

ELECTION INTO STATUTORY AUDIT COMMITTEE

According to the provisions of Section 404 (2) of the Companies and Allied Matters Act (CAMA), all public companies are mandated to have a Statutory Audit Committee (SAC) to ascertain whether the accounting and reporting policies of the Company are in accordance with legal requirements and agreed ethical practices. The Committee shall have a maximum of five (5) members including three (3) shareholder representatives and two (2) non-executive directors.

In accordance with Section 404 (6) of CAMA, any shareholder may nominate another shareholder for appointment to the Audit Committee. Such nomination should be in writing and must reach the Company Secretary not less than 21 days before the Annual General Meeting (AGM). The Code of Corporate Governance of the Financial Reporting Council of Nigeria, Central Bank of Nigeria (CBN) and Securities and Exchange Commission (SEC) respectively indicate that some of the members of the Audit Committee should have basic financial literacy and be knowledgeable in internal control processes.

At the meeting, there will be an election of three shareholder representatives to serve on the Audit Committee for the 2021 financial year. For this purpose, the Curriculum Vitae (CVs) of the nominees were collected and collated till 6th April 2021.

Please take note that the election will be conducted strictly by show of hands in accordance with Section 249 (3) of CAMA which stipulates that there shall be no right to demand a poll on the election of members of the SAC.

In addition to the three representatives of the shareholders to be elected at the meeting, the following two members of the Board who are not subject to elections, are designated Board members of the SAC for the 2021 financial year;

1. Mr Oye Hassan Odukale, MFR
2. Mr Chidi Anya

The profiles of the designated director members of the SAC are as follows:

Mr Oye Hassan Odukale, MFR

Non-Executive Director

Oye Hassan–Odukale, *MFR*, is a pioneer Non–Executive Director on the Board of FBN Holdings Plc. He is the Chairman of the Board of Directors of Leadway Holdings Ltd. His appointment was preceded by several years of experience in the insurance business, investments, and general management, culminating in his appointment as MD/CEO of Leadway Assurance Company Ltd from 1994 until he retired on 31 December 2019. Leadway is one of Nigeria’s largest insurance companies and has a subsidiary in Cote d’Ivoire.

Prior to his appointment, he was a Non–Executive Director on the Board of First Bank of Nigeria Plc (now First Bank of Nigeria Ltd) He is presently the Chairman of FBN Bank (UK) Ltd, a wholly-owned subsidiary of First Bank of Nigeria Ltd. He is also the Chairman of the Board of Directors of Leadway Pensure PFA Ltd.

Oye is a recipient of the National Honour of the Member of the Order of the Federal Republic of Nigeria (MFR) and sits on the Board of several companies in Nigeria and abroad, both for-profit and non–profit. An alumnus of the Harvard Business School and Lagos Business School, he holds Bachelor’s and Master’s degrees in Business Administration from the University of Houston. Oye is married with children and enjoys listening to music, reading and travelling.

Chidi Anya

Non-Executive Director

Chidi Anya joined the Board of FBN Holdings Plc in 2013. He has nearly three decades of professional practice in the Nigerian legal system, including pupillage with L.N Mbanefo SAN, and roles as Associate Counsel at Akin Delano and Company, Ibadan, and Senior Associate Counsel at Debo Akande and Company, Lagos. In 1997, he became a founding Partner of The Channings Law Firm, where he provides leadership and strategic direction overseeing its growth. The Firm currently acts as Company Secretary to several leading indigenous companies and conglomerates in various strategic sectors of the Nigerian economy, providing guidance on corporate governance and compliance.

Chidi is recognised by clients and peers as a leading commercial and corporate lawyer with high-level skills and experience in negotiation, administration, communication, management, advocacy and ethical leadership, all of which he brings to the Board of FBNHoldings. A member of the Nigerian Bar Association and its section on Business Law, he is also a Member of the Institute of Directors (MIoD) and a Notary Public. A Certified Management Consultant and Fellow of the Institute of Management Consultants (FIMC), he has attended various executive management courses at the Kellogg School of Management, Northwestern University, Illinois.

Chidi is married with children and his interests include reading, writing, intellectual debates and gardening. Committed to building stronger and more resilient communities, he is active in a number of voluntary groups and programmes.

The details of the valid nominations received are listed below. A copy of the Curriculum Vitae of the nominees may also be viewed by clicking on the nominee's names:

S/N	NAME OF NOMINEE	QUALIFICATION	NOMINATOR
1.	Nnamdi.A. Okwuadigbo , FCA	BSc Accounting FCA	Moses Igrude
2.	Fuad Umar Farouk	Bsc Management Information System MBA	Faruk Umar
3.	Taiwo Kashimawo Akanji, FCA	ICAN	Akinlade Matthews
4.	Modinat Morenike Rafiu	Bsc. Education (Economics), ICAN	Owolabi Nurudeen Adekunle
5.	Bakare Yisa Adewale	ICAN Fellow	Oladimeji Sadudeen
6.	Owolabi Nurudeen Adekunle	Bsc. Accounting	Adekoya Kehinde S.S

7.	Yinka .G. Anyawamide	Bsc. Accounting; MBA in view	Ajudua Patrick (JP)
8.	Lawal Wahab Olatunji	Bsc Accounting	Fajoye Abdulazeez Abayomi
9.	David Olabanji Isaac	B.Sc Accounting	David Matthew Oluwadamilola
10.	Agbaje Ganiyu Oluwole	B.Sc. Ed Accounting	Amusan, Ebenezer Temitayo
11.	Julius Paul Eyanuku	Bsc. Accounting	Peter Eyanuku
12.	Olusola Z. Omogbehin	Bsc. Accounting and Finance	Azeez Lukman Adekunle
13.	Aluko Olatunde Ishola	Bsc. Accounting	Adigun Adetoro Oyetadun
14.	Adeniji Isqil Ishola	Bsc. Accounting	Essien Eyo
15.	Okpako Stephen George	Bsc. Accounting	Odusanya Thomas Akintunde
16.	Akinmuyisitan Akinsoyinu Moses	Bsc. Accounting	Lawal Olaniyi Kazeem
17.	Lawal Bisi Ishola	Bsc. Accounting	Chugbo Cyril Isaac Okwudi
18.	Saul Folake	Bsc. Accounting	Oladosu Iskil Adisa
19.	Olaiya J. Aliyu	Bsc. Accounting	Odunuga samiat Adebanke
20.	Emmanuel Olusegun Owoeye	Bsc. Banking and Finance	Oluwatuyi Kolawole Patrich
21.	Akinsanya Adeolu	Bsc Banking and Finance	Alaga Kolawole Muftau
22.	Abdulazeez Abayomi Fajoye	Bsc Economics	Lawal Wahab Olatunji
23.	David Abimbola Solomon	HND, Accounting	David Isaac Olabanji
24.	Ige Gabriel Babasola	HND, Accounting	Okoahaba Emmanuel Ifeanyi
25.	Ojatula Akintunde Gbenga	HND, Accounting	Yusuf Olaitan Lukman
26.	Lawal Olaniyi Kazeem	HND Accounting	Akinmuyisitan Akinsoyinu Moses

27.	Binuyo Sharafa Teju	HND Accounting	Binuyo Olalekan Wasiu
28.	David Oluwadamilola Matthew	HND, Accounting	David Abimbola Solomon
29.	Folasade Mary Oyenuga	HND, Accounting	Adewale Afolurunsho Oyenuga