

**NOTICE OF THE 4<sup>TH</sup> ANNUAL GENERAL MEETING**

Notice is hereby given that the 4<sup>th</sup> Annual General Meeting of **NASD PLC** will hold on Thursday, 6 July 2017 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 31<sup>st</sup> December, 2016 together with the reports of Directors, Independent Auditors and Audit Committee thereon.
2. To elect/re-elect directors.
3. To re-appoint the Independent Auditors.
4. To elect/re-elect Shareholders' Representatives on the Audit Committee.

**Notes****(a) 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 Building, 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.

**(b) 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.

**(c) 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 23rd day of June, 2017 to the 30th day of June, 2017 (both dates inclusive) for the purpose of preparing an up-to-date Register of Members.

**DATED THIS 5<sup>TH</sup> DAY OF JUNE, 2017****BY ORDER OF THE BOARD**

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**L. Omolola Ikwuagwu (Mrs.)**  
**FRC/2015/NBA/00000007013**  
**GIO NOMINEES LIMITED**  
**Company Secretary**