

NOTICE IS HEREBY GIVEN that the Twenty Sixth Annual General Meeting of **AXA MANSARD INSURANCE PLC** will hold at the Lagos Oriental Hotel, No 3, Lekki Road, Victoria Island, Lagos on Thursday, May 10, 2018 at 10:00 am to transact the following business:


ORDINARY BUSINESS

1. To receive the Audited Financial Statements for the year ended December 31, 2017, and the Reports of the Directors, Auditor and Audit Committee thereon;
2. To declare a Dividend;
3. To elect a Director;
4. To appoint Auditor;
5. To authorize Directors to fix the remuneration of the Auditor;
6. To elect members of the Audit Committee.

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 stead. A proxy need not be a member of the Company. For the appointment to be valid, a duly completed and stamped proxy form must be deposited at the office of the Registrar, DataMax Registrars Limited, No. 2C, Gbagada Express Road, Gbagada Phase 1, Lagos State not less than 48 hours before the time fixed for the meeting. A blank proxy form is attached to this Annual Report.

BY ORDER OF THE BOARD



OMOWUNMI MABEL ADEWUSI

Company Secretary
FRC/2013/NBA/00000000967
Santa Clara Court,
Plot 1412, Ahmadu Bello Way,
Victoria Island,
Lagos.

April 6, 2018

NOTES

A. Dividend

If approved, dividend will be payable on May 10, 2018, at the rate of 6Kobo per every 50 kobo ordinary share, to shareholders whose names are registered in the Register of Members as at the close of business on April 23, 2018. Shareholders who have completed and submitted the e-dividend Mandate Form will receive a direct credit of the dividend into the bank accounts indicated in the e-dividend Mandate Form immediately after the Annual General Meeting.

B. E-Dividend Mandate

Shareholders are kindly requested to update their records and advise Datamax Registrars Limited of their updated records and relevant bank accounts for the payment of their dividends. The shareholder data update form and the e-dividend Mandate Form are contained in this Annual Report. The completed forms can be submitted to the Registrar, Datamax Registrars Limited through any Guaranty Trust Bank plc branch.

C. E-Annual Report

The electronic version of the Annual report is available at www.axamansard.com Shareholders who have provided their email addresses to the Registrars will receive the electronic version of the Annual Report via email. Furthermore, shareholders who are interested in receiving the electronic version of the Annual Report are kindly required to request via email to annualreports@datmaxregistrars.com

D. Closure of Register of Members

The Register of Members will be closed on April 24, 2018 to enable the Registrar prepare for payment of dividend.

E. Statutory Audit Committee

In accordance with Section 359(5) of the Companies and Allied Matters Act, 2004, any shareholder may nominate a shareholder for appointment to the Audit Committee. Such nomination should be in writing and should reach the Company Secretary at least twenty-one (21) days before the Annual General Meeting.

F. Election of Directors

Mr. Abayomi Onifade is being proposed for election as an Executive Director.

The appointment of Mr. Abayomi Onifade has been approved by the National Insurance Commission and will be presented for shareholders' approval at the 26th Annual General Meeting.

The profile of the aforementioned Director is available in the Annual report and also on the company's website at www.axamansard.com

G. Questions from Shareholders

Shareholders of the Company reserve the right to ask questions not only at the Annual General meeting but also in writing prior to the meeting on any item contained in the Annual Report and Accounts. Please send questions, comments or observations to the Company Secretary, AXA Mansard Insurance plc, Plot 1412 Ahmadu Bello Way, Victoria Island, Lagos or by email to legalteam@axamansard.com not later than 7 days to the date of the meeting.

H. Website

A copy of this notice and other information relating to the meeting can be found at www.axamansard.com