

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the next Annual General Meeting of the Members of UAC of Nigeria PLC will be held at Golden Tulip Festac, Amuwo-Odofin, Lagos on Wednesday, 20th June, 2018 at 10.00 o'clock in the forenoon in order to transact the following businesses:

Ordinary Business

1. Lay before the Members the Report of the Directors, the Consolidated Statement of Financial Position of the Company as at 31st December 2017, together with the Consolidated Statement of Comprehensive Income for the year ended on that date and the Reports of the Auditors and the Audit Committee thereon.
2. Declare a Dividend
3. To Elect & Re-elect Directors
4. To authorize the Directors to fix the Remuneration of the Auditors
5. Elect Members of the Audit Committee

Special Business

6. Fix the remuneration of the Directors

uac of nigeria plc RC 341

uac house, 1 - 5 odunlami street, p.o. box 9, lagos nigeria. telephone: 01- 2701879, 0815 989 0023. www.uacnplc.com

Directors: Dan Agbor (Chairman); Abdul Bello (Group CEO); Mrs. Omolara Elemide (ED); Mrs. Awuneba Ajumogobia; Dr. Okechukwu Mbonu; Babatunde Kasali; Dr. Umaru Alka

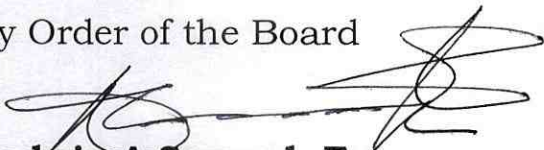
7. To approve severance payment for Messrs Larry Ettah and Joseph Dada, retired Group Managing Director and Executive Director, Corporate Services respectively
8. To renew the general mandate for recurrent transactions with related parties

Proxy

A member of the Company entitled to attend and vote at this meeting is entitled to appoint a proxy to attend and vote instead of him/her and such a proxy need not be a member of the Company. A proxy form is enclosed and if it is to be valid for the purposes of the meeting, it must be completed and deposited at the Registered Office of the Company not less than 48 hours before the time of holding the meeting.

Dated this 28th day of March, 2018

By Order of the Board



Godwin A Samuel, Esq.,

Company Secretary/Legal Adviser

FRC/2013/NBA/00000002608

Registered Office

UAC House

1-5 Odunlami Street

Lagos

NOTES

Dividend

In view of the results, the Directors have recommended the payment of a dividend of 65kobo per ordinary share to members. The resolution to this effect will be put to the meeting for the approval of members.

Dividend Warrants

If payment of the dividend is approved, the warrants will be posted on 21st June, 2018 shareholders whose names are on the Register of Members at the close of business on Monday 14th May, 2018.

Closure of Register and Transfer Books

The Register of Members and Transfer Books will be closed from Tuesday 15th to Friday 18th May, 2018 (both dates inclusive) for purposes of processing payment of dividend.

Audit Committee

The Audit Committee consists of three (3) shareholders and three Directors. Any member may nominate a shareholder as a member of the Committee by giving notice in writing of such nomination to the Company Secretary at least twenty-one days before the Annual General Meeting. Nominators should please submit a brief profile of their nominees to the Company Secretary along with the nomination forms for publication in the annual report for the information of all shareholders.

Rights of Securities Holders to ask Questions

Securities' holders 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 on or before 13th day of June, 2018.

Unclaimed Dividend List

Unclaimed dividends list Nos 51 & 52 have been uploaded on the Company's website www.uacnplc.com.