

Proxy form

First annual general meeting to be held at the Congress Hall, Transcorp Hilton Hotel, Abuja on Wednesday 21 August 2013 at 11:00 am.

I/we

Account number

Shareholder's name

No. of shares

being member(s) of Stanbic IBTC Holdings hereby appoint*

..... or failing him/her the Chairman of the meeting as my/our proxy to attend and vote for me/us and on my/our behalf at the first annual general meeting of the company to be held on Wednesday 21 August 2013 at 11:00 am and at any adjournment thereof.

Dated this day of 2013

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 2012 and the auditors' report thereon			
To declare a dividend			
To elect retiring directors			
To authorize directors to fix remuneration of the auditors for the ensuing year			
To elect members of the audit committee			
To consider and if thought fit pass the following as an ordinary resolution: "that the directors' annual fees for the year ending 31 December 2013 be and are hereby fixed at ₦174.69 million"			
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			

Stanbic IBTC Holdings PLC RC1018051

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

Admission card

Please admit the shareholder or his/her/its duly appointed proxy to the first annual general meeting of Stanbic IBTC Holdings PLC holding at the Congress Hall, Transcorp Hilton Hotel, Abuja on Wednesday 21 August 2013 at 11:00am.

Name of shareholder (in block capitals)

Number of shares

Account number

Shareholder's name

No. of shares

Proxy

Shareholder

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

Signature of person attending

Stanbic IBTC Holdings PLC RC1018051

NOTES:

1. A member who is unable to attend the meeting is allowed by law to vote by proxy.
2. Provision has been made for the Chairman to act as your proxy. However if you do not wish him to act as your proxy you can insert in the blank space provided above the name of the person (who does not need to be a shareholder) who is to attend and vote on your behalf.
3. Lodging a proxy form will not prevent you from attending the meeting and voting in person. However, if you choose to attend the meeting, your proxy cannot attend and vote at the meeting.
4. The completed, signed and stamped proxy form should be deposited at the registered office of the of the Company (I.B.T.C. Place, Walter Carrington Crescent, Victoria Island, Lagos) or at the office of the registrars (First Registrars Nigeria Ltd. Plot 2 Abebe Village Road, Iganmu, Lagos) and must reach them not later than 19 August 2013 (not later than 48 hours prior to the time for voting).
5. It is a requirement of the stamp duties Act, Cap. 58, 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 stamped by the Commissioner of stamp duties.