriate.

## **3. SHAREHOLDERS ENGAGEMENT AND COMMUNICATION WITH THE BOARD OF DIRECTORS**

The Board of Directors will engage with shareholders through a variety of channels, including:

- a. ANNUAL GENERAL MEETINGS OR GENERAL MEETINGS OF SHAREHOLDERS

The Annual General Meeting (AGM) and/or general meeting of the Bank is one of the channel for shareholder's engagement. The Board of Directors encourages shareholders' participation at the Bank's Annual General Meetings. At the meeting, shareholders are given the opportunity to ask questions and discuss the Bank's most recent Financial Statements, corporate governance and other important matters as well as express opinions and make decision on matters that should be addressed at an AGM/General Meeting.

**b. MEETINGS**

The Chairman of the Board may meet with shareholders throughout the year if needed and at their discretion. If such meetings are held throughout the year, the Chairman will provide a written report to the Board.

**c. OTHERS**

The Board will also communicate to the shareholders through the Annual Report, Quarterly Report, Bank's website, Bank's social media channels, emails and correspondences.

#### **4. TOPICS OF ENGAGEMENT WITH SHAREHOLDERS**

The Board supports an open and transparent process for shareholders to contact the Board. In the Board's communication with the shareholders, the Board will address issues related to the following:

- i. Board structure, composition and diversity;
- ii. Board of Directors performance;
- iii. Board of Directors succession planning process;
- iv. Corporate governance practices and disclosure;
- v. Board of Directors compensation;
- vi. Corporate performance;
- vii. Shareholders proposals;
- viii. Corporate strategy and material propositions

#### **5. COMMUNICATION METHODS OF SHAREHOLDERS WITH THE BOARD**

- i. Written communication to the Board of Directors or Chairman of the Board
- ii. Shareholders can initiate communication directly with the Board of Directors by mail or email addressed to the Board of Directors.

iii. Shareholders when sending written communication to the Board of Directors will follow the under-listed process:

- (a) When sending a mail correspondence, mark the envelope “Confidential” and address same to the Board of Directors c/o Company Secretary”.
- (b) Shareholders should also identify themselves to enable the Directors acknowledge receipt of the mail and respond accordingly.

## **6. MEETING REQUEST FROM SHAREHOLDERS**

- i. Shareholders may request a meeting with the Board of Directors or any member of the Board by sending a request to the Chairman, through the Company Secretary stating the name of the shareholder and an overview of the topic to be discussed.
- ii. The Board will decide on the relevant Directors to attend the meeting if necessary and may decline a request where the meeting may not be necessary. Such decline will be formally communicated to the shareholder.

## **7. ASKING QUESTIONS AT THE SHAREHOLDERS MEETINGS**

The Board encourages questions from shareholders at the annual shareholder meetings. i.e. in person, in writing or by email to the Company Secretary prior to the meeting.

## **8. ROLE OF THE COMPANY SECRETARY IN SHAREHOLDERS COMMUNICATION**

The Company Secretary is responsible for ensuring effective communication between the Board of Directors and shareholders.

## **9. SHAREHOLDERS ENGAGEMENT/COMMUNICATION WITH MANAGEMENT**

The Management of the Bank communicates with shareholders by various means including Annual Report, quarterly reports, Bank’s website, Bank’s social media pages, correspondence.

The Company Secretary is the primary contact person for shareholders; the secretariat responds to or communicates with shareholders as required.

The shareholders who wish to communicate with Management should contact the Managing Director/CEO by telephone, mail, email or any electronic or digital channel. Shareholders who wish to discuss their shareholding account queries and other shareholder's administrative issues should contact the Company Secretary by telephone, mail, email or any electronic or digital channel.

## **10. POLICY REVIEW**

The Board, Governance, Nominations and Remuneration Committee will review the policy at least once every three years or as may be required.



Chairman, Board of Directors