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2026 Annual General Meeting

Shareholder Pack

April 2026



Content Page

1.	Notice of AGM	2
2.	Notes to shareholders	3
3.	Resolutions to be passed	4
4.	Proxy Form	5

NOTICE OF THE 2026 ANNUAL GENERAL MEETING OF FIRST ATLANTIC BANK PLC (FAB)

NOTICE IS HEREBY GIVEN THAT the next Annual General Meeting ("AGM") of FAB will be held (in person) at the Omanyeh Hall, Labadi Beach Hotel, Accra, Ghana on Tuesday, April 7, 2026 at 10.00 a.m. for the purpose of transacting the following business:

AGENDA

1. Opening
2. To receive and consider the report of the Directors, the Audited Financial Statements of the Bank for the year ended December 31, 2025, together with the Report of the External Auditors thereon.
3. To declare a final dividend for the financial year ended December 31, 2025, subject to the approval of the Bank of Ghana.
4. To consider and, if thought fit, approve the appointment of four (4) Independent Non-Executive Directors of the Bank, being three replacements for retiring Independent Directors and one additional Independent Director appointed to meet applicable regulatory requirements and strengthen minority shareholder representation, subject to the final approval of the Bank of Ghana.
5. To authorize the Board to fix the remuneration of the External Auditors of the Bank for the financial year 2026.
6. To approve the remuneration of the Directors of the Bank for the financial year 2026.

BY ORDER OF THE BOARD

**MARK OFORI-KWAFO
COMPANY SECRETARY**

NOTES TO SHAREHOLDERS

1. Voting Rights

A member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote instead of him/her. A proxy need not be a member of the Company.

Voting at the AGM shall be by a show of hands unless a poll is demanded in accordance with the Constitution of the Company and the provisions of the Companies Act, 2019 (Act 992). On a poll, each member present in person or by proxy shall have one vote for each share held.

2. Identification

Shareholders and proxies attending the AGM will be required to present valid identification to facilitate admission to the meeting.

3. Effect of Personal Attendance

The appointment of a proxy shall not prevent a member from subsequently attending and voting at the meeting, either in person. Where a member attends the AGM, the proxy appointment shall be deemed revoked.

4. Submission of Proxy Forms

A copy of the Proxy Form may be downloaded from <https://firstatlanticbank.com.gh/> and completed forms should be submitted by any of the following means: Sent by email to info@csd.com.gh; or Deposited at the registered office of the Registrar, Central Securities Depository (GH) Limited, 4th Floor, Cedi House, Accra; or Posted to the Registrar at PMB CT 465, Cantonments, Accra. All completed Proxy Forms must be received not later than 10:00 a.m. GMT on Tuesday, March 31, 2026.

5. Voting

Voting at the AGM shall be conducted in-person.

Further assistance on accessing the meeting

For further information, please contact:

Central Securities Depository (GH) Limited,
4th floor, Cedi House, Accra

Tel: (233) 0302906576 / 0545822865 / 0545822920 / 0545823198

Email: info@csd.com.gh

RESOLUTIONS PROPOSED TO BE PASSED AT THE MEETING

It is proposed to pass the following Resolutions in accordance with the Constitution/Regulations of the Company and the provisions in the Companies Act, 2019 (Act 992).

ORDINARY RESOLUTION

Resolution 1

"That the Audited Financial Statements of the Company for the year ended December 31, 2025, together with the Reports of the Directors and Auditors thereon be and are hereby adopted.'

Resolution 2

"That a total dividend of One Hundred Million Ghana Cedis (GHS100,000,000.00), that is GHS0.29 per share, be and it is hereby declared payable on a date to be announced following regulatory approval by the Bank of Ghana in respect of the year ended December 31, 2025 "

Resolution 3

"That Dr. Derek Amoateng be and is hereby appointed as an Independent Non-Executive Director of the Bank subject to the final approval of the Bank of Ghana".

