

HEAD OFFICE:

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NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 50th Annual General Meeting of Law Union & Rock Insurance Plc will be held at the AGIP Recital Hall, Muson Centre, Onikan, Lagos on Tuesday, 25th June 2019 at 11.00am to transact the following businesses:

ORDINARY BUSINESS:

1. To receive and approve the Audited Financial Statements for the year ended 31st December, 2018, together with the Reports of the Directors, Auditor, and Audit Committee thereon
2. To declare a dividend
3. To approve the appointment of Mr. Ademayowa Adeduro as Managing Director/CEO of the Company.
4. To re-elect retiring Directors
5. To re-appoint Auditors and authorize Directors to fix the remuneration of the Auditors
6. To elect the members of the Statutory Audit Committee

NOTES:

1. PROXY

A member of the Company eligible to attend and vote at the Annual General Meeting is entitled to appoint a proxy in his/her stead. A proxy needs not be a member of the Company. All instruments of proxy must be completed, stamped by the Commissioner for Stamp Duties, and deposited at the office of the Registrar, Cardinal Stone Registrars, 358 Herbert Macaulay Way, Yaba, Lagos, not later than 48 hours before the time fixed for the meeting. A corporate body being a member of the Company is required to execute a proxy under seal.

2. NOMINATION TO THE AUDIT COMMITTEE

In accordance with Section 359(5) of the Companies & Allied Matters Act, Cap C20 2004, any member may nominate a shareholder as a member of the Audit Committee by giving notice in writing of such nomination to the Company Secretary at least 21 days before the Annual General Meeting. The Security and Exchange Commission's Code of Corporate Governance mandates that members of the Audit Committee must have basic financial literacy and at least one member of the committee should be knowledgeable in accounting or financial management.

3. CLOSURE OF REGISTER

The Register of Members and Transfer Books of the Company will be closed from **3rd June 2019 – 7th June 2019** (both dates inclusive) to enable the Registrars prepare an up to date Register of Shareholders for the meeting.

4. DECLARATION OF SHAREHOLDERS' RIGHT

Shareholders have the right to make relevant enquiries in connection with investment or the status of the company in general. Shareholders have the right to make their enquiries during the Annual General Meeting. Shareholders may also send their written enquiry at least five (5) business day before the date of the Annual General Meeting.

5. UNCLAIMED SHARE CERTIFICATES AND DIVIDEND WARRANTS

Several dividend warrants and share certificates remain unclaimed or are yet to be presented for payment or returned to the Company for revalidation. Shareholders who have not received their certificates or dividend warrants are therefore advised to contact the Company's Registrars at the address stated above.

6. DIVIDENDS

If the dividend recommended by the Directors is approved by members at the Annual General meeting, the dividend warrants will be paid on 26th June 2019 to members whose name appear in the Register of Member on 31st May 2019.

7. RE-ELECTION OF DIRECTORS

In accordance with the Company's Article of Association and S259(1) and (2) of the Companies and Allied Matters Act 1990, the following Directors, Mrs Onome Adewuyi, Mr. Folarin Familusi and Mr. Ajibola Olayinka will retire by rotation and being eligible, will be offering themselves for re-election. Their profiles and details of attendance at Board and Committee meetings are contained in the Corporate Governance Report and Report of Directors.

By Order of the Board



Stan Chikwendu
Company Secretary
FRC/2012/NBA/0590

9th May 2019

Law Union House
14, Hughes Avenue, Alagomeji
Yaba, Lagos