



RC:1808

Guinea Insurance Plc

...exceeding your expectations

Corporate Head Office: Guinea Insurance House, 33, Ikorodu Road, Jibowu, P.O.Box 1136, Marina, Lagos

E-mail: info@guineainsurance.com, Website: www.guineainsurance.com, Tel: +234-1-2934575, 2934577

Authorised and Regulated by the National Insurance Commission RIC NO. 017

NOTICE OF 63RD ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 63rd Annual General Meeting of GUINEA INSURANCE PLC will be held at the Company's Head Office, Guinea Insurance House, 33, Ikorodu Road, Jibowu, Lagos and via proxy on **Thursday the 23rd Day of September 2021 at 11.00 a.m.** prompt to transact the following business:

ORDINARY BUSINESS:

1. To lay before the Members, the Report of the Directors and the Audited Financial Statements together with the Auditors Report for the year ended 31st December 2020;
2. To re-elect the following Directors retiring by rotation;
 - Chief Osita Chidoka
 - Mr. Samuel Onukwue
 - Mr. Chukwuemeka Uzoukwu
3. To disclose the remuneration of Managers of the Company;
4. To authorize Directors to fix the remuneration of the External Auditors of the Company; and
5. To elect members of the Statutory Audit Committee.

NOTES:

- **COMPLIANCE WITH COVID-19 RELATED DIRECTIVES AND GUIDELINES:** The Federal Government of Nigeria, State Government, Health Authorities, and Regulatory Agencies have issued a number of guidelines and directives aimed at curbing the spread of COVID-19 in Nigeria. Particularly, the Lagos State Government prohibited the gathering of more than 20 people while the Corporate Affairs Commission (CAC) issued Guidelines on Holding AGM of Public Companies by Proxy. The convening and conduct of the AGM shall be done in compliance with these directives and guidelines.
- **PROXY:** Any member of the Company entitled to attend and vote at this meeting is also entitled to appoint a proxy to attend and vote in his/her stead. A proxy need not be a member of the Company. For the appointment of the proxy to be valid, a Proxy Form must be completed and deposited either at the office of the Company's Registrar, Cardinalstone Registrars Limited, 358, Herbert Macaulay Way, Yaba, Lagos not later than 48 hours before the time fixed for the meeting. A blank Proxy Form is attached to the Annual Report and may also be downloaded from the Company's website at www.guineainsurance.com



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- **ATTENDANCE BY PROXY:** In line with CAC Guidelines, attendance of the AGM shall be by proxy only. Shareholders are required to appoint a proxy of their choice from the list of nominated persons below:
 - Mr. Godson Ugochukwu
 - Mr. Samuel Onukwue
 - Mr. Ademola Abidogun
 - Mrs. Aderonke Olaleye
 - Mr. Boniface Okezie
 - Mr. Peter Mgbeahuru
- **STAMPING OF PROXY:** The Company has made arrangement at its cost, for the stamping of the duly completed and signed Proxy Forms submitted to the Company's Registrars within the stipulated time.
- **ONLINE STREAMING OF AGM:** The AGM will be streamed live online. This will enable Shareholders and other stakeholders who will not be attending physically to follow the proceedings. The link for the AGM online live streaming will be made available on the Company's website at www.guineainsurance.com/agm
- **CLOSURE OF REGISTER:** The Register of Members shall be closed from 1st September, 2020 to 22nd September, 2021, (both days inclusive) for the purpose of updating the Register of Members.
- **BIOGRAPHICAL DETAILS OF DIRECTORS:** The biographical details of Directors standing re-election are provided in the 2020 Annual report and posted on the Company's website at <https://www.guineainsurance.com>
- **NOMINATION OF STATUTORY AUDIT COMMITTEE MEMBERS:** In accordance with Section 404(6) of the Companies and Allied Matters Act 2020, any member may nominate a shareholder as a member of the Statutory Audit Committee by giving notice in writing of such nomination to the Company Secretary at least twenty-one (21) days before the Annual General Meeting. Such notice of nominations should be sent via email to the Company Secretary, at the Company's Head Office, Guinea Insurance House, 33, Ikorodu Road, Jibowu, Lagos or via email at cnwankwo@guineainsurance.com
- **RIGHTS OF SECURITY HOLDERS TO ASK QUESTIONS:** In compliance with Rule 19.12(c) of the Nigerian Exchange Limited 2015 (Issuers Rulebook), a member and other Security Holders of the Company have a right to ask questions not only at the Annual General Meeting, but also in writing prior to the Meeting, and such questions must be submitted at least one week before the meeting.



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Dated this 27th day of August 2021

BY ORDER OF THE BOARD

CHINENYE NWANKWO

Company Secretary

FRC/2021/002/0000002354

PROXY FORM

NOTICE OF 63 RD ANNUAL GENERAL MEETING OF GUINEA INSURANCE PLC	RESOLUTION	FOR	AGAINST
<p>NOTICE IS HEREBY GIVEN THAT the 63rd Annual General Meeting of GUINEA INSURANCE PLC will be held at the Company's Head Office, Guinea Insurance House, 33, Ikorodu Road, Jibowu, Lagos via proxy on Thursday the 23rd Day of September 2021 at 11.00 a.m. prompt.</p> <p>I /We being a member/members of Guinea Insurance Plc hereby appoint</p> <p>.....OR</p> <p>Failing him, the Chairman of the Meeting as my/our proxy to act and vote for me/us on my behalf at the 61st Annual General Meeting of the Company to be held on Thursday the 23rd Day of September 2021.</p> <p>Dated this 29th day of July, 2021</p> <p>_____</p> <p>Shareholder's Signature</p>	<p>1. To lay before the Members, the Report of the Directors and the Audited Financial Statements together with the Auditors Report for the year ended 31st December 2020;</p>	<input type="checkbox"/>	<input type="checkbox"/>
	<p>2. To re-elect the following Directors retiring by rotation;</p> <ul style="list-style-type: none"> ▪ Chief Osita Chidoka ▪ Mr. Samuel Onukwue ▪ Mr. Chukwuemeka Uzoukwu 	<input type="checkbox"/>	<input type="checkbox"/>
	<p>3. To disclose the remuneration of Managers of the Company;</p>	<input type="checkbox"/>	<input type="checkbox"/>
	<p>4. To authorize Directors to fix the remuneration of the External Auditors of the Company; and</p>	<input type="checkbox"/>	<input type="checkbox"/>
	<p>5 To elect members of the Statutory Audit Committee.</p> <p>Please indicate "x" in the appropriate square how you wish your vote to be cast on the resolution set out above unless otherwise instructed, the Proxy will vote or abstain from the voting at his/her discretion.</p> <p>NB: Completed proxy forms should be sent to cardinalstone registrars or cnwankwo@guineainsurance.com</p>	<input type="checkbox"/>	<input type="checkbox"/>