Resolution 4

"That Mr. Nesbit Barnor be and is hereby appointed as an Independent Non-Executive Director of the Bank subject to the final approval of the Bank of Ghana".

Resolution 5

"That Ms. Catherine Engmann be and is hereby appointed as an Independent Non-Executive Director of the Bank subject to the final approval of the Bank of Ghana".

Resolution 6

"That Mr. Samuel Botchway be and is hereby appointed as an Independent Non-Executive Director of the Bank subject to the final approval of the Bank of Ghana".

Resolution 7

"That in accordance with section 140(2) of the Companies Act, 2019 (Act 992), confirmation be and is hereby given for the remuneration of the External Auditors of the Bank, as detailed in Note 16 to the Financial Statements for the year ended December 31, 2025 and that the directors be and are hereby authorised to negotiate and approve the remuneration of the External Auditors in respect of the year ending December 31, 2026".

Resolution 8

"That in accordance with section 185 of the Companies Act, 2019 (Act 992), approval be and is hereby given for the remuneration of the directors of the Bank, as detailed in Note 39 to the Financial Statements for the year ended December 31, 2025"

PROXY FORM

WE/I being a Member of First Atlantic Bank PLC hereby appointofor failing him the Chairman of the meeting as our/my proxy to vote for us/me on our/my behalf at the Annual General Meeting of the Company to be held at the Omanyeh Hall, Labadi Beach Hotel, Accra on Tuesday April 7, 2026 at 10:00 am.

Signed this day of 2026.

(Please tick either FOR or AGAINST)

		FOR	AGAINST
1.	That the Audited Financial Statement of the Company for the Year Ended December 31, 2025 together with the Reports of the Directors and Auditors thereon, be and are hereby adopted.		
2.	That a total dividend of One Hundred Million Ghana Cedis (GHS100,000,000.00), representing GHS0.29 per share, be and is hereby declared in respect of the year ended December 31, 2025, subject to the final approval of the Bank of Ghana, and payable on a date to be announced following such approval.		
3.	That Dr. Derek Amoateng be and is hereby appointed as an Independent Non-Executive Director of the Bank subject to the final approval of the Bank of Ghana.		
4.	That Mr. Nesbit Barnor be and is hereby appointed as an Independent Non-Executive Director of the Bank subject to the final approval of the Bank of Ghana.		
5.	That Ms. Catherine Engmann be and is hereby appointed as an Independent Non-Executive Director of the Bank subject to the final approval of the Bank of Ghana.		
6.	That Mr. Samuel Botchway be and is hereby appointed as an Independent Non-Executive Director of the Bank subject to the final approval of the Bank of Ghana.		
7.	That in accordance with section 140(2) of the Companies Act, 2019 (Act 992), confirmation be and is hereby given for the remuneration of the External Auditors of the Bank, as detailed in Note 16 to the Financial Statements for the year ended December 31, 2025 and that the directors be and are hereby authorised to negotiate and approve the remuneration of the External Auditors in respect of the year ending December 31, 2026.		
8.	That in accordance with section 185 of the Companies Act, 2019 (Act 992), approval be and is hereby given for the remuneration of the directors of the Bank, as detailed in Note 39 to the Financial Statements for the year ended December 31, 2025.		

PROFILE OF NEW DIRECTORS

Dr. Derek Amoateng

Dr. Derek Amoateng is a Senior Specialist Obstetrician and Gynaecologist with subspecialty expertise in Reproductive Endocrinology and Infertility, and a Certified Pensions Trustee with extensive experience in healthcare leadership and institutional governance. He currently serves as a Senior Specialist at the University of Ghana Medical Centre and has held several senior clinical and administrative roles within Ghana's health sector. Dr. Amoateng previously served as Board Chairman of the Health Sector Occupational Pension Scheme (HSOPS), where he played a key role in strengthening corporate governance and overseeing significant growth in the scheme's assets. He holds a Fellowship in Obstetrics and Gynaecology from the Ghana College of Physicians and Surgeons and a Master of Public Health from the University of Ghana, and actively contributes to professional bodies, research, and international conferences in reproductive medicine and healthcare governance.

