

# NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 20<sup>th</sup> Annual General Meeting of ALLIANZ NIGERIA INSURANCE PLC (formerly Ensure Insurance plc) (the Company) will be held at the Federal Palace Hotel, Ahmadu Bello Way, Victoria Island, Lagos, on Friday, July 19, 2019 at 10:00 a.m. to transact the following businesses:

## ORDINARY BUSINESS

1. To lay before the Shareholders the Audited Financial Statements for the year ended December 31<sup>st</sup>, 2018 together with the Reports of the Directors, Auditors and Audit Committee thereon;
2. To elect/re-elect Directors;
3. To authorize the Directors to appoint and fix the remuneration of the External Auditors;
4. To elect the members of the Audit Committee.

## SPECIAL BUSINESS

To consider and if thought fit, pass the following resolution which shall be proposed as ordinary resolution:

5. To fix the Directors' remuneration.

## PROXY

A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote in his stead. A proxy need not be a member of the Company. For the appointment to be valid, a completed and duly stamped proxy form by the Commissioner of Stamp Duties must be deposited at the office of the Registrar, Greenwich Registrars and Data Solutions Limited, 274, Murtala Mohammed Way, Alagomeji, Yaba, Lagos, not less than 48 hours before the time fixed for the meeting

A blank proxy form is attached to the Annual Report.

## NOTES

### AUDIT COMMITTEE

In accordance with Section 359(5) of the Companies and Allied Matters Act of 2004 (CAMA), any member may nominate a shareholder as a member of the Audit Committee by giving notice in writing of such nomination to the Secretary of the Company at least 21 days before the Annual General Meeting.

The Code of Corporate Governance of the Securities and Exchange Commission and

National Insurance Commission respectively indicate that members of the Audit Committee should have basic financial literacy and be knowledgeable in internal control processes.

## RETIREMENT/RE-ELECTION OF DIRECTORS

Mr. Ayodele Akande retiring by rotation at the current meeting in line with Section 259 of CAMA. The retiring Director, being eligible, is therefore offering himself for re-election as Non-Executive Director at the AGM.

## RECORD OF DIRECTORS' ATTENDANCE AT BOARD MEETINGS

In accordance with Section 258(2) of CAMA, the records of Directors' attendance at Board Meetings during the year will be available for inspection at this AGM.

## E-REPORT

In furtherance with our environmental sustainability agenda and in order to improve delivery of our Annual Reports, the electronic version of the Annual report is available at [www.allianz.ng](http://www.allianz.ng)

Shareholders who have provided their email addresses to the Registrars will receive the electronic version of the Annual Report via email. Furthermore, shareholders who are interested in receiving the electronic version of the Annual Report are kindly required to request for it via email to [agm@info.greenwichregistrars.com](mailto:agm@info.greenwichregistrars.com).

Dated this 26<sup>th</sup> Day of June, 2019.

## BY ORDER OF THE BOARD

ABIMBOLA ALABI  
Company Secretary  
FRC/2015/NBA/00000010768



REGISTERED OFFICE  
ALLIANZ NIGERIA INSURANCE PLC  
Plot 307, Adeola Odeku Street  
Victoria Island Lagos