

# PROXY FORM

GUARANTY TRUST BANK PLC RC 152321

## PROXY FORM

**31<sup>st</sup> ANNUAL GENERAL MEETING** to be held at the Oriental Hotel, 3, Lekki Road, Victoria Island, Lagos State on Friday, April 9, 2021, at 10 a.m.

I/We \_\_\_\_\_ being a member/members of Guaranty Trust Bank plc hereby appoint \_\_\_\_\_ \* or failing him/her Mrs. Osaretin Demuren or failing her, Mr. Segun Agbaje as my/our proxy to attend and vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on Friday, April 9, 2021, and at any adjournment thereof.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 2021.

Signature of Shareholder

Name of Shareholder

## ADMISSION CARD

Thirty-first Annual General Meeting to be held on Friday, April 9, 2021, at Oriental Hotel, 3, Lekki Road, Victoria Island, Lagos State at 10 a.m.

Name of Shareholder (in BLOCK CAPITALS):

Surname: \_\_\_\_\_

First name: \_\_\_\_\_

Shareholder's Account No: \_\_\_\_\_

Number of Shares: \_\_\_\_\_

## IMPORTANT

1. Members (Shareholders) are required to attend the Annual General Meeting by proxy and this proxy form has been prepared to enable you to exercise your right to vote. Shareholders are required to appoint a proxy of their choice from the list of proxies below:

Mrs. Osaretin Demuren	Chairman, Board of Directors
Mr. Segun Agbaje	Managing Director/ Chief Executive Officer
Sir Sunny Nwosu	Shareholder
Chief Timothy Adesiyun	Shareholder
Mr. Tunji Bamidele	Shareholder
Mr. Boniface Okezie	Shareholder
Mr. Gbenga Idowu	Shareholder
Mr. Tunde Badmus	Shareholder
Mrs. Efunyemi Olatunde Shopeju	Shareholder
Mr. Abdullahi Tambari Kabiru	Shareholder
Mr. Lawrence Oguntoye	Shareholder

Provision has been made on this proxy form for you to insert in the blank spaces, the names of the persons, one of whom will attend the Meeting and vote on your behalf.

NUMBER OF SHARES:		
RESOLUTIONS	FOR	AGAINST
<b>Ordinary Business:</b>		
To receive the Audited Financial Statements for the year ended December 31, 2020, and the Reports of the Directors, Auditors and Statutory Audit Committee thereon.		
To declare a dividend <sup>1</sup>		
To Re-elect Directors <sup>2</sup> : i. Mr. Ibrahim Hassan as a Non-Executive Director; ii. Mrs. Victoria Osondu Adefala as a Non-Executive Director (Independent)		
To appoint Ernst & Young as the External Auditor of the Company in place of PricewaterhouseCoopers, who would be retiring as the Company's Auditor		
To authorise Directors to fix the remuneration of the Auditors <sup>3</sup>		
To disclose the Remuneration of Managers of the Company		
To elect the Shareholder Representatives of the Statutory Audit Committee		
Please mark the appropriate box with an "X" to indicate how you wish your votes to be cast on the resolutions set above. Unless otherwise instructed, the proxy will vote or abstain from voting at his/her/its discretion.		

2. Please date, sign and post the proxy form to reach the registrar not less than 48 hours before the time appointed for the Annual General Meeting, at their office, Datamax Registrars Limited, No. 2C, Gbagada Express Road, Gbagada Phase 1, Lagos State. If executed by a corporate body, the proxy form should be sealed with the Common Seal or under the hand and seal of its attorney.

3. It is a requirement of the law under the Stamp Duties Act, Cap. A8, Laws of the Federation of Nigeria, 2004, that any instrument of proxy to be used for the purpose of voting by any person entitled to vote at any meeting of shareholders must be duly stamped in accordance with the provisions of the Stamp Duties Act.

1 ₦2.70K for every 50 Kobo Ordinary Share;

2 Mr. Hassan and Mrs. Adefala, being due for retirement by rotation have offered themselves for re-election as Directors;

3 Ernst & Young are being recommended to the Shareholders as the Auditors of the Company and upon approval will serve as the Company's External Auditors.