



05008543

UBA House, 57 Marina  
P. O. Box 2406, Lagos  
Tel: 2644651-700; 2642248- 9;  
2642269  
Fax: 2644708  
[www.ubagroup.com](http://www.ubagroup.com)  
Contact: [info@ubapl.com](mailto:info@ubapl.com)

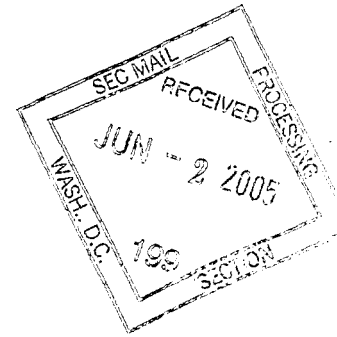
COMPANY SECRETARY'S OFFICE

CS/GDR/0315/2005

May 24, 2005

The US Securities and Exchange Commission  
Office of International Corporate Finance  
450 Fifth Street.NW  
Mail Stop 3 - 9  
Washington DC 20549  
USA

SUPPL



Dear Sirs,

**RE: UNITED BANK FOR AFRICA PLC**  
**GDR PROGRAMME FILE NO. 82 - 4804**

In accordance with Rule 12g 3 – 2(b) of the Securities Exchange Act 1934 please find enclosed the following documents filed with the Corporate Affairs Commission:

1. A copy of Mr. James' resignation letter
2. A copy of the Board resolution accepting Mr. James' resignation
3. Copy of Form CO7 – "Particulars of Directors and of any changes therein" filed with the Corporate Affairs Commission in Nigeria pursuant to Section 292(4) of the Companies and Allied Matters Act 1990 reflecting the resignation of Mr. James
4. A copy of Mallam Aliyu Dikko's letter indicating his intention to retire from the position of Managing Director/Chief Executive Officer.
5. A copy of Alhaji Yunusa K. Ojo's letter indicating his intention to retire from the Board.
6. A copy of Mr. Offong Ambah's letter indicating his intention to resign from the Board.
7. Certified True Copy of the Board resolution accepting their notices of retirements/resignation.
8. Form C O7 reflecting the retirements/resignation of Mallam Dikko, Alhaji Ojo and Mr. Ambah.

Yours faithfully

**per pro: UNITED BANK FOR AFRICA PLC**

*Aidevo Odu-Thomas*  
**AIDEVO ODU-THOMAS**  
**COMPANY SECRETARY**

*[Handwritten signature]*

BOARD OF DIRECTORS: CHAIRMAN: KAYODE SOFOLA, SAN, AG. MANAGING DIRECTOR: BELLO GARBA EXECUTIVE DIRECTOR: GODWIN IZE-IYAMU,  
DIRECTORS: DR T ASUQUO JOHN, IGWE ALEX NWOKEDI, OON, ALHAJI MUSTAPHA ABDULKADIR, VICTOR ODOZI, JUNAID DIKKO, ALIYU DIKKO,  
WILLY KROEGER (GERMAN), PROF. JEAN HERSKOVITS (AMERICAN) DR. KHALID AL-MANSOUR (AMERICAN), ALESSANDRO DEODATO (ITALIAN)

