

IN THE FEDERAL HIGH COURT
HOLDEN AT LAGOS
FHC/L/CS/1667/2021

IN THE MATTER OF THE COMPANIES AND ALLIED MATTERS ACT
2020 AND IN THE MATTER OF AN APPLICATION UNDER
SECTION 715 THEREOF

AND

IN RE:

ACCESS BANK PLC
[RC NO.125384]

APPLICANT

ORDER

UPON THIS EX-PARTE ORIGINATING
SUMMONS dated and filed on the 28th day of
February, 2022 praying this Honourable Court
for the following Orders:

1. AN ORDER of this Honourable Court sanctioning the Scheme of arrangement between Access Bank Plc (the "Applicant" or the "Company") and the holders of its fully paid ordinary shares under Sections 715 and 716 (1) of the Companies and Allied Matters Act 2020 (the "Scheme") as set out on pages 19 to 22 of the scheme Document annexed to the Affidavit filed on behalf of the applicant in support of this ex-parte Originating Summons.
2. AN ORDER of this Honourable Court confirming that the terms of the said Scheme of arrangement between Access

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Principal Executive Officer
FEDERAL HIGH COURT
IKOYI, LAGOS.

10/3/2022

Bank Plc and the holders of its fully paid ordinary shares is fair to the shareholders of the Applicant.

3. AN ORDER of this Honourable Court directing that each Scheme Share will be transferred to the Holdco without any further act or deed.
4. AND for such further Order or other Orders as this Honourable Court may deem fit to make in the circumstances.

AND AFTER READING the Affidavit in Support of the Motion sworn to by Sunday Ekwochi, Male, Nigerian and Company Secretary of Access Bank Plc (the "Applicant" or the "Company") of 14/15, Prince Alaba, Oniru, Victoria Island, Lagos, filed in this Court Registry, Ikoyi, Lagos.

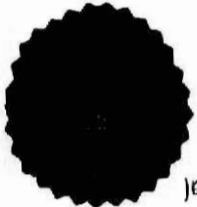
AND AFTER HEARING the submission of Adeniyi Adegbonmire SAN with Adenike Afun Esq., Kareemat Ijaiya Esq. and Raymond I. Nkannebe counsel for the Applicant move in terms of the Motion paper.

AND THE COURT after careful consideration of the application and submissions of Counsel.

IT IS HEREBY ORDERED AS FOLLOWS:

1. That an Order of this Honourable Court is granted sanctioning the Scheme of arrangement between Access Bank Plc (the "Applicant" or the "Company") and the holders of its fully paid ordinary shares under Sections 715 and 716 (1) of

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HON. JUSTICE A. LEWIS-ALLAGOA
PRESIDING JUDGE

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the Companies and Allied Matters Act 2020 (the "Scheme") as set out on pages 19 to 22 of the scheme Document annexed to the Affidavit filed on behalf of the applicant in support of this ex-parte Originating Summons.

2. That an Order of this Honourable Court is granted confirming that the terms of the said Scheme of arrangement between Access Bank Plc and the holders of its fully paid ordinary shares is fair to the shareholders of the Applicant.
3. That an Order of this Honourable Court is granted directing that each Scheme Share will be transferred to the Holdco without any further act or deed.

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ISSUED AT LAGOS UNDER THE SEAL OF THE COURT AND THE HAND OF THE PRESIDING JUDGE THIS 9th DAY OF MARCH, 2022.

AZUNNA BRIGHT C.
REGISTRAR



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