30th Annual General Meeting
24 April 2018
Pan African Conference Centre
Lomé, Togo

Select Service
Transfer
Payee
○ Akua
○ Joyce
○ Idris
Amount: $35.00
PIN: ****
SEND
Notice is hereby given that the thirtieth Annual General Meeting of Ecobank Transnational Incorporated will be held at the Conference Centre, the Ecobank Pan African Centre, 2365 Boulevard du Mono, Lomé, Togo, on Tuesday, 24th April 2018 at 10.30am to transact the following business:

1. Approval of the accounts
2. Appropriation of the results
3. Renewal of the mandates of directors
4. Ratification of the co-option of directors
5. Renewal of the appointment of the joint auditors

Any shareholder may attend and vote at the meeting or appoint one proxy to so do on his/her behalf.

A proxy form is attached herewith which should be completed and faxed, sent to or deposited at Ecobank Transnational Incorporated, 2365 Boulevard du Mono, B.P. 3261 Lomé, Togo, Fax (228) 22 21 51 19, or sent by email to AGM@ecobank.com by close of business on April 23, 2018.

All relevant documents in connection with the meeting are available to all shareholders from the date of this notice at the Registered Office of the Company at the address above as well as on the Company’s website (www.ecobank.com). Shareholders who wish to receive the electronic version of the 2017 Annual Report may send a request to AGM@ecobank.com

Dated this 21st day of March 2018

By Order of the Board of Directors,

Madibinet Cisse
Company Secretary
30th Annual General Meeting

Draft Resolutions

1. Approval of the Accounts
The General Meeting approves, without any reservation, the accounts of the Company for the financial year ended on December 31, 2017. The General Meeting discharges the Directors and the Auditors from all liabilities in relation to any act or action performed by them with respect to the affairs of the Company for the financial year ended December 31, 2017.

2. Appropriation of the Results
The General Meeting approves the appropriation of the Company’s profit for the year ended December 31, 2017 of USD 182 million; and as follows:
- Profit after tax : USD 182 million
- Profit distributable : USD 182 million
- Retained earnings : USD 289 million

3. Renewal of the mandates of Directors
The General Meeting notes that Mr. Bashir M. Ifo (representing Ecowas Bank for Investment and Development) and Mr. Alain F. Nkontchou have completed their terms of office and renews their mandates for another 3 years ending respectively on the ninth and the sixth anniversary of their appointments as directors.
The General Meeting notes that Ms. Dolika Banda has completed her term of office and renews her mandate for another one year ending a year from the date of this Annual General Meeting.

4. Ratification of the co-option of Directors
The General Meeting notes and ratifies the co-option of Messrs. Monish Dutt, Brian Kennedy and David O’Sullivan as directors for a term of three (3) years ending on the third anniversary of their appointments as directors.

5. Renewal of the appointment of the Joint Auditors
The General Meeting hereby approves the renewal of the appointment of the Joint Auditors, Deloitte & Touche Nigeria, and Grant Thornton, Côte d’Ivoire for a term of one (1) year ending on the day of the Annual General Meeting that will approve the accounts for the 2018 financial year. The General Meeting authorizes the Board of Directors to fix the remuneration of the Joint Auditors.
Monish Dutt (59)
Indian
Monish Dutt is a seasoned investment professional and a consultant on emerging markets. He is a Director of Sagicor Financial Corporation, a pan-Caribbean insurance group, with assets of $6 billion. He also holds board positions with Sagicor Life Insurance Corporation, the Group’s US operations, and Sagicor Bank, Jamaica. He is a Director of Peak Reinsurance, Hong Kong, part of the Fosun Group of China. He is also a member of the Washington-based Board of FINCA Microfinance Holdings, which has operations in over 20 countries in Eurasia, Latin America and Africa.
Prior to this, he worked for 25 years with the International Finance Corporation (IFC). Between 2004 and 2011, Monish was IFC’s Chief Credit Officer for Global Financial Institutions and Private Equity Funds, a Director level role, where he oversaw portfolio performance and represented IFC on the boards of investee companies. Prior to this, he was the Divisional Head of the Baltics, Central Europe, Turkey and Balkans Group, where he led investments in several privatisations. He previously held regional investment officer roles, covering Africa, Asia, Central and Eastern Europe and Latin America. Before joining the IFC, Monish worked with Ernst & Young in London.
He has an MBA, majoring in Finance, from the London Business School and an honours degree in Economics from St. Stephen’s College, University of Delhi. Monish is a Chartered Accountant and accredited as a Fellow by the Institute of Chartered Accountants (UK). Monish is a nominee of IFC.