PROCESSED

JUN 07 2005

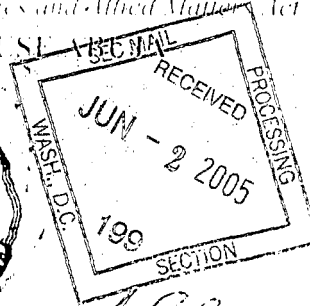
THOMPSON  
FINANCIAL

2. 1. 2004  
UNITED BANK for AFRICA PLC  
GAG CASH AGENCY

# CORPORATE AFFAIRS COMMISSION

Established under the Companies and Allied Matters Act 1990

ZONE 5, WUST



C 30830

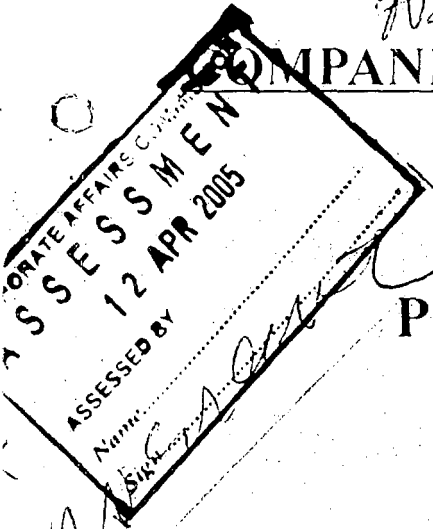
Form C. 07

RC NO. 2457

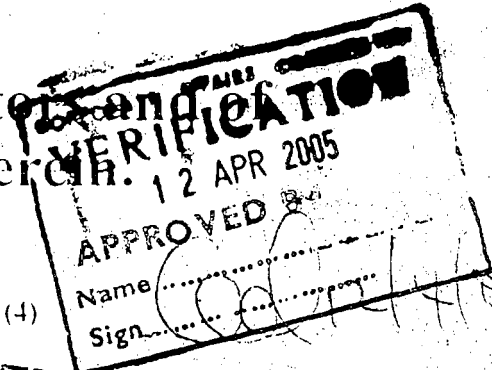
*#4000 payable with penalty*

## COMPANIES AND ALLIED MATTERS ACT 1990

*in view*



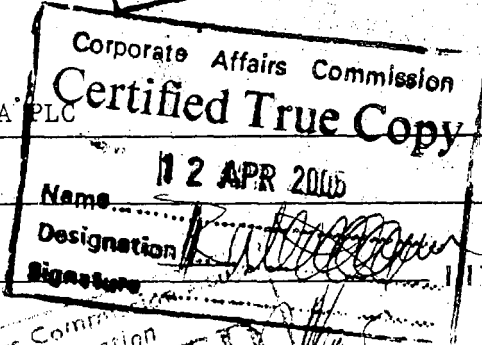
Particulars of Directors and any changes thereon



Pursuant to Section 292 (4)

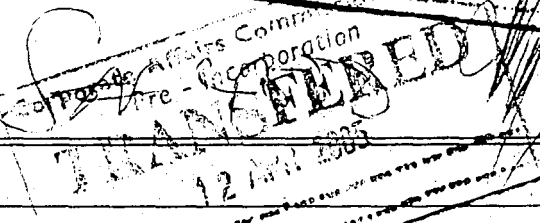
NAME  
OF  
COMPANY

UNITED BANK FOR AFRICA PLC



LIMITED

*024521-120405*



Presented by:

Name

COMPANY SECRETARY

Address

UNITED BANK FOR AFRICA PLC

57 MARINA, LAGOS



ROCKPORT GROUP

GDR File No. 82-4804

WILLIAM C. JAMES  
CHAIRMAN

February 15, 2005

Mr. Kayode Sofola  
Chairman  
United Bank for Africa  
UBA House  
Lagos, Nigeria

Dear Chairman Sofola:

It is with deep regret that I hereby tender my resignation from the board of United Bank for Africa.

I have enjoyed being on the board and serving this noble institution for many years. Regrettably, pressing business obligations in the United States make it difficult for me to regularly attend board meetings in Lagos. It is unfair to the bank and the other directors that I cannot participate more fully.

I will look back on my years as a UBA director with great fondness, and I will always cherish the friendships I made with the UBA staff and the other directors....

You have been a model Chairman and the directors, the UBA staff and shareholders owe you thanks and deepest respect for a job well done.

Sincerely yours,

VERIFICATION  
12 APR 2005  
APPROVED BY

Corporate Affairs Commission  
Certified True Copy  
12 APR 2005  
Name.....  
Designation.....  
Signature.....

ROCKPORT GROUP LLC  
160 FEDERAL STREET • 12<sup>TH</sup> FLOOR  
BOSTON, MASSACHUSETTS 02110-1700  
TELEPHONE: (617) 912-1476 • FAX (617) 912-1449

FOR FILE NO. 52 707

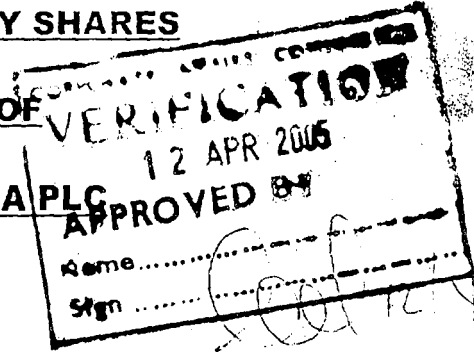
**THE FEDERAL REPUBLIC OF NIGERIA**  
**COMPANIES AND ALLIED MATTERS ACT**

**1990**

**PUBLIC COMPANY LIMITED BY SHARES**

**BOARD RESOLUTION OF**  
**UNITED BANK FOR AFRICA PLC**

**(RC 2457)**




PURSUANT TO SECTION 292(4) OF THE COMPANIES AND ALLIED MATTERS ACT 1990.

