

**ONE  
MARKET.  
ENDLESS  
OPPORTUNITIES.**

**34<sup>TH</sup> ANNUAL GENERAL MEETING  
25 MAY 2022**

**Ecobank**  
The Pan African Bank

# Notice of Meeting

Notice is hereby given that the Thirty-Fourth Annual General Meeting of Ecobank Transnational Incorporated (ETI) will be held on **Wednesday May 25, 2022 at 10.00 am GMT, at Salle des Fêtes of Sofitel Abidjan Hôtel Ivoire - Côte d'Ivoire**, to transact the following business:

1. Approval of the Accounts
2. Appropriation of the Profits
3. Re-election of Directors
4. Appointment of Alternate Auditors
5. Remuneration of Directors

## COVID-19 guidelines

Due to the reduction in the number of Covid-19 cases in our sub-region, this year's Annual General Meeting will be a physical meeting. However, physical participation will be limited in compliance with Covid-19 restrictions which have not been fully lifted in the sub-region. Participants are required to remain cautious in order to preserve the health and safety of all.

In view of the above, a shareholder may choose any of the following persons as her/his proxy to represent her/him:

- 1) Mr Alain Nkontchou (Chairman),
- 2) Mr Paul-Harry Aithnard (Managing Director, Ecobank Côte d'Ivoire)
- 3) Mrs Roseline Abe (Managing Director, EDC Investment Corporation)

Shareholders are encouraged to submit in advance the attached proxy form duly completed indicating their voting intentions and deposit same at **Ecobank Transnational Incorporated, 2365 Boulevard du Mono, B.P. 3261 Lomé, Togo**, or send by email to **AGM@ecobank.com** by close of business on May 23, 2022.

Shareholders may submit questions in advance of the General Meeting by sending an email to AGM@ecobank.com. Answers to questions on key themes will be displayed on the Investor Relations page of the Ecobank website ([www.ecobank.com/group/investorrelations](http://www.ecobank.com/group/investorrelations)) as soon as possible.

All relevant documents in connection with the meeting are available to all shareholders from the date of this notice at the Registered Office of the Company at the address above as well as on the Company's website ([www.ecobank.com](http://www.ecobank.com)).

Dated this 28<sup>th</sup> day of April 2022.

By Order of the Board of Directors



Madibinet Cisse  
Group General Counsel and Company Secretary

**Your vote is important:** We urge you to complete, sign, date and promptly return your Proxy Form by post, email or at the Registered Office of the Company.

## Draft Resolutions

### 1. Approval of the Accounts

The General Meeting approves, without any reservation, the accounts of the Company for the financial year ended December 31, 2021. The General Meeting discharges the Directors and the Auditors from all liabilities in relation to any act or action performed by them with respect to the affairs of the Company for the financial year ended December 31, 2021.

### 2. Appropriation of the Profits

The General Meeting approves the appropriation of the Company's profits for the year ended December 31, 2021 of USD 295 million; and approves the payment of dividend to shareholders registered on the closure of the Company's share register in accordance with the rules of the stock exchanges on which the company's shares are listed as follows:

Profit for the year	: USD 295 million
Profit Distributable	: USD 295 million
Total dividend ordinary shares only	: USD 40 million -being 0.16 US cents (\$0.0016) per share
Transfer to Retained earnings	: USD 255 million

### 3. Re-election of Directors

The General Meeting notes that Mrs. Aichatou Agne Pouye and Dr. Aasim Qureshi have completed their terms of office and renews their mandates for another three (3) years ending on the sixth (6<sup>th</sup>) anniversary of their appointments.

The General Meeting notes that Dr. Catherine Ngahu and Mr. Mfundo Nkuhlu have completed their terms of office and renews their mandates for another three (3) years ending on the ninth (9<sup>th</sup>) anniversary of their appointments.

The General Meeting notes that Mr. Ade Ayeyemi has completed his term of office and renews his mandate for another term ending upon his retirement from the Company.

