

PROXY FORM

26TH ANNUAL GENERAL MEETING OF INDUSTRIAL AND GENERAL INSURANCE PLC TO BE HELD AT 3.00PM ON THURSDAY, 8TH DECEMBER 2022 AT IGI BUILDING, 2, AGORO ODIYAN STREET, OFF ADEOLA ODEKU STREET, VICTORIA ISLAND, LAGOS STATE

	RESOLUTION	FOR	AGAINST
I/We _____			
of _____ being a Member of the above named Company hereby appoint Mahmud Yayale Ahmed, CFR or failing him anyone of the following persons:	1. To lay before the members the consolidated audited financial statements of the Company for the year ended 31 st December 2017 together with the reports of the Directors, the Auditors and the Audit and Compliance Committee thereon.		
a. Prof. Oladapo Afolabi, CFR b. Augustine Olorunsola c. Gaffar Kayode Animashawun Jnr. d. Kanayo Chuks Okoye e. Kayode Agboola f. Dr. Gbenga Ogunkoya g. Sir. Sunny Nwosu h. Pa. Shotunde Shopeju i. Peter Eyanaku j. Adeleke Adebayo k. Rotimi Fashola l. Folusho Gbadamosi	2. To approve the appointment of Mrs. Rachel Voke Emenike as Managing Director with effect from 1 st February 2019.		
to act as my/our Proxy and to vote for me/us on my/our behalf at the 26 th Annual General Meeting of the Company to be held on the 8 th day of December 2022.	3. To re-elect retiring Directors: a) Mahmud Yayale Ahmed CFR b) Professor Oladapo Afolabi OON, CFR		
Signed this _____ day of _____ 2022.	4. To authorize the Directors to determine the remuneration of the External Auditors.		
Member's Signature: _____	5. To elect members of the statutory Audit and Compliance Committee.		
	6. To disclose remuneration of Managers.		
	7. To approve the remuneration of the Directors.		
	8. To consider and if thought fit, pass the following as special resolutions: a. THAT pursuant to Articles 2 and 68 of the Company's Articles of Association, provisions of the Companies and Allied Matters Act 2020, the Investment and Securities Act 2007 and the approval of the appropriate regulatory agencies, the Directors be and are hereby authorized to offer by means of Private Placement the unissued shares of the Company (that is, 9,768,762,716 units of shares) representing 40.7% of the Company's share capital of 24,000,000,000 (Twenty Four Billion) units and to fix the price of the offer under Private Placement accordingly.		
	b. THAT the Directors be and are hereby authorized to undertake such other acts as may be incidental to and/or giving full effect to the foregoing resolutions accordingly and also to appoint such professional parties and advisers, enter into any agreement, in form of deal structuring and other forms of advisory services for generating investors/investments in order to actualize the above mandate and to perform all such other acts and do all such other things as may be necessary to give effect to the above resolutions, including without limitation, negotiation and execution of relevant transaction documents and complying with the directives or obtaining the approval of all relevant regulatory authorities.		
	c. THAT any action of the Directors in line with Item 9(b) above taken prior to this AGM pursuant to the		

	2016 Resolution (in explanatory notes below) is hereby ratified.		
	d. THAT with regards to Item 9(a) above and pursuant to Section 142 of the Companies and Allied Matters Act 2020, to give effect to the result of the renunciation and or waiver of interests of the existing members of the Company's rights to the unissued shares or its reduced percentage as a result of the exercise of such pre-emptive rights, and the Directors are hereby authorized to offer and issue such shares to an interested third party under the Private Placement arrangement.		
	Please indicate with an "X" in the appropriate space above how you wish your vote to be cast on the resolutions. Unless otherwise so indicated, the proxy will vote or abstain from voting at his discretion.		
	<p><u>IMPORTANT</u></p> <p>(a) The name of the Member must be written in BLOCK CAPITALS where marked. Please stamp and sign the proxy form and return to the Office of the Registrar, Greenwich Registrars and Data Solutions Limited, 274, Murtala Mohammed Way, Alagomeji, Yaba, Lagos not less than 48 hours before the time for holding the meeting. If executed by a Company, the proxy form should be sealed with the Company Seal.</p> <p>(b) In the case of Joint Shareholders, any one of such may complete the form but the names of all Joint Shareholders must be stated.</p> <p>(c) If the shareholder is a corporation, this form must be under its common seal or under the hand of its officer or attorney duly authorized in that regard.</p>		