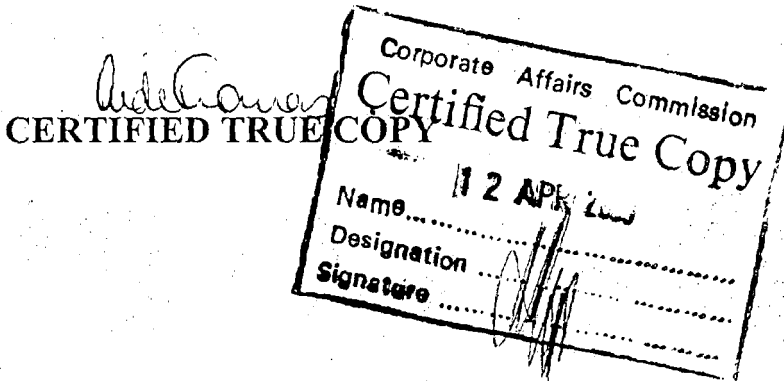
At a meeting of the Board of Directors of United Bank for Africa Plc duly convened and held on Tuesday March 22, 2005 in Lagos, it was resolved:

- [a] That the resignation of Mr. William James from the Board of Directors with effect from February 15, 2005 be and is hereby accepted.

Dated this 12th day of APRIL, 2005.

  
-----  
DIRECTOR

  
-----  
COMPANY SECRETARY



GOV FILE No. 82-4804

**United Bank For Africa Plc**  
UBA House, 57 Marina  
P. O. Box 2406, Lagos  
Tel: 2644651-700; 2642248-9;  
2642269  
Fax: 2644708  
[www.ubagroup.com](http://www.ubagroup.com)  
Contact: [info@ubapl.com](mailto:info@ubapl.com)

**COMPANY SECRETARY'S OFFICE**

**Our Ref: CS/CAC/0201/2005**

**March 31, 2005**

The Registrar - General  
Corporate Affairs Commission  
Plot 565, Ndola Square  
Cadastral Zone II, Wuse Zone 5  
Federal Capital Territory  
Abuja

Dear Sir,

**RE: CHANGES IN THE BOARD OF DIRECTORS**  
**UNITED BANK FOR AFRICA PLC**

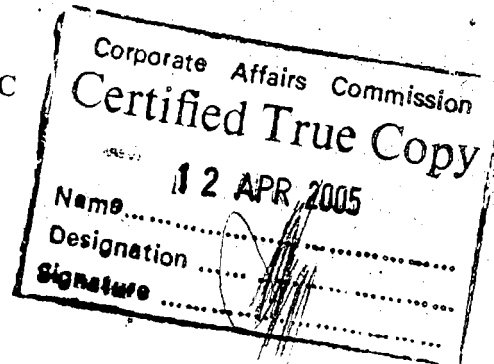
Please find enclosed for your necessary action the following documents:

- [a] Copy of Mr. William James' letter indicating his intention to resign from the position of Director with effect from February 15, 2005.
- [b] Certified True Copy of the Board resolution accepting Mr. William James' notice of resignation as a Director.
- [c] Form CO 7 reflecting the changes in the Bank's Board of Directors.

Thanks for your co-operation.

Yours faithfully,  
per pro: UNITED BANK FOR AFRICA PLC

*Aidevo Odu-Thomas*  
**AIDEVO ODU-THOMAS**  
**COMPANY SECRETARY**



BOARD OF DIRECTORS: CHAIRMAN: KAYODE SOFOLA, SAN, MANAGING DIRECTOR & CHIEF EXECUTIVE: ALIYU DIKKO, EXECUTIVE DIRECTORS: OFFONG AMBAH, YUNUSA K. OJO, BELLO GARBA, GODWIN IZE-IYAMU, DIRECTORS: DR T ASUQUO JOHN, IGWE ALEX NWOKEDI, OON, ALHAJI MUSTAPHA ABDULKADIR, VICTOR ODOZI, JUNAID DIKKO, WILLY KROEGER (GERMAN), PROF. JEAN HERSKOVITS (AMERICAN) DR. KHALID AL-MANSOUR (AMERICAN) WILLIAM JAMES (AMERICAN), ALESSANDRO DEODATO (ITALIAN)

WORK FILE NO. 82-4804

Particulars of Directors of UNITED BANK FOR AFRICA PLC Limited.

<i>Name (In the case of an individual, forename or names and surnames. In the case of a corporation, the corporate names).</i>	<i>Any former forename or names and surnames</i>	<i>Nationality</i>
MR. KAYODE SOFOLA, SAN	NONE	NIGERIAN
MALLAM ALIYU DIKKO	NONE	NIGERIAN
MR. OFFONG AMBAH	NONE	NIGERIAN
ALHAJI. YUNUSA K. OJO	NONE	NIGERIAN
ALHAJI BELLO GARBA	NONE	NIGERIAN
MR. GODWIN IZE-IYAMU	NONE	NIGERIAN
DR. T. ASUQUO JOHN	NONE	NIGERIAN

RESERVED FOR BINDING

Corporate Affairs Commission  
**Certified True Copy**  
 12 APR 2005  
 Name.....  
 Designation.....  
 Signature.....

Dated the 12th day of April

"Director include any person who occupies the position of a director by whatsoever name called and say person in accordance with whose directions or instruction the directors of the company are accustomed to decree.

