PROXY FORM

Oando PLC

The 47th Annual General Meeting (the "Meeting") of Oando PLC (the "Company") to be held virtually and streamed live via https://www.oandoplc.com/meetings on Thursday, September 17, 2026, at 10:00 a.m Nigerian Time.

I / We* ……………………............................……………… of ……………………............................……………………….

……………………………………...…. being a member/members of Oando PLC and

holders of ………………..........................……. shares hereby appoint** ……..........................…………………………..

or failing him/her, the Chairman of the Meeting as my/our proxy to act and vote for me/us on my/our behalf at the Meeting of the Company to be held on Thursday, September 17, 2026, at 10:00 a.m. Nigerian Time and at any adjournment thereof, which will be held for the purposes of considering and, if deemed fit, passing with or without modification, the resolutions to be proposed at the Meeting and to vote for or against the resolutions in accordance with the following instructions.

INSTRUCTIONS TO NOTE

(i) THIS PROXY FORM SHOULD NOT BE COMPLETED/RETURNED IF THE MEMBER IS ATTENDING THE MEETING.

(ii) A member entitled to attend and vote at the Meeting is entitled to and may, if he/she wishes, appoint a proxy to act for him/her. All proxy forms must be deposited at the registered office of the Company not less than 48 hours before the time for holding the Meeting. A proxy need not be a member of the Company.

(iii) The Chairman of the meeting has been printed on the form to ensure that someone will be at the Meeting to act as your proxy but if you wish you may appoint anyone else from the provided list instead, by entering the person's name in CAPITAL LETTERS in the blank space (marked**) above.

(iv) In the case of joint shareholders anyone of such may complete the form but the names of all joint shareholders must be stated.

(v) It is a requirement of the Law under the Nigeria Tax Act 2025, Chapter 5 that any instrument of proxy to be used for the purpose of voting by any person entitled to vote at any meeting of shareholder must be duly stamped as prescribed by the Act.

(vi) If the shareholder is a corporation this form must be under its common seal or under the hand of some officer or attorney duly authorised in that behalf.

Kindly complete the form as follows:

a. Write your name in BLOCK CAPITALS on the proxy form where marked * above.
b. Write the name of your proxy where marked ** above.
c. Ensure that the proxy form is signed and dated by you where marked *** below.
d. If the shareholder is a corporation, this form must be under its common seal or under the hand of some officer or attorney duly authorised in that behalf.

S/N	Proposed Resolution	For	Against
	Ordinary Business		
1.	To lay before the shareholders the audited financial statements of the Company and of the Group for the year ended December 31, 2025, and the Reports of the Directors, Auditors and Audit Committee thereon.	N/A	N/A
2.	To re-appoint the firm of BDO Professional Services as the Company's Auditors from the conclusion of the current meeting up until the conclusion of the next general meeting of the Company at which the company's Annual Accounts are laid; and to authorize the Directors of the Company to fix their remuneration.		

3.	To consider the re-election of the following Directors who are eligible for retirement by rotation and have offered themselves for re-election:		
	3.1. Mr. Ademola Akinrele, SAN.		
	3.2. Mr. Omamofe Boyo		
	3.3. Mr. Ikeme Osakwe		
	3.4. Mr. Adeola Ogunsemi		
4.	To elect members of the Statutory Audit Committee.		
5.	To disclose the remuneration of managers of the Company.		
	Special Business		
6.	To approve the remuneration of the Non-Executive Directors of the Company which remains unchanged as approved at the last AGM.		
7.	To consider and if thought fit pass, with or without modifications, the following resolution as an ordinary resolution of the Company: 7.1. That, pursuant to the Rules Governing Related Party Transaction of Nigerian Exchange Limited, a general mandate be and is hereby given authorizing the Company to procure goods, services and financing, and enter into such incidental transactions necessary for its day-to-day operations from its related parties or interested persons on normal commercial terms consistent with the Company's Transfer Pricing Policy and all relevant Transfer Pricing Regulations in force in Nigeria. 7.2. That all transactions falling under this category which were earlier entered into prior to the date of this meeting are hereby ratified.		
8.	To consider, and if approved, pass with or without modification the following resolutions as special resolutions of the Company, that: 8.1. The Articles of Association of the Company be and are hereby amended by the insertion of a new Article 50 (a) to read as follows: "Subject to the provisions of the Act, the Company may hold any general meeting, at a physical venue, by electronic or virtual means, or as a hybrid meeting combining a physical venue with electronic participation, as the Board of Directors may determine, provided that the rights of members to attend, participate and vote at such meeting are preserved in accordance with the relevant provisions of the Act."		

