

# NOTICE OF UNITY BANK PLC SIXTEENTH ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the 16th Annual General Meeting of members of **UNITY BANK PLC** will be held on 28th July, 2022 at Unity Bank Plc, Plot 42, Ahmed Onibudo Street, Victoria Island, Lagos at 11.00 a.m. to transact the following:

## ORDINARY BUSINESS

1. To receive the audited accounts for the year ended 31st December, 2021 together with the reports of the Directors, Auditors and Audit Committee thereon.
2. To authorize the Directors to fix the remuneration of the Auditors.
3. To elect/re-elect Directors.
4. To disclose the remuneration of the Managers of the Company.
5. To elect members of the Audit Committee.

## SPECIAL BUSINESS

6. To approve the remuneration of Directors.
7. To consider and if thought fit, pass the following as ordinary resolution:
  - (A) "That the Board of Directors be and are hereby authorized to take steps to comply with the requirements of S.124 of the Companies and Allied Matters Act (CAMA), 2020 and the Companies Regulations 2021 as it relates to unissued shares currently standing to the capital of the Company".
  - (B) "That the Board of Directors be and are hereby authorised to take all steps necessary to ensure that the Memorandum and Articles of Association of the Company are altered to comply with Resolution 7(A) above, including replacing the provision on authorized share capital with the issued share capital of the Company".
  - (C) "That the Board of Directors be and are hereby authorized to enter into and execute any agreements, deeds, notices and any other documents necessary for and/or incidental to giving effect to the above resolution".
  - (D) "That the Board of Directors or any one of them for the time being, be and are hereby authorized to appoint such professional parties, consultants, and advisers as may be required to perform all acts and do all such things that are necessary for or incidental to the above resolutions, including without limitation, complying with directives of any regulatory authority".

## NOTES

### 1. PROXY

A Member of the Company entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote in his/her stead. A proxy need not be a member of the Company. A proxy form is attached to this Notice and it is valid for the purpose of this Meeting.

All members should note that in view of the Covid-19 pandemic and the directive issued by relevant authorities on physical distancing and the ban on large gathering, the Corporate Affairs Commission has approved that attendance at the Meeting shall only be by proxies, to minimize physical contact and ensure public health and safety.

Consequently, members are required to appoint a proxy of their choice from the following proxies to attend and vote in his/her/its stead:

- |                                |                              |                                 |                                |                               |
|--------------------------------|------------------------------|---------------------------------|--------------------------------|-------------------------------|
| 1. <b>Alh. Aminu Babangida</b> | 2. <b>Mrs. Tomi Somefun</b>  | 3. <b>Sir Sunny Nwosu</b>       | 4. <b>Dr. Umar Farouk</b>      | 5. <b>Mrs. Adebisi Bakare</b> |
| 6. <b>Alh. Kabiru Tambari</b>  | 7. <b>Mr. Patrick Ajudua</b> | 8. <b>Mr. Lawrence Oguntoye</b> | 9. <b>Mr. Matthew E. Coker</b> |                               |

All instruments of proxy must be completed, a corporate body being a Member of the Company is required to execute a proxy under seal and shareholders are required to submit their completed proxy forms in line with the Corporate Affairs Commissions' guideline at the registered office of the Company or the office of the Registrar, 25 Ogunlana Drive, Surulere, Lagos, or via email [info@unityregistrarsng.com](mailto:info@unityregistrarsng.com) not later than 48 hours before the date of the Meeting. Unity Bank Plc has made arrangements to bear the cost of stamp duty of the duly completed proxy forms submitted within the stipulated timeframe.

### 2. CLOSURE OF REGISTER AND TRANSFER BOOKS

Notice is hereby given that the Register of Members and Transfer Books of the Company will be closed from 18th to 27th July, 2022 both days inclusive for the purpose of preparing an up-to date Register of Members.

### 3. BIOGRAPHICAL DETAILS OF DIRECTORS

The biographical details of the Directors standing for re-election are provided in the 2021 Annual Report.

### 4. NOMINATION OF MEMBERS OF THE STATUTORY AUDIT COMMITTEE

Pursuant to Section 404 (6) of the Companies and Allied Matters Act, Laws of the Federation of Nigeria, 2020 any member may nominate a shareholder for election as a member of the Statutory Audit Committee by giving notice in writing of such nomination to the Company Secretary at least 21 days before the Annual General Meeting. Nominees to the Statutory Audit Committee must be compliant with the laws, rules and regulations guiding listed companies in Nigeria. We therefore request that nominations be accompanied by a copy of the nominee's curriculum vitae.

### 5. SHAREHOLDERS RIGHT TO ASK QUESTIONS

Shareholders have a right to ask questions not only at the meeting but also in writing prior to the meeting and such questions must be submitted to the Company Secretary not later than 14 days (two weeks) prior to the date of the Meeting.

### 6. UNCLAIMED DIVIDEND WARRANTS AND SHARE CERTIFICATES

Shareholders are hereby informed that some dividends have remained unclaimed and returned to the Registrar. The list of all unclaimed dividends will be circulated to all Shareholders and they are advised to contact the Registrar, Unity Registrars Limited 25 Ogunlana Drive, Surulere, Lagos, or via email [info@unityregistrarsng.com](mailto:info@unityregistrarsng.com) to resolve any issue they may have with claiming the dividends.

### 7. e-DIVIDEND

Shareholders who are yet to complete the e-Dividend Form or who need to update their records and relevant bank accounts are urged to complete the e-Dividend Form which can be detached/downloaded from the Annual Report and Accounts as well as from the website of the Bank [www.unitybankng.com](http://www.unitybankng.com) or that of the Registrar, [www.unityregistrarsng.com](http://www.unityregistrarsng.com). The duly completed form should be returned to Unity Registrars Limited 25 Ogunlana Drive, Surulere, Lagos, or via email [info@unityregistrarsng.com](mailto:info@unityregistrarsng.com)

### 9. LIVE STREAMING OF THE ANNUAL GENERAL MEETING

The AGM will be streamed live online. This will enable Shareholders and other relevant Stakeholders who will not be attending the meeting physically to also be part of the proceedings. The link for the live streaming will be made available on the Bank's website [www.unitybankng.com](http://www.unitybankng.com) and by the Registrar, Unity Registrars Limited in due course.

Dated this 1st day of July, 2022

**By order of the Board**



**Alaba Williams**  
Company Secretary  
FRC/2022/002/000/000/20510  
**Registered Office**  
Unity Bank Plc  
42, Ahmed Onibudo Street, Victoria Island, Lagos.