"Former forename" and "former" do not include in the case of a married woman the name or surname by which she was known previous to the marriage.

The names of all bodies corporate in Nigeria of which the director is also a director should be given, except bodies corporate of which the company making the return is the wholly-owned subsidiary or bodies corporate which are the wholly-owned subsidiaries either of the company or of another company of which the company is the wholly-owned subsidiary. A body corporate is deemed to be the wholly-owned subsidiary of another if it has no members except that other and that other's wholly-owned subsidiaries and its or their nominees.

27 APR 2005  
UNITED BANK for AFRICA PLC  
CAG CASH AGENCY

# CORPORATE AFFAIRS COMMISSION

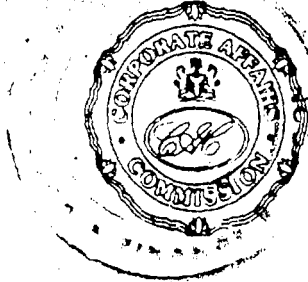
(Established under the Companies and Allied Matters Act 1990)

ZONE 5, WUSE ABUJA

Form C. 07

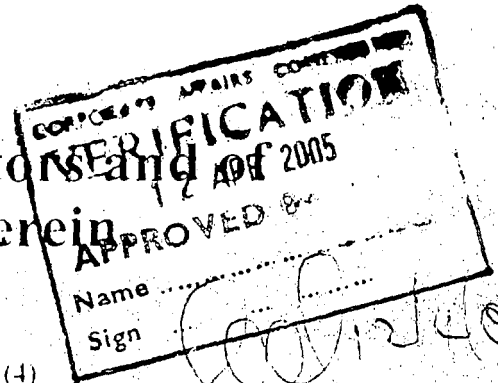
RC NO. 2457

C 3089



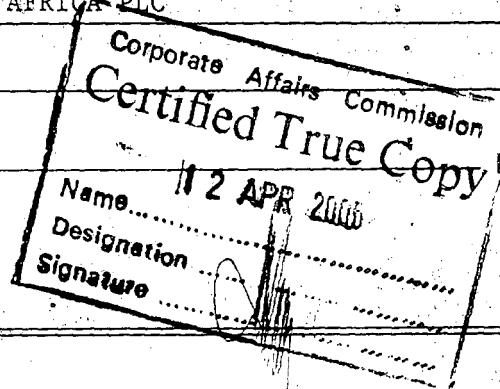
## COMPANIES AND ALLIED MATTERS ACT 1990

Particulars of Directors and  
any changes therein



Pursuant to Section 292 (4)

NAME OF COMPANY { UNITED BANK FOR AFRICA PLC LIMITED



Presented by: Name COMPANY SECRETARY  
Address UNITED BANK FOR AFRICA PLC  
57 MARINA, LAGOS

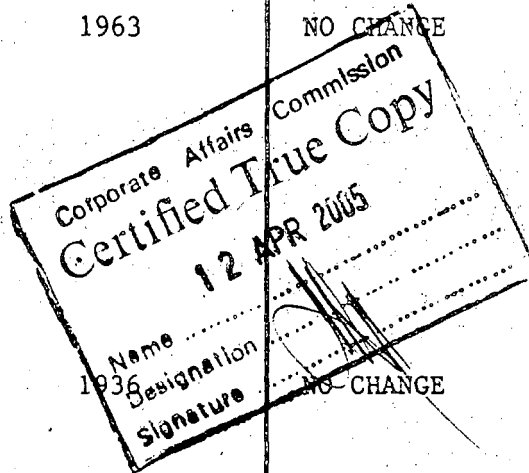


Particulars of Directors of UNITED BANK FOR AFRICA PLC

Limited.

Usual Residential Address (In the case of a corporation the registered or principal office)	Business occupation and particulars of other directorships	Date of Birth	Remarks
39A, 22 ROAD VICTORIA GARDEN CITY, LEKKI, LAGOS	DIRECTOR, UBA PLC	1936	NO CHANGE
AM29, FAKI ROAD TUDUN WADA KADUNA	DIRECTOR, UBA PLC	1941	NO CHANGE
PLOT 4, OLAWALE COLE ONITIRI AVENUE, OFF ADMIRALTY WAY, LEKKI, LAGOS	DIRECTOR, UBA PLC DIRECTOR, TEREDOZ CONSULTING LTD.	1942	NO CHANGE
81828 CLIFTON GARDEN, LONDON	DIRECTOR, UBA PLC	1948	NO CHANGE
25A TONY EROMOSELE STREET, PARKVIEW ESTATE, IKOYI, LAGOS	DIRECTOR, UBA PLC DIRECTOR, COUNTERS TRUST SECURITIES LTD, KMC INVEST. LTD, UNITED TELESYS LTD, STAR DELTA INV. LTD, ASCOT PROPERTIES LTD, CLEVELAND OVERSEAS NIG. LTD.	1963	NO CHANGE
7887 BROADWAY SUITE 901, SAN ANTONIO, TX 78209, U.S.A.	DIRECTOR, UBA PLC		NO CHANGE

