

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 55th Annual General Meeting of United Bank for Africa Plc will hold at the Eko Hotels and Suites, Plot 1415, Adetokunbo Ademola Street, Victoria Island, Lagos State on Friday, April 7, 2017 at 10:00AM to transact the following business:

ORDINARY BUSINESS

1. To receive the audited Accounts for the year ended 31st December, 2016 together with the reports of the Directors, Auditors and the Audit Committee thereon
2. To declare a dividend
3. To elect/re-elect Directors
4. To authorise the Directors to fix the remuneration of the Auditors
5. To elect members of the Audit Committee

NOTES

1. PROXY

A member entitled to attend and vote at the 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. To be valid, a proxy form must be duly stamped at the Stamp Duties office and returned to the Registrar, Africa Prudential Registrars Plc, 220B Ikorodu Road, Palmgrove, Lagos, Nigeria, not less than 48 hours prior to the time of the meeting.

2. DIVIDEND WARRANTS

If the dividend recommended by the Directors is approved, dividend warrants will be posted on Monday, April 10, 2017 to all shareholders whose names are registered in the Company's Register of Members as at the close of business on Friday, March 31, 2017.

3. CLOSURE OF REGISTER OF MEMBERS

The Register of Members will be closed on Monday, April 3, 2017 for the purpose of paying a dividend.

4. BIOGRAPHICAL DETAILS OF DIRECTORS FOR RE-ELECTION/ELECTION

Biographical details of Directors for re-election/election are provided in the Annual Report.

5. 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 the meeting on any item contained in the Annual Report and Accounts. Please send questions to cfc@ubagroup.com not later than Friday, March 31, 2017.

6. AUDIT COMMITTEE

The Audit Committee consists of three shareholders and three Directors. Any member may nominate a shareholder as a member of the Audit Committee by giving notice in writing of such nomination to the Secretary of the Company at least twenty one days before the Annual General Meeting. The Securities and Exchange Commission's Code of Corporate Governance provides 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.

Dated this 27th day of January, 2017.

By Order of the Board.



Bili A. Odum
Group Company Secretary
57 Marina, Lagos

