

# Notice Of Annual General Meeting

NOTICE IS HEREBY GIVEN that the 36<sup>th</sup> Annual General Meeting ('AGM') of Access Bank Plc ('the Bank') will hold at the Bank's Head Office, 14<sup>th</sup> Floor, Plot 14/15, Prince Alaba Oniru Street, Oniru Estate, Victoria Island, Lagos, on Tuesday, May 13, 2025 at 10.00 a.m. to transact the following business:

## A. ORDINARY BUSINESS/ORDINARY RESOLUTIONS

1. To receive the Bank's Audited Financial Statements for the year ended December 31, 2024, and the Reports of the Directors, Auditors, Board Evaluation Consultants and Audit Committee thereon.
2. To declare a final dividend.
3. To elect Mr. Uche Orji as an Independent Non-Executive Director.
4. To re-elect Mrs Titilayo Osuntoki, as a Non-Executive Director.
5. To re-elect Mrs. Omosalewa Fajobi, as a Non-Executive Director.
6. To re-elect Mrs. Ifeyinwa Osime, as an Independent Non-Executive Director.
7. To authorise the Directors to fix the remuneration of the Auditor for the 2025 financial year.
8. To disclose the remuneration of the managers of the Company in line with the provisions of the Companies and Allied Matters Act, 2020.
9. To elect/re-elect members of the Statutory Audit Committee.

## NOTES

### 1. Proxy

A member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote in his stead. A proxy needs not also be a member. A proxy form is attached to the Notice, and it is valid for the purpose of the meeting. All instruments of proxy should be duly stamped at the Stamp Duties Office and deposited at the office of the Registrars, Coronation Registrars Limited, Plot 09, Amodu Ojikutu Street, Off Saka Tinubu Street, Victoria Island, Lagos or via e-mail at [clients@coronationregistrars.com](mailto:clients@coronationregistrars.com) not later than 48 hours prior to the time of the meeting.

### 2. Dividend Payment

If the Final Dividend recommended by the Directors is approved, it will be payable on May 13, 2025, to shareholders whose names appear in the Register of Members at the close of business on April 28, 2025. Shareholders who have completed the e-dividend mandate forms will receive direct credit of the dividend into their bank accounts on the date of the Annual General Meeting.

### 3. Closure of Register of Members

The Register of Members and Transfer Books of the Bank will be closed on April 29, 2025, to enable the Registrar to prepare for the payment of dividend.

### 4. Election/Re-election of Directors

The following Directors are being proposed for election/re-election:

- a. Mr. Uche Orji is being proposed for election as an Independent Non-Executive Director.
- b. Mrs. Titilayo Osuntoki is being proposed for re-election as a Non-Executive Director.
- c. Mrs. Omosalewa Fajobi is being proposed for re-election as a Non-Executive Director.
- d. Mrs. Ifeyinwa Osime is being proposed for re-election as an Independent Non-Executive Director.

The appointment of Mr. Uche Orji has been approved by the Central Bank of Nigeria.

The profiles of the Directors for election/re-election are contained in the Annual Report.

### 5. E-Annual Report

The electronic version of the Annual report is available on the Bank's website at <https://www.accessbankplc.com/>. Shareholders who have provided their email details to the Registrar will receive the electronic version of the Annual Report via email. Additionally, Shareholders who are interested in receiving the electronic version of the Annual Report may request via e-mail to [clients@coronationregistrars.com](mailto:clients@coronationregistrars.com) or [GroupCompanySecretariat@ACCESSBANKPLC.com](mailto:GroupCompanySecretariat@ACCESSBANKPLC.com).

## 6. Statutory Audit Committee

The Audit Committee consists of 3 shareholders and 2 Directors. In accordance with S.404(6) of the Companies and Allied Matters Act, 2020, any member may nominate a shareholder for election as a member of the Audit Committee by giving notice in writing of such nomination to the Company Secretary at least 21 days before the Annual General Meeting.

Kindly note that by virtue of the provisions of the Nigerian Code of Corporate Governance, 2018 and the Companies and Allied Matters Act, 2020, all members of the Statutory Audit Committee should be financially literate and at least one member must be a member of a professional accounting body in Nigeria established by an Act of the National Assembly and be knowledgeable in internal control processes.

In view of the foregoing, nominations to the Statutory Audit Committee should be supported by relevant credentials of the nominees.

## 7. Website

A copy of this Notice and other information relating to the meeting can be found at <https://www.accessbankplc.com/>.

BY THE ORDER OF THE BOARD.  
Dated this 22<sup>nd</sup> Day of April 2025.



**SUNDAY EKWOCHI**  
COMPANY SECRETARY  
14/15, Prince Alaba Abiodun Oniru Road  
Oniru Estate, Victoria Island, Lagos State.  
FRC/2013/NBA/00000005528