

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of Abbey Mortgage Bank Plc ("the Company") will be held virtually via <https://abbeymortgagebank.com/egm> on Friday, 29th September, 2023 at 11am in the forenoon to transact the following special businesses:

SPECIAL RESOLUTIONS

To consider and if thought fit, pass the following resolutions as special resolutions:

1. "That subject to the confirmation of the Court the Company's Issued Share Capital (including for this purpose its Share Premium Account) be reduced by the sum of N3,540,633,102 which has been lost or is otherwise unrepresented by available assets and that the credit arising from the reduction be used to eliminate the retained loss in the Company's audited financial statements as at 31st December, 2022."
2. "That the Directors of the Company be authorized to do all such things and acts, and to approve, sign, execute all documents which in their opinion may be necessary, expedient or appropriate to effectuate, implement and carry out the above resolution including without limitation, to seek confirmation from the Federal High Court."

NOTES 1. ATTENDANCE AND VOTING BY PROXY

A member of the Company entitled to attend and vote at the Extraordinary General Meeting is entitled to appoint a proxy to attend and vote instead of him/her. A proxy form is attached to this notice and if it is to be valid for the purpose of this meeting, it must be completed, stamped and deposited at the office of the Company's Registrars - Africa Prudential Plc, 220B, Ikorodu Road, Palmgrove, Lagos or via email: cxc@africaprudential.com not later than 48 hours before the meeting.

2(a) EXPLANATORY STATEMENT (WEBSITE)

Shareholders can access the Notice of Extraordinary General Meeting and Explanatory Statement on the Company's website by using the following link: <https://www.abbeymortgagebank.com>.

2(b) MEETING LINK AND ONLINE STREAMING OF EGM

Further to the provisions of the Business Facilitation (Miscellaneous Provisions) Act 2022 which allows public companies to hold meetings electronically and Article 59 of the Company's Articles of Association, this EGM would be held virtually. The Virtual Meeting Link for the EGM would be live-streamed at <https://abbeymortgagebank.com/egm> and will also be available at the company's website <https://www.abbeymortgagebank.com> and other social media platforms for the benefit of shareholders.

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BOARD OF DIRECTORS

Mazi Emmanuel Kanu Ivi (Chairman), Mr. Mobolaji Adewumi (Managing Director/CEO), Mr. Oladipupo Adeoye (ED, Treasury & Business Growth), Non-Executive Directors AVM Olufemi Soewu (rtd), High Chief Samuel Oni, Mr. Nonso Okpala, Prof. Marius Umego, Brig -Gen John Obasa (rtd).

3. CLOSURE OF REGISTER

In compliance with Section 114 of the Companies and Allied Matters Act (CAMA 2020), the Register of Members and Transfer Books of the Company will be closed from 22nd September to 28th September 2023 both dates inclusive for the purpose of updating the Register of Members.

4. RIGHT OF SHAREHOLDERS TO ASK QUESTIONS

Shareholders have the right to ask questions not only at the meeting but also in writing prior to the meeting.

BY ORDER OF THE BOARD

Dated the 29th day of August 2023



Geoff O. Amaghereonu Esq.
Company Secretary
FRC/2013/NBA/00000002815

