



SHAREHOLDERS' ENGAGEMENT POLICY

LEADWAY HEALTH LIMITED



**SHAREHOLDERS'
ENGAGEMENT POLICY**

FIRST APPROVAL DATE: 29TH NOVEMBER, 2021 (**Version 2.0 D2**) (**Classification:** Internal Use Only)
REFERENCE: LHL/SEP/002 **SECOND APPROVAL DATE:** 27TH FEBRUARY, 2025
EFFECTIVE DATE: 1ST JANUARY, 2025 **CLIENT:** LEADWAY HEALTH LIMITED
NEXT REVIEW DATE: 31ST DECEMBER, 2027

Document History

The following table describes the history of this document

Version	Date	Description	Created By
1.0	29/11/2021	First Approval	Olumide Hanson
2.0	27/02/2025	Second Approval	Olumide Hanson

Revision History

The following table describes the amendments made to this Policy:

Version	Date	Description	Summary of Changes
Page 4 (clause 1.3)	February, 2025	Scope and Purpose	Revised to include the shareholders right to communicate with the company on business sustainability, corporate strategy and regulatory compliance and monitoring.
Page 6 (Clause 4.0)	February, 2025	Responsibility for shareholders engagement	Deletion of "management's" from clause 4.0
Page 5&6 (Clauses 3.2&3.3)	February, 2025	Communication with shareholders	Revised to include the AGM as the main channel for shareholders' communication and the activities therein
Page 6 (Cause 4.1)	February, 2025	Communication Channels for Shareholders	Revised to include the Chairperson's delivery address
Page 8 (Clause 5.2)	February, 2025	Board's Responsibility for	Revised to implore the Chairperson or other designated board member



**SHAREHOLDERS'
ENGAGEMENT POLICY**

FIRST APPROVAL DATE: 29TH NOVEMBER, 2021 **(Version 2.0 D2) (Classification: Internal Use Only)**
REFERENCE: LHL/SEP/002 **SECOND APPROVAL DATE:** 27TH FEBRUARY, 2025
EFFECTIVE DATE: 1ST JANUARY, 2025 **CLIENT:** LEADWAY HEALTH LIMITED
NEXT REVIEW DATE: 31ST DECEMBER, 2027

		shareholders' engagement	to interact with shareholders at least once a year.
Page 9 (Clause 7.2)	February, 2025	The effective date of the revised policy	Revised to specify 1 st January, 2025 as the effective date of the revised Policy to ensure uniformity of the review period of all policies across Board

Approvals

This document requires the following approvals:

S/N	Name	Title
1	Olumide Hanson	Company Secretary
2	Dr. Tokunbo Alli	Chief Executive Officer/Managing Director
3	Dr. Oladipupo Awosika	Chairperson, Board of Directors



**SHAREHOLDERS’
ENGAGEMENT POLICY**

FIRST APPROVAL DATE: 29TH NOVEMBER, 2021 (Version 2.0 D2) (Classification: Internal Use Only)
REFERENCE: LHL/SEP/002
EFFECTIVE DATE: 1ST JANUARY, 2025
NEXT REVIEW DATE: 31ST DECEMBER, 2027

SECOND APPROVAL DATE: 27TH FEBRUARY, 2025
CLIENT: LEADWAY HEALTH LIMITED

CONTENT

1.0. SCOPE AND PURPOSE.....3
2.0. DEFINITION AND INTERPRETATION.....3
3.0. COMMUNICATION WITH SHAREHOLDERS.....4
4.0. MANAGEMENT RESPONSIBILITY FOR SHAREHOLDERS’ ENGAGEMENT.....5
5.0. BOARD RESPONSIBILITY FOR SHAREHOLDERS’ ENGAGEMENT.....6
6.0. ADMINISTRATION OF THE POLICY.....7
7.0. REVIEW OF THE POLICY.....7
8.0. APPROVAL/SIGNATURE.....8

LEADWAY



SHAREHOLDERS' ENGAGEMENT POLICY

FIRST APPROVAL DATE: 29TH NOVEMBER, 2021 (**Version 2.0 D2**) (**Classification:** Internal Use Only)

