ETERNA PLC
NOTICE OF MEETING

NOTICE IS HEREBY GIVEN that the 22nd Annual General Meeting (AGM) of Eterna Plc will be held on Tuesday 18th December, 2012 at Agip Recital Hall, Muson Centre, Onikan, Lagos at 11.00am prompt to transact the following businesses:

ORDINARY BUSINESS:

1. To lay the Audited Financial Statements for the year ended 31st December, 2011 and the Reports of the Directors, Auditors and the Audit Committee thereon.
2. To re-elect a retiring Director.
3. To re-appoint the Auditors.
4. To authorize the Directors to fix the remuneration of the Auditors.
5. To elect members of the Audit Committee.

SPECIAL BUSINESS:

1. To consider and if thought fit, pass the following as an Ordinary Resolution:

"That the Directors' fee for the year ending December 31, 2012 be and is hereby fixed at ₦6,500,000".

BY ORDER OF THE BOARD

Bunmi Agagu
Acting Company Secretary/Legal Adviser
Dated the 20th day of November, 2012

Note:

Proxy
A member of the Company entitled to attend and vote at the meeting, is entitled to appoint a proxy to attend and vote in his/her place and such proxy need not be a member of the Company.

All proxy instruments should be duly stamped by the Commissioner of Stamp duties and deposited at the Registrar's office, Wema Registrars Limited, Plot 30 Oba Akran Avenue, Ikeja, Lagos, not less than 48 hours before the time fixed for the AGM. A corporate body being a member of the Company is required to execute proxy instrument(s) under seal.

Closure of Register and Transfer Books
The Register of members and Transfer Books will be closed from the 3rd day of December to the 5th day of December, 2012 (both days inclusive) for the purpose of updating the Register of Members in accordance with Section 89 of the Companies and Allied Matters Act Cap C20 Laws of the Federation of Nigeria 2004.

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 member may nominate a shareholder as a member of the Audit Committee. All such nominations should reach the Company Secretary at least 21 days before the Annual General Meeting.

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Energy for Life