BRIAN KENNEDY (57)
South African
Mr. Brian Kennedy is currently Group Managing Executive, Nedbank Corporate and Investment Banking (Nedbank CIB). Brian has been working in investment banking for the past 29 years, the last 21 of which have been with the Nedbank Group.
He worked in the engineering industry for six years and moved into investment banking at FirstCorp Merchant Bank in 1988. In 1996, Brian joined BoE NatWest and was appointed Managing Director of BoE Merchant Bank in 1998. He led the Capital Markets business in Nedbank following the merger with and incorporation of BoE, and in November 2003 was appointed Managing Executive of Nedbank Capital and member of the Nedbank Group Executive Committee. He is also responsible for the London operations of Nedbank.
Following the integration of Nedbank Capital and Nedbank Corporate in 2015 into a single client-facing wholesale business, Brian has been leading the teams responsible for developing and driving the overall strategy, positioning and business growth.
Brian holds a BSc (Eng) (cum laude), MSc (Eng), MBA, AMP (Harvard, USA)
Brian is a nominee of Nedbank Group Limited.

DAVID O’SULLIVAN (43)
Irish
Mr. David O’Sullivan is Head of Group Legal for QNB, a position he has been holding since 2012.
He has over 20 years’ experience as a lawyer and investment banker working on corporate and financing transactions in the emerging markets (principally in the Middle East, Africa and Eastern Europe).
Prior to his current position, he was Director, Gulf Investment Incorporation, 2006-2012, Associate Director, HSBC Corporate Finance 2003-2006 and Senior Associate at Clifford Chance LLP, London, Dubai and Moscow from 1996-2003.
He played a leading role in QNB’s investment in Ecobank. Since 2016, he has been a Director of the QNB Global Funds ICAV (an EU fund authorised by the Central Bank of Ireland with sub-funds focussing on sectors including MENA and Sub-Saharan Africa).
Mr. O’Sullivan is a Chartered Financial Analyst and a Solicitor, Law Society of England and Wales. He has a Law degree (LLB) from the Trinity College, Dublin.
David O’Sullivan is a nominee of Qatar National Bank.
Proxy Form

I / We ___________________________________________________________ (Name in block letters)
of ________________________________________________________________ (Address in block letters)

(a) shareholder(s) of Ecobank Transnational Incorporated

do hereby appoint ____________________________________________________________
of ________________________________________________________________
or failing him/her, the chairman of the meeting as my/our proxy to attend, speak and vote on my/our behalf at the 30th Annual General Meeting of shareholders to be held at the Conference Centre, the Ecobank Pan African Centre, Lomé, Togo, on Tuesday, 24 April 2018 at 10.30am and at any adjournment thereof, and to vote or abstain from voting as indicated overleaf on the resolutions to be proposed at the meetings.

Date: ___________________________ Signature: ________________________________

If you so desire, please indicate below how you wish your proxy to be executed.

<table>
<thead>
<tr>
<th>For</th>
<th>Against</th>
<th>Abstain</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. Approval of the Accounts</td>
<td>[ ]</td>
<td>[ ]</td>
</tr>
<tr>
<td>2. Appropriation of the Results</td>
<td>[ ]</td>
<td>[ ]</td>
</tr>
<tr>
<td>3. Renewal of the mandates of Directors</td>
<td>[ ]</td>
<td>[ ]</td>
</tr>
<tr>
<td>a) Bashir M. Ifo</td>
<td>[ ]</td>
<td>[ ]</td>
</tr>
<tr>
<td>b) Alain F. Nkontchou</td>
<td>[ ]</td>
<td>[ ]</td>
</tr>
<tr>
<td>c) Dolika Banda</td>
<td>[ ]</td>
<td>[ ]</td>
</tr>
<tr>
<td>3. Ratification of the co-option of Directors</td>
<td>[ ]</td>
<td>[ ]</td>
</tr>
<tr>
<td>a) Monish Dutt</td>
<td>[ ]</td>
<td>[ ]</td>
</tr>
<tr>
<td>b) Brian Kennedy</td>
<td>[ ]</td>
<td>[ ]</td>
</tr>
<tr>
<td>c) David O’Sullivan</td>
<td>[ ]</td>
<td>[ ]</td>
</tr>
<tr>
<td>5. Renewal of the Appointment of the Joint Auditors</td>
<td>[ ]</td>
<td>[ ]</td>
</tr>
</tbody>
</table>

Date: ___________________________ Signature: ________________________________

If executed by a body corporate, this Proxy Form should bear the common seal of the body corporate and the signature of duly authorised officer(s)

To be valid, this Proxy Form must be filled, signed and lodged at the Registered Office of the Company, 2365 Boulevard du Mono, B.P.3261 Lomé, Togo, Fax(228)22 21 51 19 not later than 5pm on the day preceding the meeting date or presented at the meeting place prior to the commencement of the meeting.