	8.2. The objects clause contained in the Memorandum of Association of the Company be and is hereby amended by the insertion of a new sub-clause to read as follows: "To engage, whether by itself or through any of its subsidiaries, and in compliance with all applicable laws, rules and regulations, in the design, development, creation, origination, acquisition, ownership, financing, investment, issuance, operation, management, administration, maintenance, commercialisation, marketing, distribution, assignment, transfer, exchange, trading, settlement, safeguarding, securing, verification, authentication, recording, registration, storing, processing, preserving, validating and otherwise dealing in or with digital assets and any digital representation of value, rights, interests, obligations, ownership or other legally recognised relationships capable of being created, issued, recorded, represented, transferred, administered or otherwise dealt with through digital, cryptographic, distributed ledger or other existing or emerging technologies."		
9.	To consider, and if approved, to pass with or without modification the following as a special resolution of the Company, that: "The Directors be and are hereby authorized to approve and effect the listing of the Company's shares on such other stock exchange(s) as they may deem fit (including cross-border listings), and to take all such steps, execute all such documents, and do all such things as may be necessary or expedient to give effect to and ensure full compliance with the listing requirements of any such stock exchange, subject to obtaining any regulatory approvals required under applicable law."		

Registered holders of certificated shares and holders of dematerialized shares in their own name who are unable to attend the Meeting and who wish to be represented at the Meeting, must complete and return the attached form of proxy in accordance with the instructions contained in the form of proxy so as to be received by the share registrars, First Registrars Nigeria Limited at Plot 2, Abebe Village Road, Iganmu, Lagos, Nigeria or Computershare Investor Services (Pty) Limited, Rosebank Towers, 15 Biermann Avenue, Rosebank, 2196 (Private Bag X9000, Saxonwold, 2132; or email to proxy@computershare.co.za), not less than 48 hours before the time of the Meeting.

Holders of the Company's shares in South Africa (whether certificated or dematerialized) through a nominee should timeously make the necessary arrangements with that nominee or, if applicable, Central Securities Depository Participant ("CSDP") or broker to enable them attend and vote at the Meeting or to enable their votes in respect of their shares to be cast at the Meeting by that nominee or a proxy.

Signed*** ______________________________ Dated*** ______________________________

Please affix postage stamp

First Registrars and Investors Services Limited
Plot 2, Abebe Village Road, Iganmu,
Lagos, Nigeria

or

Computershare Investor Services (Proprietary) Limited,
Rosebank Towers,
15 Biermann Avenue,
Rosebank, 2196 (Private Bag X9000, Saxonwold, 2132;
or email to proxy@computershare.co.za),

Oando PLC

ADMISSION CARD

THE 47TH (FORTY-SEVENTH) ANNUAL GENERAL MEETING (THE "MEETING") OF OANDO PLC (THE "COMPANY") TO BE HELD VIRTUALLY AND STREAMED LIVE
https://www.oandoplc.com/meetings

On Thursday, September 17th, 2026, at 10:00 a.m. Nigerian Time.

NAME OF SHAREHOLDER

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SIGNATURE OF PERSON ATTENDING

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NOTE: The Shareholder or his/her proxy must produce this admission card in order to be admitted at the meeting.