

# NOTICE OF TENTH ANNUAL GENERAL MEETING



**NOTICE** is hereby given that the Tenth Annual General Meeting of UBN Property Company Plc will be held in The Auditorium, Stallion Plaza (9<sup>th</sup> Floor), 36 Marina, Lagos on Tuesday, 23<sup>rd</sup> June 2020 at 11.00 a.m. to transact the following business:

## ORDINARY BUSINESS

1. To receive and adopt the Company's Audited Financial Statements for the financial year ended 31<sup>st</sup> December 2019 together with the reports of the Directors, Auditor, Board Appraiser and Statutory Audit Committee thereon.
2. To declare a dividend for the financial year ended 31<sup>st</sup> December 2019.
3. To elect/re-elect Directors.
4. To appoint Messrs. Ernst and Young as the External Auditor.
5. To authorise the Directors to fix the remuneration of the Auditor.
6. To elect members of the Statutory Audit Committee.

## NOTES

### a) PROXY

All members are advised that due to the COVID-19 Pandemic, attendance shall be by way of proxy, subject to the quorum provisions in the Company's Articles of Association, and the names of the proxies have been provided in the Proxy Form.

A member of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote in its, his or her stead. A proxy need not be a member of the Company. A proxy form is supplied with this Notice. For duly completed proxy forms to be valid for the purpose of the meeting, they must be duly stamped by the Commissioner of Stamp Duties and deposited at the office of the Company's Registrar, CardinalStone Registrars Limited, 358 Herbert Macaulay Way, Yaba, Lagos or forwarded by email to [registrars@cardinalstone.com](mailto:registrars@cardinalstone.com) not less than forty-eight (48) hours before the meeting.

### b) STATUTORY AUDIT COMMITTEE

Any member may nominate a shareholder for election as a member of the Statutory Audit Committee by giving notice in writing of such nomination, attaching the curriculum vitae of the nominee, to the Company Secretary at least twenty-one (21) days before the Annual General Meeting. Shareholders are enjoined to note that the Securities Exchange Commission requires members of the Statutory Audit Committee to have basic financial literacy and an ability to read financial statements.

### c) CLOSURE OF THE REGISTER OF MEMBERS

The Register of Members and Transfer Books of the Company will be closed from Monday, 15<sup>th</sup> June 2020 to Friday, 19<sup>th</sup> June 2020 (both days inclusive) for the purpose of preparing an updated Register of Members.

### d) PAYMENT OF DIVIDEND

If the dividend of N0.05Kobo per N1.00 ordinary share recommended by Directors is approved by members at the Annual General Meeting, the dividend payments will be made on Wednesday, 24<sup>th</sup> June 2020 to members whose names appear in the Register of Members at the close of business on Friday, 12<sup>th</sup> June 2020.

### e) 2019 FINANCIAL STATEMENTS (WEBLINK)

Shareholders can access the 2019 Financial Statements on the Company's website by using the following link: <http://ubnproperty.com/Financial-Statement-2019.pdf>

## BY ORDER OF THE BOARD

**Somuyiwa Adedeji Sonubi**  
FRC/2013/NBA/0000002061  
Company Secretary  
UBN Property Company Plc  
163 Obafemi Awolowo Way,  
Ikeja, Lagos

Dated this 21<sup>st</sup> day of May, 2020



## PROXY FORM UBN PROPERTY COMPANY PLC TENTH ANNUAL GENERAL MEETING

<p style="text-align: center;">I/We</p> <div style="border: 1px solid black; height: 40px; width: 100%; margin-bottom: 10px;"></div> <p>Being a member/member of <b>UBN PROPERTY COMPANY PLC</b> hereby appoint .....or failing him/her <b>MR. EMEKA EMUWA</b> or failing him <b>MR. TOSIN OSIKOYA</b> to be my/our proxy, to act and vote for me/us and on my/our behalf at the Tenth Annual General Meeting of the Company to be held in The Auditorium, Stallion Plaza (9<sup>th</sup> Floor), 36 Marina, Lagos on Tuesday, 23<sup>rd</sup> June 2020 at 11.00 a.m. and at any adjournment thereof in such manner as such Proxy shall think proper and if expedient, to demand a poll.</p> <p>As witness my/our hands this ..... day of .....2020</p> <p>Signed:</p> <p>.....</p> <p>NOTE: A member entitled to attend and vote at the Tenth Annual General Meeting is entitled to appoint a proxy in its, his or her stead. All completed proxy forms should be deposited at the office of <b>The Registrar, CardinalStone Registrars Limited, 358 Herbert Macaulay Way, Yaba, Lagos</b> or forwarded via e-mail to <a href="mailto:registrars@cardinalstone.com">registrars@cardinalstone.com</a> not less than forty-eight (48) hours before the time scheduled for holding the meeting. A proxy need not be a member of the Company.</p> <p>In the case of joint shareholders, any one of such may complete the form but the name of all joint shareholders must be stated.</p> <p>It is required by law under the Stamp Duties Act, Cap F8, Laws of the Federation of Nigeria, 2004 that any instrument of proxy to be used for the purpose of voting by any person entitled to vote at any meeting of shareholders must bear stamp duty at the appropriate rate, not adhesive postage stamps.</p> <p>If the shareholder is a corporation, this form must be under its common seal or under the hand of officers or an attorney duly authorized in that behalf.</p>	<p>I/We desire this proxy to be used in favour o f / o r against the resolution a s indicated alongside (Strike out which-ever i s n o t desired)</p>	ORDINARY BUSINESS		FOR	AGAINST
		ORDINARY RESOLUTIONS			
	1.	To receive and adopt the Company's Audited Financial Statements for the financial year ended 31 <sup>st</sup> December 2019 together with the reports of the Directors, Auditor, Board Appraiser and Statutory Audit Committee thereon.			
	2.	To declare a dividend for the financial year ended 31 <sup>st</sup> December 2019.			
	3.	To elect/re-elect Directors.			
	A.	To re-elect Mr. Remi Kolarinwa who retires at this meeting and is eligible for re-election.			
	4.	To authorise the Directors to fix the remuneration of the Auditor.			
	5.	To appoint Messrs. Ernst and Young as the External Auditor			
	6.	To elect members of the Statutory Audit Committee.			
		Please indicate with "X" in the appropriate box how you wish your vote to be cast on the resolutions set out above. Unless otherwise instructed, the Proxy will vote or abstain from voting at his/her discretion.			

BEFORE POSTING THE ABOVE CARD, KINDLY TEAR OFF THIS PART AND RETAIN IT.

**ADMISSION CARD  
UBN PROPERTY COMPANY PLC  
TENTH ANNUAL GENERAL MEETING**

PLEASE ADMIT ONLY THE SHAREHOLDER NAMED ON THIS CARD OR ITS/HIS/HER DULY APPOINTED PROXY TO THE TENTH ANNUAL GENERAL MEETING OF UBN PROPERTY COMPANY PLC HELD IN THE AUDITORIUM, STALLION PLAZA (9<sup>TH</sup> FLOOR), 36 MARINA, LAGOS ON TUESDAY, 23<sup>RD</sup> JUNE 2020 AT 11.00 A.M.

NAME OF SHAREHOLDER/PROXY..... SIGNATURE.....

ADDRESS.....

**THIS CARD IS TO BE SIGNED AT THE VENUE IN THE PRESENCE OF THE REGISTRAR**