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Action	Name	Function	Date	Signature
Prepared by	Paul C. Obi	Company Secretary		
Verified by	Mikle George	HSE Manager		
Approved by	Dr. Graham Hefer	Managing Director		



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1. OBJECTIVE

All transactions have the impetus to generate complaints. Thus, this procedure is intended to ensure enquires and complaints and other engagement with shareholders and investors are managed in an efficient, impartial and timely manner. It enables the shareholders to access the appropriate information and contacts of who will handle their specific complaints, feedbacks and resolutions.

2. APPLICATION FIELD


This procedure applies to only OOPC's shareholders excluding its employees, customers, suppliers and other stakeholders. Complaints on matters that are sub-judice or in arbitration and complaints outside the purview of the Securities and Exchange Commission and Nigerian Code of corporate Governance 2018 are not applicable

3. LEGAL BACKGROUND

This Procedure has been prepared in pursuant to the requirement of the Securities and Exchange Commission's Rules relating to the Complaints Management Framework of the Nigerian Capital Market ("SEC Rules") issued on 16th February, 2015, the Nigerian Stock Exchange Directive (NSE/LARD/LRD/CIR6/15/04/22) to all Listed Companies ("the NSE Directive") issued on the 22nd April, 2015 and Nigerian Code of Corporate Governance 2018.

4. ABBREVIATIONS

REC	Record
MD	Managing Director
HSE	Health Safety & Environment
OOPC	Okomu Oil Palm Company
CS	Company Secretary
ISA	Investments and Securities Act, 2007
SEC	Securities and Exchange Commission
NSE	Nigerian Stock Exchange
OOPC	Okomu Oil Palm Company Plc
Board	Board of Directors
ED	Executive Director
NED	Non-Executive Director
INED	Independent Non-Executive Director

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5. DEFINITIONS

- **Complaints:** is any formal document that sets out the facts and reasons that the shareholder believes are sufficient to support a claim against OOPC that entitles the shareholder to a remedy.
- **Capital Market Operators “CMO”** as defined in the ISA, and regulated by the Securities and Exchange Commission in Nigeria.
- **Shareholder:** is a registered individual or institution that owns ordinary shares in OOPC. They have the right to sell their shares, the right to dividends if they are declared and the right to purchase new shares issued by OOPC.

6. OOPC’s COMMITMENT

6.1. OOPC

OOPC is committed to providing high standards of services to its shareholders by:

- Ensuring that all shareholders complaints or suggestions are acknowledged and documented;
- Providing efficient and easy access to shareholders’ information;
- Providing a platform for efficient handling of shareholder complaints and enquiries; and
- Ensuring that the shareholders’ complaints and issues relating thereto are dealt with adequately and efficiently by providing sufficient resources.


6.2. BOARD

The Board is committed to ensure:

- That this procedure is hosted on OOPC’s website
- That there exist regular interactions with shareholders in order to help develop a balanced understanding of shareholder issues and ensure that their views are communicated to the board by the Chairman or any other designated persons.
- The Board shall encourage institutional investors to:
 - Positively influence the standard of corporate governance and promote value creation in OOPC
 - Monitor conformance with the provision of the Nigerian Code of Corporate Governance 2018 and raise concerns as appropriate.
- Ensure that dealings with shareholders associations are always transparent and in the best interest of OOPC
(See Principle 22 of the Nigerian Code of Corporate Governance 2018)

7. RESPONSIBILITY

- The Company secretary shall provide adequate information as requested by the Securities and Exchange Commission on a quarterly basis.

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- The HSE Manager shall ensure this procedure is implemented and reviewed annually.

8. SHAREHOLDERS ENGAGEMENT

8.1.1 The board shall have an annual general meeting (AGM) with its shareholders to present an annual report containing information about OOPC's performance and strategy.

8.1.2 Shareholders with voting rights, vote on current issues, such as appointments to OOPC's board of directors, executive compensation, dividend payments and the selection of auditors.

8.1.3 This procedure will be posted on OOPC's website.

(See Principle 22 of the Nigerian Code of Corporate Governance 2018)

9. PROCEDURE

Shareholders can make enquiries/complaints and access relevant information about their shareholdings in the following method:

9.1. Through the Registrar

Shareholders who wish to make their complaints shall in the first instance contact the registrar with the following details:


CARDINALSTONE REGISTRARS LIMITED
358, HERBERT MACAULAY WAY, YABA, LAGOS
TELEPHONE: +234 1 7120090; +234 1 7924462
E-MAIL: registrars@cardinalstone.com

Upon receipt of a complaint, the relevant details shall be immediately provided to OOPC for monitoring, documentation and reporting purposes. The Registrar shall be guided by the timelines stipulated in 9.2.

9.2. Through OOPC's Company Secretary

Where shareholders choose to make enquiries or complaints directly to OOPC, the company secretary will ensure that:

- relevant details of the complaints or enquiries are immediately recorded
- a response is provide by OOPC or the registrar within the time frame set out below
- Complaints or enquiries received by e-mail are acknowledged within two (2) working days of receipt.
- Complaints received by post are responded to within five (5) working days of receipt (subject to postal itinerary)

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- Complaints or enquiries are resolved within ten (10) working days of receipt.
- The Nigerian Stock Exchange is notified, within two (2) working days, of the resolution of a complaint.
- Peradventure the complaint is unresolved at the elapse of the stipulated time frame; the shareholder shall be notified that the matter is being investigated.
- The medium of response to the shareholder, on resolution (or notification), shall be the same as the enquiry medium unless notified or otherwise agreed upon with the shareholder.