### 4. Appointment of the Alternate Auditors

The General Meeting hereby approves the appointment of Ernst & Young (EY) Nigeria and KPMG Togo as alternate auditors of the Company, for a term of six (6) years ending on the day of the Annual General Meeting that will approve the accounts for the 2027 financial year.

### 5. Remuneration of Directors

The General Meeting hereby amends Resolution N<sup>o</sup>. 5 of its 22<sup>nd</sup> meeting of shareholders held on June 11, 2010, as it relates to the annual air tickets benefits of directors to read as follows:

Directors shall be entitled to annual air tickets benefits or a cash option in lieu of the tickets.

The Board shall from time to time determine the threshold of the above entitlements and the modalities for disbursement.

The directors annual fees adopted by the 23<sup>rd</sup> meeting of shareholders on June 29, 2011 remain unchanged.



# Proxy Form

I/ We \_\_\_\_\_ Name in block letters)

of \_\_\_\_\_ (Address in block letters)

(a) shareholder (s) of Ecobank Transnational Incorporated

do hereby appoint \_\_\_\_\_

or failing him/her, the Chairman of the meeting as my/our proxy to represent me/us at the 34<sup>th</sup> Annual General Meeting of shareholders that will be held at **Salle des Fêtes of Sofitel Abidjan Hôtel Ivoire - Côte d'Ivoire on Wednesday May 25, 2022 at 10.00 am GMT** and at any adjournment thereof.

Date: \_\_\_\_\_ Signature: \_\_\_\_\_

Please indicate below how you wish your proxy to be executed.

	For	Against	Abstain
1. Approval of the Accounts	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Appropriation of the Profits	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Re-election of Directors			
a) Mrs. Aichatou Agne Pouye	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) Dr. Aasim Qureshi	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) Dr. Catherine Ngahu	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) Mr. Mfundo Nkuhlu	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
e) Mr. Ade Ayeyemi	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Appointment of Alternate Auditors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Remuneration of Directors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Date: \_\_\_\_\_ Signature: \_\_\_\_\_

To be valid, this Proxy Form must be filled, signed and lodged at the Registered Office of the Company, 2365 Boulevard du Mono, B.P.3261 Lomé, Togo, or send by email to AGM@ecobank.com by close of business on May 23, 2022.

If executed by a body corporate, this Proxy Form should bear the common seal of the body corporate and the signature of duly authorised officer(s).

# Dividend Payment Announcement

Ecobank Transnational Incorporated, (ETI), the Lomé-based parent company of the Ecobank Group, listed on the Nigerian Exchange Limited ("NGX"), the Ghana Stock Exchange (GSE) and the Bourse Régionale des Valeurs Mobilières (BRVM) will pay a dividend of 0.16 US cents (US\$0.0016) for every share, subject to shareholders' approval at the 2022 Annual General Meeting. Dividends will be payable to ETI's shareholders whose names appear in the Register of Members as at the close of business on June 03, 2022.

Dividend payment announcement

Ecobank Transnational Incorporated hereby announces as follows:

Period Ended	31 <sup>st</sup> December 2021
Proposed Dividend	A Final Dividend of 0.16 US cents for every share, subject to appropriate withholding tax and approval, will be paid to shareholders whose names appear in the Register of Members as at the close of business on June 03, 2022
Closure of Register	The Register of Shareholders will be closed from June 6 to June 10, 2022.
Qualification Date	Close of Business on June 3, 2022.
Payment Date	On July 6, 2022, dividends will be paid to shareholders whose names appear on the Register of Members as at June 03, 2022.
Investor Relations	Phone No. email: 22822210303; ir@ecobank.com





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The Pan African Bank

Ecobank Transnational  
Incorporated  
The Pan African Centre  
2365, boulevard du Mono  
B.P. 3261, Lomé – Togo  
[www.ecobank.com](http://www.ecobank.com)