



Mutual Benefits Assurance Plc.
RC 269637

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 20th Annual General Meeting of Mutual Benefits Assurance PLC will be held at Shell Hall, Muson Centre, Onikan, Lagos, on Wednesday, 5th October, 2016 at 11.00a.m. to transact the following:

ORDINARY BUSINESS

- To lay before the Members, the Audited Financial Statements of the Company for the year ended 31st December 2015 together with the Reports of Directors, Auditors and Audit Committee thereon.
- To elect/re-elect Directors.
- To elect members of the Audit Committee
- To appoint Messrs Ernst & Young (Chartered Accountants) as the Auditors of the Company in place of Messrs. BDO Professional Services who resigned their appointment during the year.
- To authorize the Directors to determine their remuneration.

SPECIAL BUSINESS

- To approve the remuneration of the Directors.
- To consider and if thought fit to pass the following as Ordinary Resolution
 - That pursuant to the Article 35 of the Articles of Association, the Authorised Share Capital of the Company be and is hereby increased from N5,000,000,000 (Five Billion Naira) to N10,000,000,000 (Ten Billion Naira) by the creation of 20,000,000,000 (Twenty Billion) additional Ordinary Shares of 50 kobo each ranking parri passu in all respects with the existing Ordinary Shares of the Company.
 - That the Directors be and are hereby authorized to raise whether by way of an offer for subscription, placing rights issue or other methods or combination of methods, additional capital by way of issuance of ordinary shares, Preference shares, convertible or non-convertible loans, stocks, medium term notes, bonds or other securities, in such tranches, series or proportions, at such coupons or interest rates within such maturity period and on such terms and conditions, including the provision of security for repayment, as the directors may deem fit or determine, subject to obtaining the requisite regulatory approvals.
 - That any capital raising exercise undertaken by the Company pursuant to this Resolution may be underwritten on such terms as may be determined by the Directors, subject to obtaining the approval of the regulatory authorities.
 - That the Directors of the Company be and are hereby authorised to enter into any agreement and/or execute any document necessary to or incidental to giving effect to the above resolutions.
 - That the Directors of the Company be and are hereby authorised to appoint such professional parties and advisers and to perform all such other acts and do all such things as may be necessary to give effect to the above resolutions, including without limitation, complying with the directives of the regulatory authorities.
- That the existing Memorandum and Articles of Association of the Company be and is hereby amended by Special Resolution as follows:
 - That Clause 6 of the Memorandum of Association be altered by deleting the words "the Authorized Share Capital of the company is N2,500,000,000 (Two Billion and Five Hundred Million Naira) divided into 5,000,000,000 (Five Billion) ordinary shares of 50 kobo each" and substituting with "the Authorised share capital of the Company is N10,000,000,000 (Ten Billion Naira) divided into 20,000,000,000 (Twenty Billion) Ordinary Shares of 50 kobo each."
 - That the Article 5 of the Articles of Association, be altered by deleting the words "the share capital of the Company is N2,500,000,000 (Two Billion and Five Hundred Million Naira) divided into 5,000,000,000 (Five Billion) Ordinary Shares of 50 kobo each" and substituting it with "The share capital of the Company is N10,000,000,000 (Ten Billion Naira) divided into 20,000,000,000 (Twenty Billion) Ordinary Shares of 50 kobo each"
- That the Company Secretary be and is hereby authorised to take such steps and to do such things as may be required to give effect to the above resolutions.

NOTES

- Proxy**
A member of the company entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote in his/her stead. A proxy need not be a member of the company. A Proxy Form is attached to the Annual Reports and Accounts. Executed proxy forms should be returned to the Registrar, Meristem Registrars Limited, 213, Herbert Macaulay Way, Adekunle, Yaba, Lagos State, not less than 48 hours before the time of the meeting.
- Audit Committee**
In accordance with Section 359(5) of the Companies and Allied Matters Act, Cap C20, Laws of the Federation of Nigeria, 2004, any shareholder may nominate another shareholder for election as a member of the Audit Committee by giving notice in writing of such nomination to the Company Secretary at least 21 days before the Annual General Meeting.
- Closure of Register of Members**
In accordance with section 89 of CAMA, please note that the Register of Members and Transfer Books of the Company will be closed from 5th September, 2016 to 9th September, 2016 to enable the Registrar update its records in preparation for the meeting.
- E-Dividend**
Pursuant to the directive of the Securities and Exchange Commission, notice is hereby given to shareholders to provide account for the purpose of e-dividend/bonus. A form is inserted into this Annual Report & Accounts 2015 for completion by all shareholders to furnish the particulars of their accounts to the registrars (Meristem Registrars Limited, 213, Herbert Macaulay Way, Adekunle, Yaba, Lagos State)
- Right of Shareholders to ask Questions**
Shareholders have a right to ask questions not only at the meeting but also in writing prior to the meeting and such questions must be submitted to the Company Secretary on or before the 23rd September, 2016
- Biographical Details of Directors**
Biographical details of Directors standing election/re-election are contained in the Annual Reports and Accounts.
- Website**
A copy of this Notice and other information relating to the meeting can be found at www.mnabplc.com