Shareholders seeking to escalate unresolved complaints can contact the company secretary as follows:

The Company Secretary,
Okomu Oil Palm Company PLC,
Okomu-Udo, Ovia South-West LGA, Edo State.
E-MAIL: compsec@okomunigeria.com
TELEPHONE: +2348033312359


Once OOPC has received an enquiry or complaint, OOPC will then commence an investigation, determine whether the enquiry or complaint relates to a breach of legislative or regulatory requirements and if so, determine what notification to the regulatory body is appropriate (if any), determine the course of action and communicate the response to the shareholder. During the course of investigating a shareholder's enquiry, complaints or feedback, OOPC may liaise with the registrar to determine the facts, review what action(s) has been undertaken by the Registrar (if any) and coordinate a response with the assistance of the Registrar.

10. ELECTRONIC COMPLAINTS REGISTER AND QUARTERLY REPORTING OBLIGATION

OOPC shall maintain an Electronic Complaints Register which will provide the following information:

- The date that the enquiry or complaint was received
- Complainant's information (including name, full address, Telephone number, e-mail address, signature of complainant and date).
- Nature and Details of the enquiry or complaints.
- Action Taken/Status
- Date of the resolution of the complaints.

OOPC shall, through the office of the Company Secretary, provide information on the details and status of complaints to the Securities and Exchange Commission and The Nigerian Stock Exchange on a quarterly basis.

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11. SHAREHOLDER ACCESS TO THIS PROCEDURE

Shareholders will have access to this procedure through the following avenues:

- The Procedure shall be made available on OOPC's website (www.okomunigeria.com)
- A hard copy of the Procedure may be requested by contacting the Office of the Company Secretary (see section 9.2 of this procedure for contact details)
- The Procedure shall be made available for perusal at annual general meetings of OOPC.

12. FEES AND CHARGES

As much as possible, and subject to statutory requirements, OOPC will not charge shareholders for making enquiries, giving feedback, providing a response or for any aspects in the course of resolving a shareholder's matter. Shareholders are informed that in some instances, the Registrar may charge shareholders a fee.

13. PROTECTION OF SHAREHOLDER RIGHTS

The Board shall ensure that:


- Shareholders at annual general meetings preserve their effective powers to appoint and remove Directors of OOPC;
- All shareholders are treated fairly and equitably. No shareholder however large his/her shareholding or whether institutional or otherwise, will be given preferential treatment or superior access to information or other materials;
- Minority shareholders are adequately protected from abusive actions;
- OOPC promptly renders to all its shareholders documentary evidence (whether electronically or hard copies) of ownership interest in OOPC and related instruments promptly and in a secure manner;
- All shareholders understand the ownership structure of OOPC, and support them by making available, current information on the ultimate beneficial owners of the major shareholdings or any shareholders owning, controlling or influencing five percent (5%) or more of OOPC's share through its annual reports.

At all times, Directors will act in good faith and with integrity in the best interest of all OOPC shareholders, and provide adequate information to shareholders to facilitate their investment decisions.

(See Principle 23 of the Nigerian Code of Corporate Governance 2018)

14. AMENDMENT/REVIEW OF THIS PROCEDURE

OOPC may from time to time review this procedure concerning the Nigeria stock exchange, Nigeria Code of Corporate governance, shareholders enquiry, complaints or feedback. Where changes to this procedure are required, OOPC will investigate, identify and analyze systemic problems and proffer potential solutions and apportion resources where necessary. The Company Secretary and the HSE Manager shall be

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responsible for the review of this procedure. Any changes or subsequent versions of this procedure will be published on the OOPC's website www.okomunigeria.com

15. RECORDS


- a) Complaints
- b) Response
- c) Complaints Register

16. REFERENCE

- a) Rules Relating to the Complaints Management Framework of the Nigerian Capital Market (Framework).
- b) RSPO Criteria 6.3
- c) Principle 22 and 23 of the Nigerian Code of Corporate Governance 2018

17. REVISION STATUS

Rev.	Date	Details
0	10/11/15	Initial Release
1	20/02/20	<p>Changed name of procedure form "Shareholder Complaints Management" to "Shareholder Engagement"</p> <p>Changed OOPC Logo</p> <p>Changed name of preparer on the cover page</p> <p>Addition of "and other engagement", "information and" and "of" in §1-Objective.</p> <p>Removed "excluding its employees, customers, suppliers and other stakeholders" and added "and Nigerian Code of corporate Governance 2018" in §2-Application Field</p> <p>Added "and Nigerian Code of Corporate Governance 2018." In §3-Legal Background.</p> <p>Addition in §4 – Abbreviations</p> <p>Removed "OOPC" in §6 title</p> <p>Added OOPC in §6.1</p> <p>Added §6.2 "Board"</p> <p>Added §8</p> <p>Added §13 – Protection of Shareholder Right</p> <p>Replaced (www.okomuoilplc.net) with www.okomunigeria.com in Procedure</p> <p>Added "Nigerian Code of Corporate Governance 2018" in §16 – Reference</p> <p>Replaced "the company with "OOPC" in entire documents</p>
2	12/04/21	<p>Changed name of Preparer on Front page</p> <p>Added Company Secretary responsibility in Section 7</p> <p>Replaced policy with procedure in § 8.1.3, Section 11</p>

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	<p>Changed 8.2 to 9.2 in §9.1</p> <p>Added Nigeria Code of Corporate governance in Section 14</p> <p>Replaced Company Secretary phone number in §9.2</p>
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