REFERENCE: LHL/SEP/002

SECOND APPROVAL DATE: 27TH FEBRUARY, 2025

EFFECTIVE DATE: 1ST JANUARY, 2025

CLIENT: LEADWAY HEALTH LIMITED

NEXT REVIEW DATE: 31ST DECEMBER, 2027

1.0. SCOPE AND PURPOSE

- 1.1. The Board of Directors and management of Leadway Health Limited (the Company) holds the firm belief that regular and constructive engagement with the Company's shareholders will foster good corporate governance and transparency. To facilitate such engagement, this policy outlines Board communication with shareholders and how shareholders can communicate with the Board and Management of Leadway Health Limited.
- 1.2. The Company regards the feedback from shareholders as sacrosanct to management in understanding what information and disclosure is most meaningful and helpful to shareholders and the broader investment community. Accordingly, Leadway Health Limited has instituted procedures to ensure that the Board and management consider and respond to shareholder concerns in a prompt, transparent and disciplined manner that is consistent with the Company's governance structure and its policies governing corporate disclosure and confidentiality.
- 1.3. The shareholders may communicate with the company on business sustainability (ESG), corporate strategy and regulatory compliance and monitoring
- 1.4. This policy shall apply to all communications between the company and its shareholders.

2.0. DEFINITION AND INTERPRETATION

- 2.1. Board - A committee of persons organized under authority of law in order to exercise certain authorities, have oversight or control



SHAREHOLDERS' ENGAGEMENT POLICY

FIRST APPROVAL DATE: 29TH NOVEMBER, 2021 (**Version 2.0 D2**) (**Classification:** Internal Use Only)
REFERENCE: LHL/SEP/002 **SECOND APPROVAL DATE:** 27TH FEBRUARY, 2025
EFFECTIVE DATE: 1ST JANUARY, 2025 **CLIENT:** LEADWAY HEALTH LIMITED
NEXT REVIEW DATE: 31ST DECEMBER, 2027

- of certain matters, or discharge certain functions of a representative, or fiduciary character;
- 2.2. Committee - Nomination, Remuneration and Governance Board Committee.
- 2.3. Corporate Governance - the system and related processes by which an organization is directed and controlled.
- 2.4. Director – A member of the Board who could be the Managing Director/Chief Executive Officer, Executive Director or Non-Executive Director duly appointed by the Company to manage the affairs of the Company.
- 2.5. Major shareholder - A person who has an interest in 5% or more of the total number of voting shares in Leadway Health Limited

3.0. COMMUNICATION WITH SHAREHOLDERS

- 3.1. Leadway Health Limited is committed to engaging in constructive and meaningful communication with its shareholders. The Board of Directors is to adopt this Shareholder Engagement Policy (the "Policy") to promote open and sustained dialogue with Leadway Health Limited's shareholders and our obligations to provide fair disclosure and maintain effective disclosure controls and procedures.
- 3.2. The main channel for shareholder communication is the Annual General Meeting. At each Annual General Meeting, the Chairpersons of each Board Committee will be available to respond to shareholders' questions. The Board encourages shareholders to attend the General Meetings as it provides a valuable opportunity to discuss the Company, its corporate governance and other important matters with the Board.



SHAREHOLDERS' ENGAGEMENT POLICY

FIRST APPROVAL DATE: 29TH NOVEMBER, 2021 (**Version 2.0 D2**) (**Classification:** Internal Use Only)
REFERENCE: LHL/SEP/002 **SECOND APPROVAL DATE:** 27TH FEBRUARY, 2025
EFFECTIVE DATE: 1ST JANUARY, 2025 **CLIENT:** LEADWAY HEALTH LIMITED
NEXT REVIEW DATE: 31ST DECEMBER, 2027

- 3.3. The Company's External Auditors shall be present at Annual General Meetings to answer questions about the Company's financial statements.
- 3.4. Leadway Health Limited seeks to communicate with its shareholders through a variety of channels, including through its annual report, one-on-one engagement, Governance report, news releases, web site and presentations at its Annual General meeting of shareholders. Shareholder feedback is received through the variety of channels, as well as by letter (via regular mail or courier), e-mail or telephone contact. As appropriate, relevant shareholder concerns are addressed promptly by the management.
- 3.5. Shareholders may wish to communicate with the Board on the following:
 - 3.5.1. Board structure, composition and performance
 - 3.5.2. General Board oversight, including board committee charters
 - 3.5.3. Corporate governance practices and disclosures
 - 3.5.4. Disclosure of financial and non-financial information
 - 3.5.5. Oversight of risk, including environmental and social risk
 - 3.5.6. Overall corporate performance
 - 3.5.7. All other matters that are in the interest of the company.

