I/We* (Name of shareholder in block letters)

of being a member/members of Zenith Bank Plc hereby
Appoint

**

falling him, Godwin Emefiele

As my/our proxy to act and vote for me/us on
my/our behalf at the Annual General Meeting of the
Bank on the 2nd day of April, 2014, or at any
adjournment thereof.

Dated this .......... day of .................... , 2014
Shareholder’s Signature(s)________________________

This Proxy Form should not be completed and sent
to the Bank’s registered address if the member will
be attending the Meeting

<table>
<thead>
<tr>
<th>RESOLUTIONS</th>
<th>FOR</th>
<th>AGAINST</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 To receive the Accounts and the</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Reports thereon</td>
<td></td>
<td></td>
</tr>
<tr>
<td>2 To declare a Dividend</td>
<td></td>
<td></td>
</tr>
<tr>
<td>3 To re-elect as Directors</td>
<td></td>
<td></td>
</tr>
<tr>
<td>4 To authorise the Directors to fix</td>
<td></td>
<td></td>
</tr>
<tr>
<td>the remuneration of the Auditors</td>
<td></td>
<td></td>
</tr>
<tr>
<td>5 To elect members of the Audit</td>
<td></td>
<td></td>
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<tr>
<td>Committee</td>
<td></td>
<td></td>
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<tr>
<td>6 To approve the remuneration of the</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Directors</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Please indicate with an “X” in the appropriate square 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 at his discretion.

Before posting the above form, please tear off this part and retain for admission to the meeting.

ADMISSION FORM

Annual General Meeting to be held at 10:00 a.m. on 2nd
April, 2014 at THE CIVIC CENTRE, OZUMBA MBADIWE
STREET, VICTORIA ISLAND, LAGOS.

A member (Shareholder) who is unable to attend an
Annual General Meeting is allowed by law to vote on a
poll by proxy. The above form has been prepared to
enable you exercise your right to vote, in case you
cannot personally attend the Meeting.

Following the normal practice, the name of a Director of
the Company has been entered on the form to ensure
that someone will be at the Meeting to act as your
proxy, but if you wish, you may insert in the blank space
on the form (marked **) the name of any person
whether a Member of the Company or not, who will
attend the Meeting and vote on your behalf instead of
one of the Directors.

NUMBER OF SHARES

Please sign the above proxy form and post it, so as to
reach the address overleaf not later than 48 hours before
the time for holding the Meeting.

If executed by a corporation, the proxy form should be
sealed with the Corporation’s Common Seal.

IMPORTANT

The name of the Shareholder must be written in BLOCK
CAPITALS on the proxy form where marked. This
admission form must be produced by the Shareholder or
his proxy, who need not be a member of the Company, in
order to obtain entrance to the Annual General Meeting.

Signature of person attending_________________________