



# ZENITH BANK PLC

PROXY FORM FOR THE 30<sup>TH</sup> ANNUAL GENERAL MEETING OF ZENITH BANK PLC TO BE HELD AT THE CIVIC CENTRE, OZUMBA MBADIWE STREET, VICTORIA ISLAND, LAGOS STATE ON TUESDAY, MARCH 16, 2021 AT 9.AM

I/We, ..... being a member of Zenith Bank Plc hereby appoint ..... as our proxy to act and vote for us and on our behalf at the Annual General Meeting of the Company to be held at the Civic Centre, Ozumba Mbadiwe Street, Victoria Island, Lagos State on Tuesday, March 16, 2021 at 9.00 a.m. and at any adjournment thereof.

I/We desire this proxy to be used in favour of/or against the resolution as indicated below (strike out whichever is not desired).

S/N	RESOLUTIONS	FOR	AGAINST
1	To present and consider the Bank's Audited Accounts for the financial year ended 31 <sup>st</sup> December, 2020, the Reports of the Directors, Auditors and Audit Committee thereon.		
2	To declare a final dividend.		
3	To elect the following Directors retiring by rotation: (i) Mr. Gabriel Ukpeh (ii) Mr. Jeffrey Efeyini (iii) Mr. Henry Oroh		
4	To ratify the appointment of Messrs PWC as External Auditors of the bank.		
5	To authorize the Directors to fix the remuneration of the Auditors.		
6	Disclosure of the remuneration of Managers of the bank.		
7	To elect members of the Audit Committee.		
8	To consider and if thought fit, to pass the following as ordinary resolution: "That the remuneration of the Directors of the Bank for the year ending December 31, 2021 be and is hereby fixed at N25 million only".		

Please indicate with "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 on his/her discretion.

Dated this..... Day of ..... 2021

\_\_\_\_\_  
Authorized Signatory

\_\_\_\_\_  
Name/Designation

## NOTE

Please sign the Proxy Form and stamp at the Stamp Duties Office and forward by return email to [enquiry@veritasregistrars.com](mailto:enquiry@veritasregistrars.com), [veritasregistrars@veritasregistrars.com](mailto:veritasregistrars@veritasregistrars.com) and [michael.otu@zenithbank.com](mailto:michael.otu@zenithbank.com) or by depositing it at the office of the Company's Registrars, Veritas Registrars Limited, 89A, Ajose Adeogun Street, Victoria Island, Lagos State not later than 24 hours before the time fixed for the meeting. The Company will bear the cost of stamping of all the duly completed and signed proxy forms submitted within the stipulated time.

A member who is unable to attend the Annual General Meeting is allowed to vote by Proxy.

In line with the Company's obligations to comply with the restriction on mass gatherings and social and/or physical distancing guidelines prescribed by both the Federal Government of Nigeria and the Lagos State Government in the conduct of the meeting, members may appoint any of the following Directors, Audit Committee Chairman and Shareholders' Representatives as their Proxy for the meeting:

Mr. Jim Ovia	-	<b>Chairman</b>
Mr. Jeffrey Efeyini	-	<b>Director</b>
Prof. Chukuka S. Enwemeka	-	<b>Director</b>
Mr. Gabriel Ukpeh	-	<b>Director</b>
Engr. Mustafa Bello	-	<b>Director</b>
Dr. Al-Mujtaba Abubakar	-	<b>Director</b>
Mr. Henry Oroh	-	<b>Director</b>
Mr. Dennis Olisa	-	<b>Director</b>
Dr. Temitope Fazoranti	-	<b>Director</b>
Mr. Ahmed Umar Shuaib	-	<b>Director</b>
Dr. Adaora Umeoji	-	<b>Deputy Managing Director</b>
Mr. Ebenezer Onyeagwu	-	<b>GMD/CEO</b>
Mrs. Adebimpe Balogun	-	<b>Chairman, Audit Committee</b>
Sir. Sunny Nwosu	-	<b>Shareholder Representative</b>
Chief Timothy Adesiyun	-	<b>Shareholder Representative</b>
Dr. Umar Farouk	-	<b>Shareholder Representative</b>
Mr. Nonah Awoh	-	<b>Shareholder Representative</b>
Mrs. Bisi Bakare	-	<b>Shareholder Representative</b>

The meeting would also be accessible to all members virtually on the bank's website and our social media platforms to avoid the need for physical gathering involving large number of persons.