



Proxy Form

**ETERNA PLC
RC.124136**

(Please tear off and complete)

I/we

of

Being a member/members of ETERNA PLC hereby appoint

- (a) Mr. Ignatius Adegunle (Shareholders Representative, Audit Committee)
- (b) Sir Sunny Nwosu (Minority Shareholder)
- (c) Mr. Boniface Okezie (Minority Shareholder)
- (d) Mrs. Bisi Bakare (Minority Shareholder)
- (e) Engr. MOT Olayiwola Tobun (Minority Shareholder)

Or failing him/her, Mr. Lamis Dikko the Chairman of the meeting or failing him, Mr. Nnamdi Obiagwu, Managing Director/CEO as my proxy to act and vote for me/us on my/our behalf at the Annual General Meeting to be held at 11.00am on Thursday 12th August 2021.

As witness my/our hand(s) this Day of 2021

Signed

NOTE:

1. All proxy forms must be deposited at the office of the registrar, GTL Greenwich Registrars & Data Solutions Limited, 274 Murtala Muhammed Way, Alagomeji, Yaba, Lagos, not less than 48 hours before the time for holding the meeting.
2. In the case of joint shareholders, anyone of such may complete the form but the names of all joint shareholders must be stated.
3. It is a requirement of the law under the Stamp Duties Act, Cap C20, Laws of the Federation of Nigeria, 2004 that any instrument of proxy to be used for the purpose of voting by any person entitled to vote at any meeting of shareholders must be duly stamped by the Commissioner for Stamp Duties.
4. If the shareholder is a corporation, this form must be under its common seal or under the hand of some officer.

	ORDINARY BUSINESS	FOR	AGAINST
	To consider and if thought fit, pass the following as Ordinary Resolutions:		
1.	To lay the Report of the Directors, the Audited Financial Statements, the Reports of the Auditors and the Audit Committee for the year ended 31st December 2020 before the shareholders.		
2.	To declare a Dividend.		
3.	To ratify the appointment of Mr. Farouk Ahmed and re-elect retiring Directors.		
4.	To re-appoint the Auditors and authorize the Directors to fix the remuneration of the Auditors.		
5.	To elect members of the Audit Committee.		
6.	To disclose the Remuneration of Managers of the Company in line with Section 257 of the Companies and Allied Matters Act, 2020		
Special Business			
7.	To fix the remuneration of the Directors.		
8.	That in compliance with the rules of the Nigerian Exchange Limited governing transactions with related parties or interested persons, the Company be and is hereby granted a general mandate in respect of all recurrent transactions entered into with a related party or interested person which are of a revenue or trading nature or are necessary for the Company's day to day operations.		

**Please indicate with an "x" in the appropriate space how you wish your votes to be cast on the resolutions set out above.
Unless otherwise instructed, the proxy will vote or abstain at his discretion.

To be valid, this proxy form should be duly stamped by the commissioner of Stamp Duties and signed before posting it to the address above.

BEFORE POSTING THE ABOVE FORM, PLEASE CUT OFF THIS PART AND RETAIN IT FOR ADMISSION TO THE MEETING

**ADMISSION CARD
ETERNA PLC**

28th ANNUAL GENERAL MEETING

PLEASE ADMIT ONLY THE SHAREHOLDERS NAMED ON THIS CARD OR HIS DULY APPOINTED PROXY TO THE COMPANY'S 28th ANNUAL GENERAL MEETING TO BE HELD at Shell Hall, Muson Centre, Onikan, Lagos on Thursday 12th August 2021 at 11.00am prompt.

NAME OF SHAREHOLDER/PROXY:

SIGNATURE: **ADDRESS:**

THIS CARD IS TO BE SIGNED AT THE VENUE IN THE PRESENCE OF THE REGISTRAR.

Note:

The attention of the Shareholder(s) is drawn to the right of the Chairman or failing him, the Managing Director/CEO to vote in his stead.