

# PROXY FORM

## FIRST BANK OF NIGERIA PLC {RC 6290}

40th ANNUAL GENERAL MEETING TO BE HELD at the Congress Hall, Transcorp Hilton, No.1, Aguyi Ironsi Street, Maitama, Abuja on Thursday, August 20, 2009 at 11.00 a.m.

\*"I/We.....

(Name of Shareholder in block letters)

the undersigned, being a member/members of the above named Company hereby appoint the Chairman of the meeting or failing him

..... as my/our Proxy to vote

for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on August 20, 2009 and at any adjournment thereof."

Unless otherwise instructed, the Proxy will vote or abstain from voting as he/she thinks fit.

Dated this..... day of..... 2009

Signature.....

### NOTES:

1. This form of proxy together with the power of attorney or other authority, if any, under which it is signed or a notarial certified copy thereof must reach the Registrar, FIRST REGISTRARS NIGERIA LIMITED, PLOT 2, ABEBE VILLAGE ROAD, IGANMU, LAGOS, not later than 48 hours before the time for holding the meeting.
2. Where the appointor is a corporation, this form may be under seal or under hand of any officer or attorney duly authorised.
3. This proxy will be used only in the event of poll being directed, or demanded.
4. In the case of joint holders, the signature of any one of them will suffice, but the names of all joint holders should be shown.
5. It is a legal requirement that all instruments of proxy must bear appropriate stamp duty (currently ₦500.00) from the Stamp Duties Office, and not adhesive postage stamps.

I/We desire this proxy to be used in favour of/against the resolution as indicated below.

RESOLUTION	FOR	AGAINST
1) To receive the audited accounts, Directors, Auditors and Audit Committee Reports		
2) To declare a dividend		
3) To elect Directors		
4) To approve the remuneration of Directors		
5) To authorise the Directors to fix the remuneration of the Joint Auditors		
6) To elect members of the Audit Committee		
7) To declare bonus		

Please indicate with "X" in the appropriate box how you wish your vote to be cast on the resolutions set out above. Unless otherwise instructed, the Proxy will vote or abstain from voting at his/her discretion.

Before posting the above form please tear off this part and retain it for admission to the meeting.

## ADMISSION FORM

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\*Name of Shareholder.....

\*Name of Proxy.....

### IF YOU ARE UNABLE TO ATTEND THE MEETING

A member (shareholder) entitled to attend and vote is entitled to appoint one or more Proxies to attend and vote instead of him. A Proxy need not be a member. The above proxy form has been prepared to enable you exercise your right to vote.

### IMPORTANT

\*Please insert your name in BLOCK CAPITALS on both proxy and admission forms where asterisked. Insert the name of any person, whether a member of the company or not, with the exception of the Chairman of the company, who will attend the meeting and vote on your behalf.