RESERVED FOR BINDING



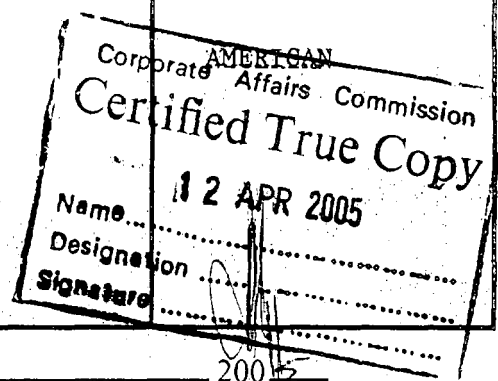
Signature

[Handwritten Signature] Director  
[Handwritten Signature] Secretary

If the space provided in the form is insufficient, particulars of other directorships should be listed on a separate statements attached to this return.

<i>Name (In the case of an individual, forename or names and surnames. In the case of a corporation, the corporate names).</i>	<i>Any former forename or names and surnames</i>	<i>Nationality</i>
IGWE ALEX NWOKEDI, OON	NONE	NIGERIAN
ALHAJI MUSTAPHA A. ABDULKADIR	NONE	NIGERIAN
MR. VICTOR ODOZI	NONE	NIGERIAN
MR. WILLY KROEGER	NONE	GERMAN
MR. JUNAID DIKKO	NONE	NIGERIAN
DR. KHALID T. AL-MANSOUR	NONE	AMERICAN

RESERVED FOR BINDING



Dated the 12<sup>th</sup> day of April 2005

"Director include any person who occupies the position of a director by whatsoever name called and say person in accordance with whose directions or instruction the directors of the company are accustomed to decree.

"Former forename" and "former" do not include in the case of a married woman the name or surname by which she was known previous to the marriage.

The names of all bodies corporate in Nigeria of which the director is also a director should be given, except bodies corporate of which the company making the return is the wholly-owned subsidiary or bodies corporate which are the wholly-owned subsidiaries either of the company or of another company of which the company is the wholly-owned subsidiary. A body corporate is deemed to be the wholly-owned subsidiary of another if it has no members except that other and that other's wholly-owned subsidiaries and its or their nominees

GDR FILE No. 82-4804

UNITED BANK FOR AFRICA PLC  
CAC CASH AGENCY

# CORPORATE AFFAIRS COMMISSION

(Established under the Companies and Allied Matters Act 1990)

ZONE 5, WUSE, ABUJA

Form C. 07

RC NO. 2457



C 30393

## COMPANIES AND ALLIED MATTERS ACT 1990

### Particulars of Directors and of any changes therein

Pursuant to Section 292 (4)

**VERIFICATION**  
12 APR 2005  
APPROVED BY  
Name .....  
Sign .....

NAME { UNITED BANK FOR AFRICA PLC  
OF {  
COMPANY {

Corporate Affairs Commission  
**Certified True Copy**  
Name .....  
Designation .....  
Signature .....

Presented by: \_\_\_\_\_  
Name COMPANY SECRETARY  
Address UNITED BANK FOR AFRICA PLC  
57 MARINA, LAGOS



Particulars of Directors of

UNITED BANK FOR AFRICA PLC

Limited.

Name (In the case of an individual, forename or names and surnames. In the case of a corporation, the corporate names).	Any former forename or names and surnames	Nationality
PROF. JEAN HERSKOVITS	NONE	AMERICAN
MR. ALESSANDRO DEODATO	NONE	ITALIAN
MR. WILLIAM JAMES	NONE	AMERICAN

RESERVED FOR BINDING

Corporate Affairs Commission  
**Certified True Copy**  
 Name ..... 12 APR 2005  
 Designation .....  
 Signature .....

Dated the 12<sup>th</sup> day of April 2005

"Director include any person who occupies the position of a director by whatsoever name called and say person in accordance with whose directions or instruction the directors of the company are accustomed to decree.

"Former forename" and "former" do not include in the case of a married woman the name or surname by which she was known previous to the marriage.

