



Proxy Form

Stanbic IBTC Holdings PLC

RC 1018051

8TH ANNUAL GENERAL MEETING

will be held at I.B.T.C. Place, Walter Carrington Crescent, Victoria Island, Lagos on Wednesday 17 June 2020 at 10.00am.

I, Mr/Mrs/Miss

Account No.:
Shareholder's Name:
No. of Shares:

being a member of Stanbic IBTC Holdings PLC hereby appoint

.....
or failing him/her the Chairman of the Meeting as my proxy to attend and vote for me and on my behalf at the Annual General Meeting of the Company to be held on Wednesday 17 June 2020 at 10.00am and at any adjournment thereof.

Dated this day of 2020

Signature(s) of Shareholder(s):

Name of Shareholder:

Number of Shares			
Resolutions	For	Against	Abstain
To receive and consider the Report of the Directors and the Financial Statements for the year ended 31 December 2019 and the Auditors' Report thereon.			
To declare a dividend			
To re-elect retiring Directors: Mr. Basil Omiyi CON Prof. Fabian Ajogwu SAN Mr. Ballama Manu MFR			
To appoint new Directors: Mrs. Nkemdilim Uwaje Begho			
To authorize Directors to fix remuneration of the Auditors for the ensuing year.			
To elect members of the Audit Committee.			
To approve Directors' fees for the year ending 31 December 2020			
To amend Article 4 of the Articles of Association to enable Directors attend board meetings by different digital / electronic means.			
To introduce a new Article 5 to enable Directors pass Resolutions in writing by electronic and other digital transmission.			
Thereafter, re-number subsequent articles			
To grant the Company and its related entities ('the Group') a General Mandate in respect of all recurrent transactions entered into with a related party or interested person in respect of transactions of a revenue or trading nature			
Please indicate with an 'X' in the appropriate box how you wish your votes to be cast on the resolutions set out in the Notice of Meeting. Unless otherwise instructed, the proxy will vote or abstain from voting at his discretion.			

Notes:

Only members are entitled to be represented at the meeting. A member entitled to attend, and vote may appoint one or more proxies to attend and vote instead of him/her.

As a responsible Corporate Citizen, Stanbic IBTC Holdings PLC, is aware of the unique challenges posed by the COVID-19 Pandemic and mindful of the need for all to take action to check the spread of the virus. To this end, the Group had earlier activated its internal COVID-19 Business Continuity Management Plan, in addition to implementing the safety measures recommended by Federal and State Governments; health authorities; and various Regulatory Agencies.

Accordingly and in order to ensure the safe conduct of the Company's 8th Annual General Meeting ("AGM") in accordance with the guidelines issued by the Corporate Affairs Commission as well as the Nigeria Centre For Disease Control, Shareholders are hereby informed that attendance at this AGM, shall only be by proxy and shall be limited to a maximum of twenty (20) people (the maximum crowd size currently permitted by Lagos State Government, the host city for the meeting).

In view of the foregoing, Members entitled to vote are advised to appoint any of the under listed proxies (who need not be Shareholders) to represent them at the meeting:

- Mr. Basil Omiyi CON
- Mr. Yinka Sanni
- Mrs. Ifeoma Esiri
- Dr. Demola Sogunle
- Ms. Nkemdilim Begho
- Ms. Rabi Isma
- Mrs. Bunmi Dayo-Olagunju
- Mr. Ayo Gbeleyi
- Mr. Tunji Bamidele
- Mr. Sam Ayininuola
- Mr. Ibhadre George
- Mrs. Olufunke Amobi

All instruments of proxy must be deposited at the Registered Office of the Company or the Office of the Registrars, First Registrars & Investor Services Limited, No 2, Abebe Village Road, Iganmu, Lagos not later than 48 hours before the time for holding the meeting. NOTE: All instruments of proxy shall be at the Company's expense.

DETACH ADMISSION CARD ALONG THIS LINE

ADMISSION CARD

Please admit the Shareholder or his /her/ its duly appointed proxy to the 8th Annual General Meeting of Stanbic IBTC Holdings PLC which will be held at the I.B.T.C. Place, Walter Carrington Crescent, Victoria Island, Lagos on Wednesday 17 June 2020.

Name of shareholder (in BLOCK CAPITALS):

Number of Shares:

Account No.:
Shareholder's Name:
No. of Shares:

Proxy Shareholder

Please tick 'I' in the appropriate box above before presenting this card for admission to the meeting

Signature of person attending:

* Before posting the above form of proxy, please tear off this part and retain it.

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Stanbic IBTC
A member of
Standard Bank Group