

## PROXY FORM

**Extra-Ordinary General Meeting of Prestige Assurance Plc to be held on Thursday, 24<sup>th</sup> November 2022 at the RADISSON BLU Anchorage Hotel, No. 1a, Ozumba Mbadiwe Road, Victoria Island, Lagos at 10am.**

I/We\* \_\_\_\_\_  
being a member/member of Prestige Assurance Plc, hereby appoint

\*\* \_\_\_\_\_ or failing him/her, the Chairman of the Meeting as my/our Proxy to act and vote for me/us on my/our behalf at the Extra-Ordinary General Meeting of the Company to be held on Thursday, 24<sup>th</sup> November 2022 and at any adjournment thereof.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2022

Shareholder's Signature: \_\_\_\_\_

**NOTES:**

1. A member entitled to attend and vote at the Extraordinary General Meeting is entitled to appoint a Proxy in his/her stead. A proxy need not to be a member of the company.
2. To be valid, a proxy form must be completed and be duly stamped by the Commissioner of Stamp Duties and returned to the Registrar, First Registrar Investor Services Limited, 2, Abebe Village, Iganmu, Lagos, Nigeria, not less than 48 hours before the fixed time of the meeting.
3. If the shareholder is a corporation this form must be under its common seal or under the hand of any officer or attorney duly authorized in that behalf.

NO	Resolution	For	Against
1	To consider and if thought fit, to pass the following resolution as an Ordinary Resolution: "That the proposals by the Directors in connection with the cancellation of 6,747,437,812 units of the unissued ordinary shares of the Company set out in Resolution 1.1 and 1.2 of the Notice of Extra-Ordinary General Meeting be and are hereby approved."		
2.	To consider and if thought fit, pass the following resolution as a special resolution: That Clause 6 of the Memorandum of Association be and is hereby deleted in its entirety and replaced with the following: "The Share Capital of the Company is ₦6,626,280,944 divided into 13,252,561,888 ordinary shares of 50 Kobo each"		
a.	To consider and if thought fit, pass the following resolution as a special resolution: That Article 3 of the Articles of Association of the Company be amended as necessary to reference only the issued shares in the share capital of the Company to read: "The Share Capital of the Company is ₦6,626,280,944 divided into 13,252,561,888 ordinary shares of 50 Kobo each"		
b.	To consider and if thought fit, pass the following resolution as a special resolution: "That the sections of the repealed CAMA 1990 cited in the Memorandum and Articles of Association of the Company be and are hereby replaced with the relevant sections in the CAMA 2020".		
c.	"That the Directors be and are hereby authorised to do all such acts, deeds, matters and things as the Board may deem necessary to give effect to the aforementioned resolutions of the Company".		
d.			

Please indicate "X" in the appropriate box how you wish your vote to be cast on the resolutions set out above. Unless otherwise instructed, the proxy will vote or abstain from voting at his/her discretion.

Before posting the above form, please tear of this part and retain it for admission to the meeting.

### ADMISSION CARD



#### PRESTIGE ASSURANCE PLC EXTRA-ORDINARY GENERAL MEETING

Please Admit\* \_\_\_\_\_ to the Extra-Ordinary General Meeting of PRESTIGE ASSURANCE PLC which shall be held at the \_\_\_\_\_ on \_\_\_\_\_ at 10am.

Name of Shareholder \_\_\_\_\_ Signature of person attending \_\_\_\_\_

**NOTES:**

1. This admission card must be produced by the shareholder or his proxy to obtain entrance to the General Meeting.
2. The shareholders or their proxies are requested to sign the admission card before attending the meeting.

**MRS CHIDINMA IBE-LOUIS**  
Company Secretary

Number of shares

Full Name and Address of the shareholder

