



## NOTICE OF THE 5<sup>TH</sup> ANNUAL GENERAL MEETING

Notice is hereby given that the 5<sup>th</sup> Annual General Meeting of **NASD PLC** will hold on Wednesday, July 11, 2018 at Meeting Room 1, Westwood Hotel, 22, Awolowo Road, Ikoyi, Lagos at 11am for the transaction of the following business:

### Ordinary Business

1. To lay before the members the Audited Financial Statements for the year ended December 31, 2017 together with the reports of Directors, Independent Auditors and Audit Committee thereon.
2. To elect/re-elect directors.
3. To appoint Independent Auditors.

Special notice is hereby given, in accordance with Section 364 of the Companies and Allied Matters Act, Cap C20, Laws of the Federation of Nigeria 2004 (CAMA), that the following resolution will be moved at the Meeting:

“**THAT** from the date of this meeting, the firm of Messrs. Deloitte & Touche be and are hereby appointed as the Independent Auditors of the Company in place of Messrs. PricewaterhouseCoopers”.

4. To authorise the Directors to fix the remuneration of the Independent Auditors.
5. To elect/re-elect Shareholders’ Representatives in the Statutory Audit Committee.

### Notes

#### (a) Special Notice

The Company has given special notice to Messrs. PricewaterhouseCoopers and Messrs. Deloitte & Touche as required under Section 364 of the Companies and Allied Matters Act, Cap. C20, Laws of the Federation of Nigeria 2004.

#### (b) 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 or her stead. A proxy need not be a member. A form of proxy is attached at the last page of this report. All instruments of proxy should be duly stamped and deposited at the registered office of the Company, 9<sup>th</sup> Floor, UBA House, 57, Marina, Lagos or office of the Registrar, United Securities Limited, Plot 009, Amodu Ojikutu Street, off Saka Tinubu, Victoria Island, Lagos, not later than 48 hours before the time for holding the meeting.

**(c) Audit Committee Members**

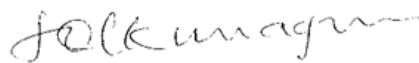
In accordance with Section 359(5) of the Companies and Allied Matters Act (Cap. C20 Laws of the Federation of Nigeria 2004), any Shareholder may nominate another shareholder for election as a member of the Audit Committee by giving notice in writing of such nomination to the office of the Company Secretary, GIO Nominees Limited, 864B, Bishop Aboyade Cole Street, Victoria Island, Lagos at least 21 days before the Annual General Meeting.

**(d) Closure of Register of Members**

In compliance with the provision of Section 89 of the Companies and Allied Matters Act, 2004, the Register of Members will be closed from the 27th day of June 2018 to the 4th day of July 2018 (both dates inclusive) for the purpose of preparing an up-to-date Register of Members.

**DATED THIS 18<sup>TH</sup> DAY OF MAY 2018**

**BY ORDER OF THE BOARD**



---

**L. Omolola Ikwuagwu (Mrs.)  
FRC/2014/NBA/0000007013  
GIO NOMINEES LIMITED  
Company Secretary**