

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the **63rd Annual General Meeting** of United Bank for Africa Plc (the "Company") will hold on **Friday, April 25, 2025**, at **Transcorp Hilton Hotel, Abuja** by **10:00 A.M.** to transact the following business:

ORDINARY BUSINESS

1. To receive the Audited Financial Statements for the year ended December 31, 2024, together with the Reports of the Directors, Auditors and the Audit Committee thereon.
2. To declare a Final Dividend.
3. To elect the following Directors:
 - 3.1. Mr. Emmanuel N. Nnorom
 - 3.2. Mrs. Henrietta Ugboh
4. To re-elect the following Directors retiring by rotation:
 - 4.1. Mr. Tony Elumelu, CFR
 - 4.2. Mr. Abdulqadir J. Bello
 - 4.3. Ms. Angela Aneke
5. To authorize the Directors to fix the remuneration of the Auditors for the 2025 Financial Year.
6. To disclose the remuneration of Managers of the Bank.
7. To elect members of the Statutory Audit Committee.

SPECIAL BUSINESS

8. To fix the remuneration of Non-Executive Directors.

NOTES

1. Proxy

A member entitled to attend and vote at the Annual General Meeting is also entitled to appoint a proxy to attend and vote in his/her stead. A proxy need not be a member of the Company. For the appointment of the proxy to be valid, a proxy form must be completed, duly stamped by the Commissioner of Stamp Duties and deposited either at the office of the Company's Registrars, Africa Prudential Plc, 220B Ikorodu Road, Palmgrove, Lagos Nigeria, or via email at cxc@africaprudential.com not later than 48 hours before the fixed time of the meeting.

2. Live Streaming of the AGM

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.ubagroup.com.

3. Dividend Payment

If the dividend recommended by the Directors is approved, dividend will be paid electronically on Friday, April 25, 2025, to all shareholders whose names are registered in the Company's Register of Members as at the close of business on April 11, 2025 and who have completed the e-dividend registration and have mandated the Registrars to pay dividend directly into their bank accounts.

4. Closure of Register of Members

The Register of Members will be closed from April 14 to April 18, 2025, both dates inclusive, for the purpose of paying dividend and updating the Register.



5. Profiles of Directors for Election

The profiles of Mr. Emmanuel N. Nnorom and Mrs. Henrietta Ugboh who will be elected are provided in the Annual Report.

6. Profiles of Directors for Re-election

The profiles of Mr. Tony Elumelu, CFR, Mr. Abdulqadir J. Bello and Ms. Angela Aneke who will be retiring by rotation and seeking reelection are provided in the Annual Report.

7. Questions from Shareholders

Shareholders and other holders of the Company's securities reserve the right to ask questions not only at the meeting, but also in writing prior to and after the meeting on any item contained in the Annual Report and Accounts. Please send all questions to investorrelations@ubagroup.com.

8. Unclaimed Dividend Warrants and Share Certificates

Shareholders are hereby informed that a number of share certificates and dividend warrants which were returned to the Registrars as unclaimed are still in the custody of the Registrars. A list of all unclaimed dividend will be circulated with the Annual Report and Financial Statements. Any shareholder affected by this notice is advised to contact the Company's Registrars, Africa Prudential Plc, at 220B Ikorodu Road, Palmgrove, Lagos, or via email at cxc@africaprudential.com to lay claim.

9. Audit Committee

In accordance with Section 404(3) of the Companies and Allied Matters Act 2020, the Audit Committee shall consist of five members comprising of three Shareholders and two Non- Executive Directors. Section 404(6) of the Act also provides that any member may nominate a shareholder as a member of the Audit Committee by giving notice in writing of such nomination to the Company Secretary at least twenty-one days before the Annual General Meeting. The Financial Reporting Council's Nigerian Code of Corporate Governance provides that all members of the Audit Committee should be financially literate and be able to read and understand financial statements. Consequently, a detailed curriculum vitae confirming the nominee's qualification should be submitted with each nomination.

Dated this 20th Day of March 2025

By Order of the Board.



Bili A. Odum
 Group Company Secretary
 57 Marina, Lagos
 FRC/2013/PRO/NBA/002/00000001954

