

PROXY FORM



UAC OF NIGERIA PLC

Annual General Meeting to be held at 10.00 a.m. on Wednesday 20th June, 2018 at Golden Tulip Festac, Amuwo-Odofin, Lagos

I/We

being a member/members of UAC OF NIGERIA PLC do hereby appoint

or failing him the Chairman of the Meeting as my/our proxy to vote for me/us on our behalf at the General Meeting of the Company to be held on Wednesday 20th June, 2018 and at every adjournment thereof

Please indicate your wish by placing 'X' in the appropriate square

RESOLUTIONS	FOR	AGAINST	ABSTAIN
ORDINARY BUSINESS			
To declare Dividend			
To elect Mrs Omolara Iswat Elemide as a Director			
To elect Mr Folasope Babasola Aiyesimoju as a Director			
To elect Mrs Olufunke Ighodaro as a Director			
To re-elect Dr Umaru Alka as a Director			
To re-elect Mr. Babatunde Kasali as a Director			
To Authorize Directors to fix remuneration of the Auditors for 2018 The Auditor's remuneration for 2017 was N23million inclusive of VAT.			
To elect members of the Audit Committee			
To approve N113,114,536.78 as Directors remuneration for 2018 The Directors' remuneration for 2017 was N102,463,371.23			
To approve N374million as severance payment for Messrs Larry Ettah & Joseph Dada			
To renew the general mandate for recurrent transactions with related parties			

Signature of member/proxy

Dated this day of 2018.

Date:

NOTES

1. A member (shareholder) who is unable to attend an Annual General Meeting is allowed by law to attend by proxy. The above form has been prepared to enable you to exercise your vote if you cannot personally attend.
2. Provision has been made on this form for the Chairman of the Meeting to act as your proxy, but if you wish you may insert in the blank space on the form (marked*) the name of any person, whether a member of the Company or not, who will attend the Meeting and vote on your behalf instead of the Chairman of the Meeting.
3. Please sign the above proxy form and post it so as to reach the address shown over leaf not later than 5.00 p.m. on Monday 18th June, 2018. If executed by a corporation, the proxy form should be sealed with the Common Seal or signed.
4. The proxy must produce the Admission form sent with the Report and Accounts to obtain entrance to the Meeting.
5. The proxy form should not be completed and sent to the address if the member will be attending the meeting in person.

IF YOU ARE UNABLE TO ATTEND, PLEASE

- (a) Write the name of your proxy (if any) where marked.*
- (b) Ensure that the form is signed by you and stamped with COMMISSIONER OF STAMP DUTIES.
- (c) Tear the proxy form along the perforated lines and post so as to reach the address shown overleaf not later than 48 hours before the time of holding the meeting.

ADMISSION FORM
UAC OF NIGERIA PLC
Annual General Meeting Admission Card

Please admit

to the **Annual General Meeting of UAC OF NIGERIA PLC** which will be held at Golden Tulip Festac, Amuwo-Odofin, Lagos on Wednesday 20th June, 2018 at 10.00 a.m.

IMPORTANT NOTICE:

1. This admission card must be produced by the Shareholder or his proxy in order to obtain entrance to the Annual General Meeting.
2. Shareholders or their proxies are requested to sign the admission card in the appropriate place before attending the Meeting

GODWIN A SAMUEL, ESQ
COMPANY SECRETARY/LEGAL ADVISER

UAC OF NIGERIA PLC
Annual General Meeting Admission Card

Name and Address of Shareholder

Signature of person attending

SHAREHOLDER.....

PROXY.....