

PROXY FORM

United Capital Plc
RC 444999

THIS PROXY IS SOLICITED ON BEHALF OF THE BOARD OF DIRECTORS AND IS TO BE USED AT THE ANNUAL GENERAL MEETING TO BE HELD ON APRIL 23, 2024

I/We.....
Being a member/members of UNITED CAPITAL PLC,
hereby appoint **

.....
.....
(block capitals please)

or failing him, the Chairman of the meeting as my/our* proxy to act and vote for me/us* on my/our* behalf at the Annual General Meeting of the Company to be held on April 23, 2024, at 10am or at any adjournment hereof.

Dated this day of 2024

Shareholder's signature:

NOTE

Please sign this form and deliver or post it to reach the Registrar, Africa Prudential Plc, 220B Ikorodu Road, Palmgrove, Lagos not later than 48 hours before the meeting and ensure that the proxy form is dated, signed and stamped by the Commissioner for Stamp Duties.

It is a requirement of the law under the Stamp Duties Act, Cap S8, 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 for Stamp Duties. However, in compliance with the CAC Guidelines for conduct of AGM by Proxy, the Company has made arrangement at its cost, for the stamping of the duly completed and signed proxy forms submitted to the Company's Registrars.

The Proxy must produce the Admission Card below to gain entrance into the Meeting.

ORDINARY BUSINESS		FOR	AGAINST	ABSTAIN
1.	To lay before the members the Audited Financial Statements for the year ended December 31, 2023, and the Report of Directors, Auditors and Audit Committee thereon.			
2.	To declare a Dividend			
3.	To elect the following new Directors:			
	3.1 Mr. Ayodeji Adigun			
	3.2 Mr. Chiugo Ndubisi			
	3.3 Mr. Samuel Nwanze			
	3.4 Mr. Uche Ike			
3.	To re-elect the following Directors retiring by rotation:			
	3.1 Mr. Emmanuel Nnorom			
	3.2 Mr. Oluleke Ogunlewe			
4.	To authorize directors to fix remuneration of auditors			
5.	To fix the remuneration of Non-Executive Directors			
6.	To disclose the remuneration of Managers			
7.	To elect members of Statutory Audit Committee			
8.	That the Director's fees payable to Non-Executive Directors, until further notice, be and is hereby fixed at the sum of N230,000,000 (Two hundred and thirty million naira only) for the year ending December 31, 2024. Such payments to be effective from January 1, 2024			
Please indicate, by marking 'X' in the appropriate space, how you wish your votes to be cast on the resolutions set out above.				

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

**ANNUAL GENERAL MEETING
ADMISSION CARD**

United Capital Plc (RC 444999)

PLEASE ADMIT THE SHAREHOLDER NAMED ON THIS CARD OR HIS DULY APPOINTED PROXY TO THE ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD ON APRIL 23, 2024 AT 10 AM AT THE TRANSCORP HILTON HOTEL, 1, AGUIYI IRONSI, MAITAMA, ABUJA

Name and address of Shareholder

Proxy

Shareholder

Account Number

Please tick () appropriate box before admission to the meeting

Dr. (Sir) Leo Okafor (PhD), FCIS, ACS, M.IOD
Group Company Secretary/General Counsel

SIGNATURE.....

THIS CARD IS TO BE SIGNED AT THE VENUE IN THE PRESENCE OF THE REGISTRAR.