



UBN Property Company Plc

NOTICE OF TWELFTH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 12th Annual General Meeting of UBN Property Company Plc will be held in The Auditorium, Stallion Plaza (9th Floor), 36 Marina, Lagos on Thursday, 22nd September 2022 at 11 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 31st December 2021 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 31st December 2021.
3. To elect/re-elect Directors.
4. To authorise the Directors to fix the remuneration of the Auditor.
5. To elect members of the Statutory Audit Committee.
6. To disclose remuneration of the Managers of the Company.

NOTES

a) PROXY

In compliance with public safety concerns on mass/public gatherings due to the COVID-19 pandemic, the Corporate Affairs Commission (CAC) has approved that in furtherance of the CAC's Guidelines on holding Annual General Meetings of Public Companies using Proxies, attendance at this meeting shall be by way of proxy, subject to the quorum provisions of the Company's Articles of Association. The meeting will also be streamed live (vide a link to be circulated by the Registrars) to enable other shareholders join the meeting and follow the proceedings.

Shareholders are advised that voting at the meeting shall be through the following proxies attending the meeting physically:

1.	Mr. Mudassir Amray	-	Board Chairman
2.	Mr. Peter Nwankwo	-	Acting Managing Director
3.	Mr. Kurfi Kasim Garba	-	Shareholder
4.	Mr. Chidi Agbapu	-	Shareholder
5.	Mr. Timothy Oyedele	-	Shareholder
6.	Mr. Philip Ofuokwu	-	Shareholder
7.	Mr. Abdul Bamidele	-	Shareholder
8.	Mr. Nornah Awoh	-	Shareholder

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 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 Registrar, CardinalStone Registrars Limited, 335/337 Herbert Macaulay Way, Yaba, Lagos or sent to registrars@cardinalstone.com** not less than forty-eight (48) hours before the meeting. The cost of stamping would be borne by the Company.

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 and Exchange Commission and the Financial Reporting Council of Nigeria require members of the Statutory Audit Committee to have basic financial literacy and an ability to read financial statements.

c) CLOSURE OF REGISTER

The Register of Members and Transfer Books of the Company shall be closed from Monday 12th September 2022 to Friday 16th September 2022 (both days inclusive) for the purpose of preparing an updated Register of Members.

d) PAYMENT OF DIVIDEND

If the dividend of N0.02 (two) Kobo per N1.00 ordinary share recommended by the Board of Directors is approved by members at the Annual General Meeting, the dividend payments will be made on 22nd September 2022 to members whose names appear in the Register of Members at the close of business on 9th September 2022.

e) 2021 FINANCIAL STATEMENTS (WEB LINK)

Shareholders can access the 2021 Financial Statements on the Company's website by using the following link:
link: <https://www.ubnproperty.com/2021agm/>

BY ORDER OF THE BOARD

Somuyiwa Adedeji Sonubi

Company Secretary

FRC/2013/NBA/00000002061

UBN Property Company Plc

163 Obafemi Awolowo Way, Ikeja

Lagos

Dated this 2nd day of August 2022



UBN Property Company Plc

**PROXY FORM
UBN PROPERTY COMPANY PLC
12TH ANNUAL GENERAL MEETING**

<p>I/We</p> <div style="border: 1px solid black; height: 50px; margin: 10px 0;"></div> <p>Being a member/members of UBN PROPERTY COMPANY PLC hereby appointor failing him/her MR. MUDASSIR AMRAY or failing him MR. PETER NWANKWO to be my/our proxy, to act and vote for me/us and on my/our behalf at the 12th Annual General Meeting of the Company to be held in The Auditorium, Stallion Plaza (9th Floor), 36 Marina, Lagos on Thursday, 22nd September 2022 at 11 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 of2022</p> <p>Signed:</p> <p>NOTE: A member entitled to attend and vote at the 12th 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 The Registrar, CardinalStone Registrars Limited, 335/337 Herbert Macaulay Way, Yaba, Lagos or forwarded via e-mail to registrars@cardinalstone.com 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 of/or against the resolution as indicated alongside <i>(Strike out which-ever is not desired)</i></p>	<table border="1" style="width:100%; border-collapse: collapse;"> <thead> <tr> <th style="width:5%;"></th> <th style="width:85%;">ORDINARY BUSINESS</th> <th style="width:5%;">FOR</th> <th style="width:5%;">AGAINST</th> </tr> </thead> <tbody> <tr> <td></td> <td align="center">ORDINARY RESOLUTIONS</td> <td></td> <td></td> </tr> <tr> <td align="center">1.</td> <td>To receive and adopt the Company's Audited Financial Statements for the financial year ended 31st December 2021 together with the reports of the Directors, Auditor, Board Appraiser and Statutory Audit Committee thereon.</td> <td></td> <td></td> </tr> <tr> <td align="center">2.</td> <td>To declare a dividend for the financial year ended 31st December 2021.</td> <td></td> <td></td> </tr> <tr> <td align="center">3.</td> <td>To elect/re-elect Directors.</td> <td></td> <td></td> </tr> <tr> <td></td> <td>(a) To elect the under-listed Director who retires at this Annual General Meeting, being the first General Meeting since his appointment, be and is hereby elected: 1. Mr. Mudassir Amray (b) To re-elect Mrs. Olajumoke Odulaja who retires at this meeting and is eligible for re-election</td> <td></td> <td></td> </tr> <tr> <td align="center">4.</td> <td>To authorise the Directors to fix the remuneration of the Auditor.</td> <td></td> <td></td> </tr> <tr> <td align="center">5.</td> <td>To disclose the remuneration of the Managers of the Company.</td> <td></td> <td></td> </tr> <tr> <td align="center">6.</td> <td>To elect members of the Statutory Audit Committee.</td> <td></td> <td></td> </tr> <tr> <td colspan="4" style="text-align: center; padding: 5px;"> 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. </td> </tr> </tbody> </table>		ORDINARY BUSINESS	FOR	AGAINST		ORDINARY RESOLUTIONS			1.	To receive and adopt the Company's Audited Financial Statements for the financial year ended 31 st December 2021 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 st December 2021.			3.	To elect/re-elect Directors.				(a) To elect the under-listed Director who retires at this Annual General Meeting, being the first General Meeting since his appointment, be and is hereby elected: 1. Mr. Mudassir Amray (b) To re-elect Mrs. Olajumoke Odulaja 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 disclose the remuneration of the Managers of the Company.			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.			
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BEFORE POSTING THE ABOVE CARD, KINDLY TEAR OFF THIS PART AND RETAIN IT.

**ADMISSION CARD
UBN PROPERTY COMPANY PLC
12TH ANNUAL GENERAL MEETING**

PLEASE ADMIT ONLY THE SHAREHOLDER NAMED ON THIS CARD OR ITS/HIS/HER DULY APPOINTED PROXY TO THE 12TH ANNUAL GENERAL MEETING OF UBN PROPERTY COMPANY PLC HELD IN THE AUDITORIUM, STALLION PLAZA (9TH FLOOR), 36 MARINA, LAGOS ON THURSDAY, 22ND SEPTEMBER 2022 AT 11 A.M.

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

ADDRESS.....

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