



# Notice of Annual General Meeting

Notice is hereby given that the 1st Annual General Meeting of FCMB Group Plc (FCMB) will be held at the Shell Hall, MUSON Centre, Onikan Lagos on Friday, June 6, 2014, at 11.00 a.m. to transact the following:

## ORDINARY BUSINESS

- To receive and consider the Report of the Directors and the Financial Statements for the year ended December 31, 2013, the Auditor's Report thereon and the Audit Committee Report.
- To declare a dividend.
- To approve the appointments of the Directors.
- To approve the remuneration of Directors.
- To authorize the Directors to fix the remuneration of the Auditors.
- To elect members of the Audit Committee.

Dated this 9th day of May, 2014

By Order of the Board

**Funmi Adedibu (Mrs.)**  
Company Secretary  
FRC/2014/NBA.0005887

## NOTES

### Proxies

Only a member of the Company entitled to attend and vote at the general meeting is entitled to appoint a proxy in his/her stead. All valid instruments of proxy should be completed, stamped and deposited at the office of the Company's Registrars, City Securities (Registrars) Limited, 358, Herbert Macaulay Way, Yaba, Lagos, not later than 48 hours before the time fixed for the meeting.

### Closure of register

The Register of members will be closed from May 19, 2014 to May 23, 2014 (both days inclusive).

### Dividend

If the dividend recommended by the Directors is approved by members at the Annual General Meeting, the dividend warrants will be posted on June 9, 2014 to members whose names appear in the register of members at the close of business on May 16, 2014.

### Audit Committee

In accordance with Section 359 (5) of the Companies & Allied Matters Act Cap C20 Laws of the Federation of Nigeria 2004, a shareholder may nominate a shareholder for appointment to the Audit Committee. Such nomination should be in writing and reach the Company Secretary not less than 21 days before the Annual General Meeting

**FCMB GROUP PLC**

RC: No 1079631

01 279 8800, 0700 3262692265 | www.fcmb.com



## Proxy Form

**1ST ANNUAL GENERAL MEETING** to be held at the Shell Hall, MUSON Centre, Onikan, Lagos on **Friday, June 6, 2014 at 11.00 a.m**

I/We..... being a member/members of FCMB Group Plc hereby appoint \*

(Block Capital Please)

Or failing him, the Chairman of the Meeting as my/our proxy to act and vote for me/us and on my/our behalf at the Annual General Meeting of FCMB Group Plc which will be held at Shell Hall, MUSON Centre, Onikan, Lagos at 11.00 a.m. on Friday, June 6, 2014 or at any adjournment thereof.

Dated this.....day of.....2014.

Shareholder's Signature.....

### NOTE:

- A member (shareholder) who is unable to attend the Annual General Meeting is allowed by law to vote by proxy and the above Proxy form has been prepared to enable you exercise your right to vote in case you cannot personally attend the meeting.
- Following the normal practice, the Chairman of the meeting has been entered on the form to ensure that someone will be at the meeting to act as your proxy, but if you wish, you may insert in the blank space (marked\*) the name of any person, whether a member of the Company or not, who will attend the meeting and vote on your behalf.
- Please sign and post the proxy form so as to reach "The Registrar City Securities (Registrars) Limited, 358 Herbert Macaulay, Yaba Lagos, not later than 48 hours before the time appointed for the meeting and ensure that the proxy form is dated, signed and stamped by the Commissioner for Stamp Duties.
- If executed by a corporate body, the proxy form should be sealed with the Common Seal or under the hand of an officer or Attorney duly authorized in that behalf.

## Resolution

	RESOLUTIONS	For	Against	Abstain
1	To receive and consider the Report of the Directors and the Financial Statements for the year ended December 31, 2013, the Auditor's Report thereon and the Audit Committee Report.			
2	To declare a dividend.			
3	To approve the appointments of the directors.			
4	To approve the remuneration of directors.			
5	To authorize the directors to fix the remuneration of the auditors			
6	To elect members of the Audit Committee.			

For	Against

Please indicate how you wish your votes to be cast on the resolution set out above by indicating "x" in the appropriate space. Unless, otherwise instructed the proxy will vote or abstain from voting at his discretion



**BEFORE POSTING THE ABOVE FORM, PLEASE TEAR OFF THIS PART AND RETAIN IT FOR ADMISSION TO THE MEETING.**

### ADMISSION CARD

**FCMB GROUP PLC**  
**1st Annual General Meeting**

PLEASE ADMIT ONLY THE SHAREHOLDER NAMED ON THIS CARD OR HIS DULY APPOINTED PROXY TO THE 1ST ANNUAL GENERAL MEETING BEING HELD AT THE SHELL HALL, MUSON CENTRE, ONIKAN, LAGOS ON FRIDAY, JUNE 6, 2014 AT 11.00 A.M.

NAME / ADDRESS OF SHAREHOLDER \_\_\_\_\_ PROXY \_\_\_\_\_

NUMBER OF SHARES ACCOUNT NUMBER NUMBER OF SHARES  
\_\_\_\_\_

Signature and/or Seal .....  
This card is to be signed at the venue in the presence of the Registrars.

