



UNION BANK OF NIGERIA PLC.

NOTICE OF 53RD ANNUAL GENERAL MEETING

NOTICE is hereby given that the 53rd Annual General Meeting of Union Bank of Nigeria Plc will be held in The Auditorium, Stallion Plaza (9th Floor), 36 Marina, Lagos on Monday 24th October 2022 at 11.00 a.m. to transact the following business:

ORDINARY BUSINESS

1. To present the Audited Group Financial Statements for the financial year ended 31st December 2021 together with the reports of the Directors, Auditors, Board Appraiser and Statutory Audit Committee thereon.
2. To elect/re-elect Directors.
3. To authorise the Directors to fix the remuneration of the Auditor.
4. To disclose the remuneration of Managers of the Bank.
5. To elect/re-elect members of the Statutory Audit Committee.

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. Farouk Gumel
2. Mr. Mudassir Amray
3. Alhaji Ahmed Rabiu
4. Bishop Goodluck Akpore
5. Mr. Taiwo Akinlolu Oderinde
6. Alhaji Bashir A. Muhammed
7. Mr. Gaffar Erinfolami
8. Mrs. Efunyemi Obideyi
9. Barr. Ganiat Adetutu Siyanbola
10. Mr. Adebayo John Williams

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 Bank.

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 will be closed from Tuesday 4th October 2022 to Friday 7th October 2022 (both days inclusive) for the purpose of preparing an updated Register of Members.

d) RIGHT OF SHAREHOLDERS TO ASK QUESTIONS

Pursuant to Rule 19.12 (c) of the Nigerian Exchange Limited's Rulebook, kindly note that it is the right of every shareholder to ask questions at the Annual General Meeting and in writing prior to the meeting. We therefore urge that such questions be submitted to the Company Secretary not later than two (2) weeks before the date of the meeting.

e) 2021 FINANCIAL STATEMENTS (WEB LINK)

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

BY ORDER OF THE BOARD

Somuyiwa Adedeji Sonubi
Company Secretary
FRC/2013/NBA/00000002061
Union Bank of Nigeria Plc
Stallion Plaza
36 Marina
Lagos

Dated this 25th day of April 2022



**PROXY FORM
UNION BANK OF NIGERIA
53RD ANNUAL GENERAL MEETING**

<p>I/We</p> <div style="border: 1px solid black; height: 50px; width: 100%;"></div> <p>Being a member/members of UNION BANK OF NIGERIA PLC hereby appointor failing him/her, MR. FAROUK GUMEL or failing him, MR. MUDASSIR AMRAY to be my/our proxy, to act and vote for me/us and on my/our behalf at the 53rd Annual General Meeting of the Company to be held in The Auditorium, Stallion Plaza (9th Floor), 36 Marina, Lagos on Monday, 24th October 2022 and at any adjournment thereof.</p> <p>As witness my/our hands this day of 2022</p> <p>Signed:</p> <p>NOTE: A member of the Company entitled to attend and vote at the 53rd 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, 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 shareholders may complete the form but the names 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 (Strike out which-ever is not desired)</p>	ORDINARY BUSINESS		FOR	AGAINST
		ORDINARY RESOLUTIONS			
	1.	To present the Audited Group 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 elect/re-elect Directors.			
		<p>a) To elect the following Directors being the first Annual General Meeting since their appointment:</p> <ol style="list-style-type: none"> 1. Mr. Farouk Gumel 2. Ms. Aisha Abubakar 3. Alhaji Abubakar Mohammed 4. Mr. Andrew Ojei 5. Mr. Mackombo Omoile <p>b) To re-elect Mr. Joe Mbulu who retires at this meeting and is eligible for re-election</p>			
	3.	To authorise the Directors to fix the remuneration of the Auditor.			
	4.	To disclose the remuneration of the Managers of the Bank			
	5.	To elect/re-elect members of the Statutory Audit Committee.			
	<p>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.</p>				

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

**ADMISSION CARD
UNION BANK OF NIGERIA PLC
53RD ANNUAL GENERAL MEETING**

PLEASE ADMIT ONLY THE SHAREHOLDER NAMED ON THIS CARD OR ITS/HIS/HER DULY APPOINTED PROXY TO THE 53RD ANNUAL GENERAL MEETING BEING HELD IN THE AUDITORIUM, STALLION PLAZA (9TH FLOOR), 36 MARINA, LAGOS ON MONDAY, 24TH OCTOBER 2022 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