



# **SHAREHOLDER ENGAGEMENT POLICY**

**2024**

## **1. INTRODUCTION**

The Nigerian Code of Corporate Governance 2018 requires the board and management to engage with shareholders as often as required to ensure that the business is better placed to achieve its goals and contribute positively to society. To this end and in line with the objectives of AXA Mansard Insurance Plc. it is our priority to ensure that the goals of the Board and Management are aligned with those of the shareholders.

This Policy defines the communication pattern with which the Board and Management can engage with Shareholders and vice versa.

## **2. POLICY STATEMENT**

- a. The Policy acknowledges that to make the right decisions about the business and the company, the Board is required to engage with the shareholders. For shareholders to contribute meaningfully, the Company understands that there should be regular and constructive engagements for good corporate governance and transparency.
- b. The Policy defines the processes or procedures to ensure proper communication between the Shareholder, Board, and Management.
- c. The Policy shall apply to all communications between the company and its shareholders.

## **3. OBJECTIVE**

The objectives of this Policy are:

- a. to define an effective and constructive communication pattern with which the Board and Management can engage with Shareholders and vice versa.
- b. to maintain ongoing and effective dialogue between Board of Directors and the shareholders.
- c. to ensure that shareholders receive equal and fair treatment.
- d. To align the interest of Shareholders with that of the Company
- e. to allow shareholders to provide the Board and Management with ideas and opinions from an investor's perspective.
- f. to encourage dealing with all shareholders transparently.
- g. to improve the relationship between the shareholders and the board.

#### **4. COMMUNICATION BETWEEN THE BOARD OF DIRECTORS AND SHAREHOLDERS**

Communication between the Board of Directors and the shareholders shall be through the following medium:

##### **I. General Meetings**

The general meetings (Annual General Meeting/Extra-ordinary Meeting) is one of the mediums for shareholders' engagement. These meetings are convened by the provisions of relevant laws and code of corporate governance.

All shareholders are entitled to receive notice of the meeting and are expected to attend. Shareholders of the Company reserve the right to ask questions at the general meetings and may also, before the meeting, write their questions seven days before the date of the meeting. Such questions will be addressed to the Company Secretary at the company's head office or by electronic email at [legalteam@axamansard.com](mailto:legalteam@axamansard.com).

##### **II. Annual Report**

The Board will provide a report of the company's performance and other corporate governance issues in the Annual Report which will be uploaded to the Company Website and sent to all Shareholders through the Company's Registrars.

##### **III. Website**

The Board will provide relevant information and policies on the company's website and make regular updates as often as required. This is to ensure that shareholders are abreast of changes or updates to the information or approved policies of the company.

##### **IV. Direct Communication from the Shareholders**

- a. Shareholders can write directly to the Board of Directors or Chairman of the Board of Directors by email or letter addressed to the Board of Directors, through the Company Secretary and shall be addressed as follows:

**The Board Chairman c/o of the Company Secretary**

AXA Mansard Insurance Plc.  
Plot 1412, Ahmadu Bello Way  
Victoria Island  
Lagos

- b. Shareholders communicating directly with the Chairman/Board of Directors must properly identify themselves to enable the Directors acknowledge receipt of the mail and respond accordingly.

## **5. Matters for Discussion with the Shareholders**

The Board operates an open and transparent process where shareholders are allowed to engage them. Communication between the Board and Shareholders will include discussions on issues relating to:

- a. Corporate Governance practice
- b. Succession Plans/Policy for the Board
- c. Remuneration for Board of Directors
- d. Corporate/Financial Performance
- e. Corporate Structure including board composition, structure, and diversity
- f. Corporate Disclosures
- g. Board Performance
- h. Board recruitment/selection business. etc.

## **6. Role of the Company Secretary in Shareholder Engagement**

The Company Secretary is responsible for making sure that the Board and Shareholders effectively communicate.

## **7. Policy Review**

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

## **8. Shareholder Engagement with Management**

The Management engages with Shareholders through management reports, annual reports, and quarterly reports, all of which would be uploaded on the Company website. Shareholders who desire to communicate with Management can 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 shareholders' administrative issues should contact the Company Secretary by email or any electronic or digital channel.

Shareholders communication with the Management may be addressed to the Managing Director or Company Secretary as follows:

**The Managing Director**

AXA Mansard Insurance Plc.  
Plot 1412, Ahmadu Bello Way  
Victoria Island  
Lagos

**The Company Secretary**

AXA Mansard Insurance Plc.  
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