The names of all bodies corporate in Nigeria of which the director is also a director should be given, except bodies corporate of which the company making the return is the wholly-owned subsidiary or bodies corporate which are the wholly-owned subsidiaries either of the company or of another company of which the company is the wholly-owned subsidiary. A body corporate is deemed to be the wholly-owned subsidiary of another if it has no members

GDR FILE No. 82-4804

UNITED BANK FOR AFRICA PLC  
C.A. CASH AGENCY

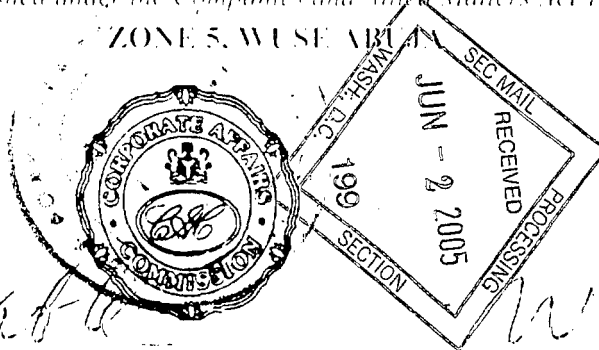
# CORPORATE AFFAIRS COMMISSION

(Established under the Companies and Allied Matters Act 1990)

ZONE 5, WUSE ABUJA

Form C. 07

RC NO. 2457



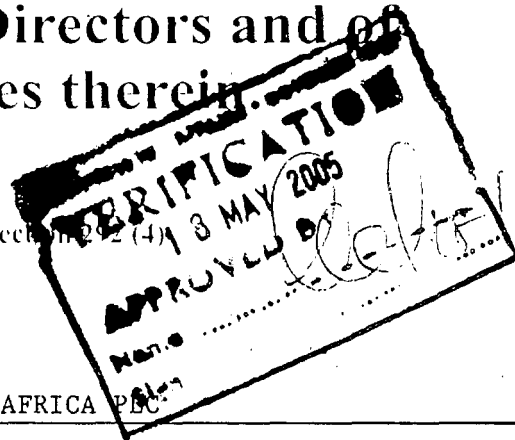
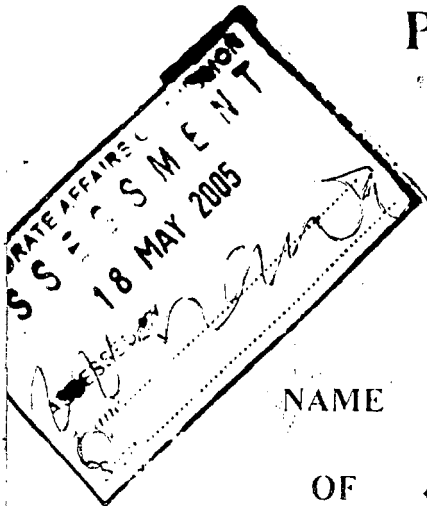
C 30889

*W2000 payable* *W2000B*

## COMPANIES AND ALLIED MATTERS ACT 1990

### Particulars of Directors and of any changes therein

Pursuant to Section 22(4)



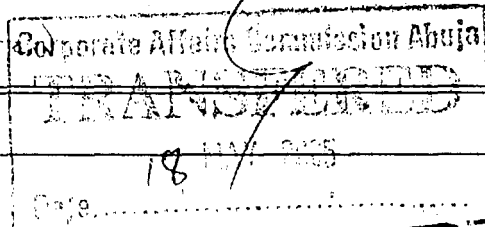
NAME UNITED BANK FOR AFRICA PLC  
OF \_\_\_\_\_  
COMPANY \_\_\_\_\_ LIMITED

*213643 180505 (A10)*

Presented by:

Name COMPANY SECRETARY

Address UNITED BANK FOR AFRICA PLC  
57 MARINA, LAGOS



Corporate Affairs Commissioner

**Certified True Copy**

*18 MAY 2005*  
Name *[Signature]*  
Designation *[Signature]*

Particulars of Directors of UNITED BANK FOR AFRICA PLC

Limited.

RESERVED FOR BINDING

Usual Residential Address (In the case of a corporation the registered or principal office)	Business occupation and particulars of other directorships	Date of Birth	Remarks
5, BABAFEMI OSOBA CRESCENT, LEKKI LAGOS	CHAIRMAN, UBA PLC DIRECTOR, SAKHER INVESTMENTS LTD. GOLDCRUST INV. LTD. L.W. LAMBOURN NIG. LTD.	1949	NO CHANGE
2, ONITOLO ROAD, IKOYI, LAGOS	MD/CHIEF EXECUTIVE UBA PLC DIRECTOR, UBA CAPITAL & TRUST LTD.	1956	RETIRED AS MD/CEO WITH EFF FROM MAY 11, 2005.
PLOT 26, BLOCK 77 ADMIRALTY WAY, PHASE I, LEKKI LAGOS	EXECUTIVE DIRECTOR UBA PLC	1960	RESIGNED WITH EFFECT FROM 15TH APRIL, 2005
10, WURAOLA OJO CLOSE, IDIMU	EXECUTIVE DIRECTOR UBA PLC	1944	RETIRED WITH EFFECT FROM 15TH APRIL, 2005
1, MCGREGOR ROAD IKOYI, LAGOS	EXECUTIVE DIRECTOR UBA PLC	1953	NO CHANGE
9, REMI SHOFOLUWE STREET, MAGODO GRA. LAGOS	EXECUTIVE DIRECTOR UBA PLC	1955	NO CHANGE
8, ILADO CLOSE IKOYI, LAGOS	DIRECTOR, UBA PLCC DIRECTOR, HYDROPEC ENG. SERVICES LTD. UNITED TELESYS LTD., FLOTILLA LTD. VVA METHANOL LTD.	1936	NO CHANGE

