

**CUTIX PLC**  
**SHAREHOLDER ENGAGEMENT POLICY**

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**1. BACKGROUND**

The Board of Directors of Cutix Plc (“The Company”) recognizes the importance of encouraging constructive and meaningful communication between Shareholders and the Company. The Company believes it is important to have direct regular engagement with the Shareholders in order to allow and encourage open dialogue and exchange of ideas. To facilitate such engagement, this policy outlines how the Company engages with shareholders and vice versa.

**2. OBJECTIVES OF THE POLICY**

The objectives of the Policy include:

- 2.1. To serve as a proactive search for a two-way interaction between the Company and its Shareholders in order to encourage their engagement in corporate life and forge a sense of belonging, maintaining a constructive, ongoing and effective dialogue with them.
- 2.2. To assist the Board of Directors of the Company to become acquainted of the Shareholders’ opinions and concerns in the areas of corporate governance and the sustainable development strategy of the Company, such that it may take them into account in the discharge of its duties.
- 2.3. To establish channels of dialogue and participation in addition to the Annual General Meeting without detracting from the powers of the Shareholders at such Meeting, in order to encourage effective Shareholder engagement in the life of the Company

**3. ENGAGEMENT OF SHAREHOLDERS BY THE COMPANY**

- 3.1. Regular and constructive communication is an important part of creating an open, candid, and productive dialogue. Information pertaining to the Board and individual Directors, the Company’s corporate governance and executive compensation practices, financial performance etc are provided to Shareholders yearly in the Annual Report.
- 3.2. The Board encourages Shareholder participation at the Company’s Annual General Meeting as it provides a valuable opportunity to discuss the Company, its corporate governance and other important matters. At the Meeting, the Chairman is available to respond to Shareholders’ questions. The external auditor is also present and can answer questions about the Company’s financial statements.
- 3.3. The Company also engages the Shareholders through Announcements on any major change involving the Company via the Issuer’s Portal of the Nigerian Stock Exchange.
- 3.4. The Company communicates with Shareholders through its quarterly financial reports and the website ([www.cutixplc.com.ng](http://www.cutixplc.com.ng)).

**4. SHAREHOLDERS ENGAGEMENT WITH THE BOARD AND MANAGEMENT**

- 4.1. Except as provided by law and in the Corporate Governance System, Shareholder engagement under the provisions of this Policy shall be limited to the areas of corporate governance and sustainable development strategy of the Company.
- 4.2. Without prejudice to the meetings or other contacts promoted by the Company, both shareholder associations and institutional shareholders may request, through the Company Secretary, the holding of meetings with the Company’s representatives designated by the Board of Directors or by the Chairman and Chief Executive Officer (CEO) thereof, setting forth the specific matters

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to be addressed at the meeting. The meeting shall be called and held to the extent that it's agenda is not contrary to the Company's Governance Guide, Polices and good Corporate Governance.

- 4.3. Where a meeting is called in line with Section 4.2 above, the Board of Directors or the Chairman and CEO shall designate a maximum of two representatives of the Company, who shall be informed of the specific matters to be dealt with and with whom the content of and the information that may be provided at such meeting shall be agreed.
- 4.4. Shareholder engagement in the Company shall in no event serve as a cover for conduct that is contrary to the corporate interest or that seeks the fulfilment of personal and individual interests not aligned therewith.
- 4.5. The Company Secretary is responsible for ensuring effective communication between the Company and Shareholders. She reviews communications and meeting requests addressed to the Board and determines whether the communication received is a proper communication to the Board.
- 4.6. Shareholders can engage the Board by asking questions at Annual General Meetings. There are several ways to ask the questions:
  - 4.6.1 in person at the Shareholder's meeting
  - 4.6.2 by email to the Company Secretary prior to the meeting
  - 4.6.3 by mail to the Company Secretary prior to the meeting
- 4.7. Shareholders or other stakeholders of the Company may communicate with the Company through mail, e-mail or telephone using the details below:

The Company Secretary  
Cutix Plc  
17, Osita Onyejiana Street,  
Umuanuka, Otolu Nnewi,  
Anambra State  
Email: [secretariat@cutixplc.com.ng](mailto:secretariat@cutixplc.com.ng)  
Phone: 046-281199 or 0702-644-5769

### 5. POLICY REVIEW

The GNC Committee shall oversee the implementation and periodic review of this policy. The Committee shall discuss any amendments to the policy and make recommendations to the Board for approval.

Reviewed by the GNC Committee on July 15, 2020.

Approved by the Board on August 27, 2020.



Amb Odi Nwosu  
Board Chairman



Barr (Mrs.) Ifeoma Nwahiri  
GNC Committee Chairman