4.0. RESPONSIBILITY FOR SHAREHOLDERS ENGAGEMENT

- 4.1. The Executive Management is principally responsible for shareholder communication and engagement, and the Managing Director/CEO is the company's official spokesperson. The Managing Director/CEO is in the best position to communicate the views of the Board and management. From



**SHAREHOLDERS'
ENGAGEMENT POLICY**

FIRST APPROVAL DATE: 29TH NOVEMBER, 2021 (**Version 2.0 D2**) (**Classification:** Internal Use Only)
REFERENCE: LHL/SEP/002
EFFECTIVE DATE: 1ST JANUARY, 2025
NEXT REVIEW DATE: 31ST DECEMBER, 2027

SECOND APPROVAL DATE: 27TH FEBRUARY, 2025
CLIENT: LEADWAY HEALTH LIMITED

time to time, the Managing Director/CEO authorizes a limited number of spokespersons to communicate to the media or the shareholder about Leadway Health Limited and/or its financial results. Shareholders may communicate their views to management and the Board by sending a letter to:

The Managing Director
Leadway Health Limited
Leadway House,
121/123, Funsho Williams Avenue,
Iponri, Surulere,
Lagos.

Or email through c-secretariat@leadway.com to the
Chairperson
The Chairperson,
Leadway Health Limited
Leadway House,
121/123, Funsho Williams Avenue,
Iponri, Surulere,
Lagos.

4.1.1. The Company Secretary shall read the communication to the Chairperson and other directors.

4.2. Shareholders may report concerns regarding actual or suspected improper activities in respect of Leadway Health Limited's accounting, internal controls or auditing matters, violations of law and other violations of its Code of Business Conduct and Ethics on a confidential and, at the election of the reporting person, anonymous basis pursuant to Leadway Health Limited's Whistleblowing Policy, by following the "Whistleblowing



SHAREHOLDERS' ENGAGEMENT POLICY

FIRST APPROVAL DATE: 29TH NOVEMBER, 2021 (**Version 2.0 D2**) (**Classification:** Internal Use Only)

REFERENCE: LHL/SEP/002

SECOND APPROVAL DATE: 27TH FEBRUARY, 2025

EFFECTIVE DATE: 1ST JANUARY, 2025

CLIENT: LEADWAY HEALTH LIMITED

NEXT REVIEW DATE: 31ST DECEMBER, 2027

Reporting" procedures set out on the Company's website.

5.0. BOARD'S RESPONSIBILITY FOR SHAREHOLDERS ENGAGEMENT

5.1. The Board shall be responsible for the supervision of Management's dissemination of its shareholder communication and engagement responsibilities. Directors may also from time to time participate with management in initiatives to elicit shareholder views.

5.2. The Chairperson of the Board, or other designated board member may interact with shareholders at least once a year in order to develop a balanced understanding of shareholder issues and ensure that shareholder views are communicated to the Board.

5.3. Shareholders may themselves initiate communications directly with the Board. To do so, shareholders should communicate their questions or concerns to the Board through the Company Secretary by delivering a sealed envelope, marked "Confidential", to:

The Company Secretary
Leadway Health Limited
Leadway House,
121/123, Funsho Williams Avenue,
Iponri, Surulere,
Lagos.
c-secretariat@leadway.com

5.4. The Board may request for a meeting with the shareholder upon review of the questions or concerns. The request should:

5.4.1. Provide a description of the topics to be discussed;

5.4.2. The Company Secretary will contact the shareholder to confirm arrangements for the meeting.



SHAREHOLDERS' ENGAGEMENT POLICY

FIRST APPROVAL DATE: 29TH NOVEMBER, 2021 (**Version 2.0 D2**) (**Classification:** Internal Use Only)
REFERENCE: LHL/SEP/002
EFFECTIVE DATE: 1ST JANUARY, 2025
NEXT REVIEW DATE: 31ST DECEMBER, 2027

SECOND APPROVAL DATE: 27TH FEBRUARY, 2025
CLIENT: LEADWAY HEALTH LIMITED

5.4.3. Where the agenda involves particularly sensitive matters, the Chairperson may grant a shareholder request to have any such meeting held in the absence of all members of management, although if such a request is granted generally, the directors will adopt a "listen-only" approach and shareholders should be aware that the directors in attendance at the meeting reserve the right to review the matters discussed with management.

6.0. ADMINISTRATION OF THE POLICY:

6.1. The Board, in the absence of the Nomination, Remuneration and Governance Board Committee of the Board, shall be responsible for the administration of the Policy. The Board, in the absence of a Committee, shall review communications, review concerns raised by shareholder(s) and provide guidance and instructions in those matters.

7.0. REVIEW OF THE POLICY:

7.1. The Board, in the absence of a Nomination, Remuneration and Governance Board Committee, shall review the Policy every three (3) years to ensure its continued appropriateness and applicability.

7.2. Without prejudice to the provisions of clause 7.1 above and notwithstanding the second approval date of this policy, the effective date of this revised policy shall be the 1st January, 2025.