By Order of the Board

Olubunmi Oje

Olubunmi Oje (Mrs)
ABDULAH, TAIWO & CO.
COMPANY SECRETARIES
FRC/2013/0000004757
Dated 26th August, 2016

...creating and protecting wealth



UNIVERSITY OF PORT HARCOURT
INSTITUTE OF ENGINEERING, TECHNOLOGY
AND INNOVATION MANAGEMENT (METI)

APPLICATION FOR ADMISSION INTO GRADUATE PROGRAMMES FOR 2016/2017 SESSION

Applications are invited from suitably qualified candidates for admission into the following Graduate Programmes of the School of Graduate Studies, University of Port Harcourt, Nigeria:

- Master of Engineering (M.Eng) and Doctor of Philosophy (PhD) in Engineering Management
- Master of Science (M.Sc.), Master of Engineering (M.Eng) and Doctor of Philosophy (PhD) in Technology Management
- Master of Science (M.Sc.) and Master of Engineering (M.Eng) in Information and Communications Technology (ICT) Management.

The above Graduate Programmes are run by the Institute for Engineering, Technology and Innovation Management (METI) of the University of Port Harcourt through a co-operative arrangement with the Graduate School of Technology Management of the University of Pretoria, South Africa.

These are professional programmes which aim to provide Science-, Engineering- and Technology-oriented graduates with sound and sustainable management principles to engender appropriate behavioural preferences that will promote successful scientific, engineering and Technology-related ventures. The curricula for the programmes emphasise the significance of Networking of Systems of Innovation. Learning will be facilitated by lecturers from the University of Port Harcourt, University of Pretoria, as well as experts drawn from the industry and the public service both within Nigeria and other countries of the world. Each domain programme consists of six common and two elective courses, plus a substantive research project. Each module is delivered in a block-release mode, moderated by international external examiners.

On completion of a programme of study, each graduate should, among other skills, be able to:

- Conduct due diligence, risk and techno-economic evaluation and valuation of Science, Engineering and Technology (SET) situations.
- Supervise and manage multidisciplinary Science, Engineering and Technology projects.
- Adopt innovative approaches towards sustainable management of Science, Engineering and Technology facilities.

General Admission Requirements:

Candidates for admission must possess Ordinary Level Credit Passes in Five subjects, including English Language, Mathematics, Physics and Chemistry; and any one of: Further Mathematics, Technical Drawing, Biology and Agricultural Science.

Requirements for Masters (M.Sc./M.Eng) Programme

Candidates for admission into any of the Master's Degree Programmes must possess a minimum of Bachelor's degree, with a Second Class Honours, Upper Division (2nd) in Engineering or Technology. Consideration may be given to sponsored employees who possess Second Class Honours, Lower Division with CGPA well above 3.0 on a 5-point scale and a minimum of 5 years working experience in a supervisory position.

Requirements for Doctor of Philosophy (PhD) Programme

Candidates for admission into any of the PhD Degree Programmes must possess the Master's Degree in the relevant area from the University of Port Harcourt or any other recognised University, with an average Cumulative Grade Point Average (CGPA) of at least 4.00 on a 5-point scale or 3.20 on a 4-point scale (corresponding to an average score of a B Grade). In addition, the candidates must score at least 60% in the PhD admission interview and should possess a minimum of 5 years working experience in supervisory positions in the private or public sector.

Duration of Programme:

M.Sc. and M.Eng programmes may be completed in a minimum of 24 months. The PhD programme, on the other hand, may be completed in not less than 36 months.

Award of Degrees:

Depending on entry qualifications and programme of study, a successful candidate shall receive the M.Sc. or M.Eng or PhD awarded by the University of Port Harcourt.

Application Procedure:

Information for Applicants and Application forms may be downloaded from www.uniport.edu.ng and may also be obtained from METI Office, Room 321 (2nd Floor), ETF Building, University Park, University of Port Harcourt.

A non-refundable application fee of N20,000.00 (Twenty Thousand Naira) in certified bank draft or by electronic transfer should be made payable to **Institute of Engineering, Technology and Innovation Management**, University of Port Harcourt.

Note:

- Completed Application Forms with Bank Drafts or evidence of e-transfer must be returned to METI Office, ETF Building, University Park, University of Port Harcourt.
- Deadline for submission of Application Forms is Monday 31st October, 2016.

Signed:
Mrs Dorcas D. Otto
Registrar