Corporate Affairs Commission  
**Certified True Copy**

18 MAY 2005  
Signature

*[Handwritten Signature]* Director  
*[Handwritten Signature]* Secretary

If the space provided in the form is insufficient, particulars of other directorships should be listed on a separate statements attached to this return.

GOR FILE No. 82-4804

United Bank For Africa Plc

UBA House, 57 Marina  
P. O. Box 2406, Lagos  
Tel: 2644651-700; 2642248- 9;  
2642269  
Fax: 2644708  
www.ubagroup.com  
Contact: info@ubapl.com  
May 12, 2005

COMPANY SECRETARY'S OFFICE

Our Ref: CS/CAC/0280/2005

The Registrar - General  
Corporate Affairs Commission  
Plot 565, Ndola Square  
Cadastral Zone II, Wuse Zone 5  
Federal Capital Territory  
Abuja

Dear Sir,

**RE: CHANGES ON THE BOARD OF DIRECTORS  
UNITED BANK FOR AFRICA PLC**

Please find enclosed for your necessary action the following documents:

- [a] A copy of Mallam Aliyu Dikko's letter indicating his intention to retire from the position of Managing Director/Chief Executive Officer.
- [b] A copy of Alhaji Yunusa K. Ojo's letter indicating his intention to retire from the Board.
- [c] A copy of Mr. Offong Ambah's letter indicating his intention to resign from the Board.
- [d] Certified True Copy of the Board resolution accepting their notices of retirements/resignation.
- [e] Form C O7 reflecting the above changes in the Bank's Board of Directors.

Thanks for your co-operation.

Yours faithfully,  
per pro: UNITED BANK FOR AFRICA PLC

*Aidevo Odu-Thomas*  
AIDEVO ODU-THOMAS  
COMPANY SECRETARY

VERIFICATION  
18 MAY 2005  
APPROVED BY  
Name.....  
Sign.....

Corporate Affairs Commission  
Certified True Copy  
18 MAY 2005  
Name.....  
Designation.....  
Signature.....



February 14, 2005

THE CHAIRMAN  
United Bank for Africa Plc  
57 Marina  
Lagos

VOLUNTARY RETIREMENT NOTICE

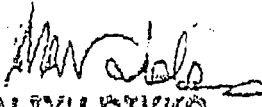
I wish to notify the Bank of my decision to proceed on voluntary retirement from the Office of the Managing Director/Chief Executive of the Bank.

I would like to express my gratitude to the Chairman and the Board Members, the Management and the entire staff of the Bank for the excellent support I received during my one decade of service with the Bank.

I wish the Bank continues to succeed.

Thank you.

Yours sincerely,

  
ALIYU BIKKO

Corporate Affairs Commission  
Certified True Copy  
18 MAY 2005  
Name .....  
Designation .....  
Signature .....

1<sup>st</sup> FEBRUARY, 2005

THRO' MD/CEO

TO THE CHAIRMAN  
BOARD OF DIRECTORS  
UBA PLC  
57, MARINA  
LAGOS

UBA House  
P.O. Box 2406, Lagos  
Tel: (0)1. 2644749, 2644651-700  
Fax: 2642220  
[www.ubagroup.com](http://www.ubagroup.com)  
Contact: info@ubagroup.com

Dear Sir

**REQUEST TO RETIRE FROM ACTIVE SERVICE OF THE BANK**

This is to seek for your approval to formally retire from the active Service of the Bank with effect from 1<sup>st</sup> February, 2005.

Looking back to June, 1969 when I came as a vacation job employee, and my formal appointment as a Special Trainee on 2<sup>nd</sup> August, 1971, I have reasons to glorify Almighty Allah for showing me the right path by joining our establishment, a vibrant, dynamic and progressive bank adored by Nigerians.

This opportunity to serve will remain fresh in my memory as I was given adequate training, exposure and opportunity to serve this great Bank.

I pray that the Board of Directors, Management and staff will continue to show loyalty, dedication and commitment for the future growth of the Bank.

