



# GCB BANK LIMITED

## INVITATION AND FORM OF PROXY

To be held at 10.00am on Friday, May 28, 2021 and streamed live.

Dear Member(s)

In compliance with Imposition of Restriction Act 2020 (Act 1012), the Registrar General's Department and Securities and Exchange Commission directives and guidance on holding virtual Annual General meeting (AGM), and as part of measures to contain COVID-19, attendance and participation by members or their proxies in this year's annual general meeting of the Bank, shall be strictly virtual (by online participation).

A member is entitled to attend and vote at the Annual General Meeting and may appoint a proxy to attend and vote on his/her behalf (via online participation). Such a proxy need not be a member of the Company.

The appointment of a proxy will not prevent a member from subsequently attending and voting at the meeting (via online participation). Where a member attends the meeting in person (participates online), the proxy appointment shall be deemed to be revoked.

A copy of the Form of Proxy can be downloaded from: <https://gcbbankagm.com> and may be completed and sent via email to: [shareregistry@gcb.com.gh](mailto:shareregistry@gcb.com.gh) or deposited at the registered office of the Registrar of the Company, Share Registry, **GCB Bank Limited, High Street, Accra or posted to the Registrar at PO Box 134, Accra** to arrive not later than 10.00 GMT on Wednesday, May 26, 2021.

<b>PROXY FORM</b>			
<b>RESOLUTION</b>	<b>FOR</b>	<b>AGAINST</b>	<b>NOTES</b>
1. To consider and adopt the Financial Statements of the Company for the year ended December 31, 2020 together with the Reports of the Directors and Auditors thereon.			1. Provision has been made for the Chairman of the Meeting to act as your proxy, but you may wish to name any person to attend the meeting and vote on your behalf.  2. In case of joint holders, each holder should sign  3. If executed by a Company/ Corporation, the form should bear the Common Seal or be signed on its behalf by a Director.  4. For a postal proxy, please sign and post it so as to reach the GCB Share Registry not later than 10a.m. on Wednesday, May 26, 2021.
2. To declare a Dividend for the year ended December 31, 2020.			
3. To re-elect the following Directors retiring by rotation:			
I. Mr. Jude Kofi Arthur			
II. Mrs. Lydia Gyamera Essah			
III. Mr. Nik Amarteifio			
4. To re-elect the following Directors:			
I. Mr. Francis Arthur-Collins			
II. Mr. Osmani Ayuba			
III. Mr. Emmanuel Ray Ankrah			
5. To ratify the appointment of two (2) Executive Directors			
I. Mr. John Kofi Adomakoh – Managing Director			
II. Mr. Emmanuel Odartey Lamptey – Deputy Managing Director, Operations			
6. To approve the remuneration of Directors.			
7. To authorize the Directors to fix the remuneration of the Auditors.			
<b>Special Business / Resolutions</b>			
8. To change the name GCB Bank Limited to GCB Bank PLC in accordance with the provisions of section 21(1)(b) of the Companies Act 2019 (Act 992)			
9. To amend the Bank's Constitution in accordance with the provisions of the Companies Act 2019 (Act 992)			

I/We ..... being a member(s) of GCB Bank Limited

Hereby appoint ..... or failing whom, the Chairman of the Meeting as my/our proxy to vote for me/us on my/our behalf at the Virtual Annual Meeting of the Company to be held at 10am on May 28, 2021 and at any adjournment therefore.

Signed this ..... Day of ..... 2021

.....  
Shareholder(s) Signature

## Accessing and Voting at the Virtual AGM

- ❖ A unique token number will be sent to you by email, SMS or by post from May 14, 2021 to give you access to the meeting. Shareholders who do not receive this token can contact the Share Registry at: [shareregistry@gcb.com.gh](mailto:shareregistry@gcb.com.gh) or call 0302 668712 / 0244-338508 / 0244-358514 / 0244-318079 to be sent the unique token.
- ❖ To gain access to the Virtual AGM, shareholders must visit <https://gcbbankagm.com> and input their unique token number on Friday, May 28, 2021.
- ❖ For shareholders who do not submit proxy forms to the Registrar of the Company prior to the meeting, they may vote electronically during the Virtual AGM again using their unique token number.
- ❖ Further assistance on accessing the meeting and voting electronically can be found on <https://gcbbankagm.com>
- ❖ The AGM Proceedings would be streamed Live on GTV, Facebook, Twitter, YouTube and Instagram for shareholders' observation and participation.