



## **NOTICE OF 27<sup>TH</sup> ANNUAL GENERAL MEETING OF C&I LEASING PLC**

**NOTICE IS HEREBY GIVEN** that the 27th Annual General Meeting of members of the Company will hold on **Thursday, 26<sup>th</sup> April, 2018 at 11.00 am** prompt at The Red Carpet Hall No. 9 Chief Yesuf Abiodun Way, City of David Road, Oniru, Victoria Island, Lagos, to transact the following business:

### **Ordinary Business**

1. To receive the audited financial statements for the year ended 31<sup>st</sup> December 2017 together with the Reports of the Directors, Independent Auditors and Audit Committee thereon.
2. To elect and re-elect retiring directors.
3. To authorize the directors to fix the remuneration of the auditors.
4. To elect members of the Audit Committee for the ensuing year.

### **EXPLANATORY NOTES TO THE NOTICE**

#### **1. Election and re-election of directors**

Pursuant to Section 259 of the Corporate and Allied Matters Act, at the annual general meeting in every subsequent year one third of the directors for the time being, or if their number is not three or a multiple of three, then the number nearest one third shall retire from office. The Board of Directors being satisfied with the performance of Mr. Ikechukwu Duru and Mr. Omotunde Alao-Olaifa, proposes that both directors be re-appointed as directors.

The board also proposes that Mr. Alexander Okwuchukwu Mbakogu be elected as an executive director. If elected, his term of office will take effect from the 27<sup>th</sup> of July, 2017, being the date he was appointed by the board. The profiles of the directors are contained in the annual report.

#### **2. Proxy**

A shareholder who is unable or does not wish to attend the AGM is entitled to appoint a proxy to exercise all or any of his/her rights to attend and to speak and vote on his/her behalf at the meeting. A Proxy need not be a shareholder. A Proxy Form which may be used to make such appointment shall accompany this notice of Meeting and can also be downloaded at the Company's website at [www.c-ileasing.com](http://www.c-ileasing.com). Executed proxy forms should be deposited with the Company Secretary at the Registered Office of the Company not later than 48 hours before the time fixed for the meeting.

**3. Closure of Register**

In compliance with section 89 of the Companies and Allied Matters Act 2004 and post- listing rules of the Nigerian Stock Exchange, the register will be closed from Thursday, 19<sup>th</sup> April, 2018 to Thursday, 26<sup>th</sup> April, 2018, both days inclusive, to enable the registrar to update the records of members.

**4. Audit Committee**

Any shareholder may nominate another shareholder as a member of the Audit Committee by giving notice in writing of such nomination to the Company Secretary of the Company at least 21 days before the date of the Annual General Meeting.

The Audit Committee comprises three shareholders and three Directors. Nominees of the Audit Committee should have basic financial literacy and should be able to read and appreciate financial statements. All nominations should be accompanied by a copy of the nominee's curriculum vitae.

**5. Shareholders' Questions**

Shareholders are entitled to ask questions at the Annual General Meeting on any matter contained in the Annual Report and Financial Statements. Shareholders may also submit their questions in writing, addressed to the Company Secretary and forwarded to the Company's head office not later than seven days before the date of the meeting.

**6. Further Information**

A copy of this Notice and the annual report can be found and downloaded at the Company's website at [www.c-ileasing.com](http://www.c-ileasing.com).

**Dated this 8<sup>th</sup> day of March, 2018**  
**BY ORDER OF THE BOARD**



**G. MBANUGO UDENZE – FRC/2014/NBA/00000008124**  
**For: MBANUGO UDENZE & CO.**  
**COMPANY SECRETARY**