
NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Forty Third (43rd) ANNUAL GENERAL MEETING (“AGM”) of the members of **VERITAS KAPITAL ASSURANCE PLC** (“The Company”) will be held on **Thursday 23rd July, 2020** at Veritas Kapital Assurance Plc Head office, Plot 497 Abogo Largema Street, Central Business District, Abuja, FCT, at **10:00am** to transact the following business:

ORDINARY BUSINESS

1. To lay before the members, the Audited Financial Statements of the Company for the year ended December 31, 2019, together with the reports of the Directors, Auditor and Audit Committee thereon.
2. To approve the appointments of the following Directors appointed since the last AGM:
 - Mr. Kenneth Egbaran
 - Mr. Wole Onasanya
3. To authorize the Directors to appoint and fix the remuneration of the Auditors for the 2020 financial year.
4. To elect members of the Audit Committee.

Dated this 2nd day of July, 2020

BY THE ORDER OF THE BOARD



SARATU UMAR GARBA
Company Secretary
FRC/2019/NBA/00000019159

NOTES

- 1 **COMPLIANCE WITH COVID-19 RELATED DIRECTIVES AND GUIDELINES**
The Federal Government of Nigeria, State Governments, Health Authorities, and Regulatory Agencies have each issued several directives and guidelines aimed at curbing the spread of Covid- 19 in Nigeria. Particularly, the gathering of more than 20 People have been prohibited whilst the convening and conduct of this Annual General Meeting shall be done in compliance with these directives and Guidelines.
- 2 **PROXY**
A member of the Company entitled to attend and vote at the AGM is entitled to appoint a proxy in his/her stead. A proxy need not be a member of the Company. A

proxy form is attached at the end of the Annual Report. For the appointment to be valid, all valid instruments of proxy should be completed, duly stamped at the Stamp Duties Office and deposited at the registered office of the Company, or office of the Registrars, Unity Registrars Limited, No 25 Ogunlana Drive, Surulere, Lagos not more than 48 hours before the time of the meeting, or through the following email address: info@unityregistrarsng.com.

3 ATTENDANCE BY PROXY

Given the continued COVID-19 pandemic and guidelines from the Federal Republic of Nigeria, health officials and Regulatory bodies, attendance at the Annual General Meeting shall only be by Proxy. A Member entitled to attend and vote at the AGM is advised to select from the under listed proposed proxies, to attend and vote in his stead:

- a) Mal. Ibrahim M Kashim
- b) Sen. Maj. Gen. M. Magoro (OFR)
- c) Hajia. Yabawa Lawan Wabi (mni)
- d) Mal. Usman Abaji
- e) Mr. Patrick Ajudua

4 STAMPING OF PROXY FORM

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.

5 AUDIT COMMITTEE

In accordance with Section 359(5) of the Companies and Allied Matters Act, 2004, any shareholder may nominate a shareholder for an appointment to the Audit Committee. Such nomination should be in writing and should reach the Company Secretary at least twenty-one (21) days before the Annual General Meeting. The Securities and Exchange Commission's Code of Corporate Governance for Public Companies indicated that members of the Audit Committee should have basic financial literacy and should be able to read Financial Statements. We, therefore, request that nominations be accompanied by a copy of the nominee's curriculum vitae.

6 APPOINTMENT OF DIRECTORS

- i. Mr. Kenneth Egbaran has been appointed as Managing Director to fill in an existing vacancy.
- ii. Mr. Wole Onasanya has been appointed as Executive Director Finance and Investment to fill in an existing vacancy.

7 QUESTIONS FROM SHAREHOLDERS

Any member attending the meeting reserves the right to ask questions not only at the meeting but also in writing before the meeting. Any questions, observations or comments should be forwarded to the Company Secretariat, Veritas Kapital Assurance Plc, Plot 497 Abogo Largema Street, Off Constitutional Avenue, CBD, Abuja, not later than 48 hours before the time fixed for the meeting.

8 E-DIVIDEND MANDATE

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Shareholders are advised to complete the e-dividend mandate form in this Annual Report and submit to the Registrars: Unity Registrars Limited, No. 25 Ogunlana Drive, Surulere, Lagos.

This Form can also be downloaded from the Company's website at www.veritaskapital.com.

9 UNCLAIMED DIVIDEND AND SHARE CERTIFICATES

Some Dividend warrants and Share Certificates have remained unclaimed or are yet to be presented for payment or returned to the Registrars for revalidation. Affected Shareholders are advised to contact the Registrars, Unity Registrars Limited, No 25 Ogunlana Drive, Surulere, Lagos.

10 CLOSURE OF REGISTER OF MEMBERS

The Register of Members will be closed from Wednesday, July 1st, 2020 to Tuesday July 7th, 2020 (both days inclusive).

11 WEBSITE

A copy of this notice and other information relating to the meeting can be found at www.veritaskapital.com

12 ELECTRONIC ANNUAL REPORT

The electronic version of the Annual Report is available at www.veritaskapital.com. Shareholders who have provided their email addresses to the Registrars will receive the electronic version of the Annual Report via e-mail. Furthermore, shareholders who are interested in receiving the electronic version of the Annual Report are kindly required to request via e-mail to info@unityregistrarsng.com.

13 LIVE STREAMING OF AGM LIVE

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 live streaming will be made available on the Company's website at www.veritaskapital.com and by the Registrars in due course.