Nesbit Nii Adjiri Barnor

Nesbit Nii Adjiri Barnor is an experienced banking professional and financial sector regulator with over two decades of service at the Bank of Ghana, where he rose to the position of Assistant Director in the Banking Supervision Department. Throughout his career, he has played a key role in strengthening Ghana's financial regulatory framework, including contributing to the drafting of the Banks and Specialised Deposit-Taking Institutions Act, 2016 and the Ghana Deposit Protection Act, 2016. He has extensive expertise in banking supervision, risk management, corporate governance, and regulatory policy, and has led several on-site and off-site examinations to ensure the safety and soundness of financial institutions. Mr. Barnor also contributed to the coordination of national Asset Quality Reviews and the establishment of the Ghana Deposit Protection Corporation. With an MBA in Finance from the University of Leicester and extensive international training in financial supervision, he brings deep regulatory insight, strategic oversight, and a strong commitment to financial stability and good governance.

PROFILE OF NEW DIRECTORS

Catherine Engmann

Catherine Engmann is an experienced corporate governance professional with extensive international and Ghana-based boardroom experience across listed companies, regulated financial institutions, and multinational organizations. She is the Founder and Principal of Mindful Governance (Platinum Board Services), where she advises boards and executive teams on governance effectiveness, board development, and leadership. Catherine currently serves as Acting Board Chair of First Atlantic Asset Management and as a Non-Executive Director of Affinity Ghana Savings & Loans, providing strategic oversight and strengthening governance practices. Over the course of her career, she has worked with global organizations such as the International Finance Corporation and previously held senior company secretarial roles in leading UK-listed companies. Known for her practical and thoughtful approach to governance, she supports boards and leaders to build strong, accountable institutions that deliver sustainable long-term value.

Samuel N. S. Botchway

Samuel N. S. Botchway is a seasoned investment banking and finance professional with over three decades of experience in corporate finance, investment banking, and strategic advisory across Ghana and the wider West African region. He currently serves as Chief Executive of DevOps Africa Limited and previously held senior leadership roles at Stanbic Bank Ghana, including Executive Vice President for Investment Banking covering Ghana and the WAEMU region. Over the course of his career, he has led and advised on numerous landmark transactions spanning project finance, mergers and acquisitions, capital markets, and large-scale infrastructure financing, working closely with governments, multinational corporations, and major financial institutions. A Chartered Accountant and Fellow of the Institute of Directors (Ghana), Mr. Botchway is widely respected for his strategic insight, strong stakeholder relationships, and deep expertise in structuring complex financial transactions that support economic growth and institutional development.

OUR BRANCHES

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Abossey Okai

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East Legon (Main)

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East Legon

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Kantamanto

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Kotobabi

Kotobabi Highway Next to
the shell Filling Station
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Email: kotobabi@firstatlanticbank.com.gh

Madina

House No. 239 , Madina – Accra
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Marina Mall

(ATM Site)

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North Ridge

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Osu Oxford Street

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Osu - Oxford Street
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Ring Road

Randolph House, House No. 920/3, Asylum
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Sakaman

Sakaman Total Filling Station, 612
Accra West Region. Dansoman District
Tel: +233 (0) 302218052/3
Email: sakaman@firstatlanticbank.com.gh

Sakumono

Sakumono Junction,
Opposite Total fuel station
Tel: +233 (0) 577687189
Email: sakumono@firstatlanticbank.com.gh

Spintex Road

Adjacent Finatrade Building near Coca Cola
Roundabout
Tel: +233 (0) 30 703 8381 / 030 703 8382
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Tema Community 1

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Tema Central Mall

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Tema Oil Refinery

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Nhyiaeso

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