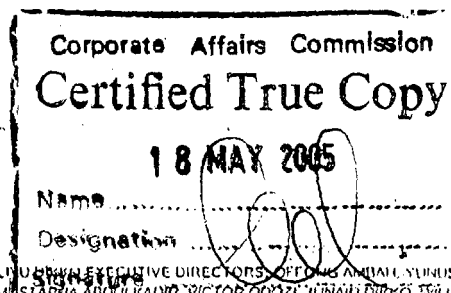
As a Shareholder, though small; I shall continue to project the good image of the Bank and use the contact and relationship that the Bank has enabled me to establish in the past 35 years to add value to the Bank.

I am also, without any iota of hesitation, or pre-condition, willing to respond to any request to offer any assistance based on my experience, towards the growth of the Bank whenever the needs arise.

May Allah continue to protect our Organisation, the Board of Directors, Management and Staff in general while working to move the Bank forward as the most vibrant financial institution in Africa in particular and world-wide generally.

Yours faithfully

  
YUNUSA KOLAWOLE OJO



BOARD OF DIRECTORS: CHAIRMAN: FAYODE SOFOLA, SAN, MANAGING DIRECTOR & CHIEF EXECUTIVE: ALU OBIYAN, EXECUTIVE DIRECTORS: OGTONG ANJIAL, YUNUSA K. OJO, BELLO GARBA, GODWIN IZE-IYAMU, DIRECTORS: DR T ASUGBO JOHN, IGWE ALEX NWOKEDI, OON. ALHAJI MUSTAPHA ABDULRADIQ, VICTOR OOJZE, JUNAIDU DINKO, WILF. KROEGER (GERMAN), PROF. JEAN HERSKOVITS (AMERICAN) DR. KHALID AL-MAHSOURI (AMERICAN) WILLIAM JAMES (AMERICAN) ALESSANDRO DEODATO (ITALIAN)

February 1, 2005

Mr. Offong Ambah  
Plot 26, Block 77  
Admiralty way,  
Lekki phase 1  
Lagos

The Chairman  
Board of Directors  
United Bank for Africa plc.  
57, Marina,  
Lagos

Dear Sir,

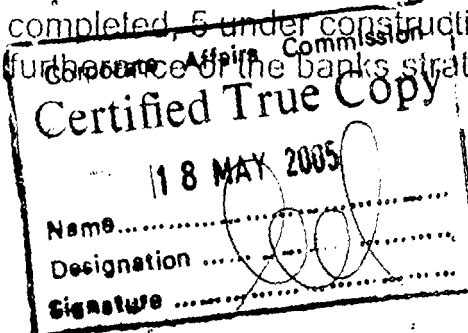
Re: RESIGNATION OF APPOINTMENT

I refer to our recent discussion and wish to indicate my intention to resign my appointment with United Bank for Africa Plc with effect from February 1, 2005. This is coming after three years of service to the institution in the Commercial, Retail and Investment banking groups of the bank.

I am grateful for having been given the opportunity to contribute towards the restructuring of the bank which started in January 2002 with the former Managing Director, Mr. Arnold Ekpe.

Today, there is clearly greater credit discipline in the commercial and banking sector owing largely to proper definition of target market and greater emphasis on programmed lending. The result has been a drastic reduction in the incidence of bad loans and provisioning.

In the retail bank, the entire branch network has been cleaned up, remodelled, re - branded and the front line staff trained to become profit centre managers. Also, for the first time in the post-acquisition history of the bank, 27 new branches were planned for 2003/4 out of which 13 were completed, 5 under construction and 8 sites acquired. This was in furtherance of the bank's strategy to rebuild its retail franchise.



THE FEDERAL REPUBLIC OF NIGERIA

COMPANIES AND ALLIED MATTERS ACT 1990

PUBLIC COMPANY LIMITED BY SHARES

BOARD RESOLUTION OF

UNITED BANK FOR AFRICA PLC

(RC 2457)

APPROVED BY  
18 MAY 2005  
*[Handwritten signature]*

PURSUANT TO SECTION 292 (4) OF THE COMPANIES AND ALLIED MATTERS ACT 1990.

At an Extra-Ordinary meeting of the Board of Directors of United Bank for Africa Plc duly convened and held on Tuesday May 3, 2005 at Lagos, it was resolved:

- [a] That the retirement of Alhaji Yunusa K. Ojo from the Board of Directors with effect from April 15, 2005 be and is hereby accepted.
- [b] That the resignation of Mr. Offong Ambah from the Board of Directors with effect from April 15, 2005 be and is hereby accepted.
- [c] That the retirement of Alhaji Aliyu Dikko as Managing Director / Chief Executive Officer with effect from May 11, 2005 be and is hereby accepted.

Dated this 16<sup>th</sup> day of May 2005.

*[Handwritten signature]*  
-----  
DIRECTOR

Corporate Affairs Commission  
**Certified True Copy**  
18 MAY 2005  
Name .....  
Designation .....  
Signature .....  
-----  
COMPANY SECRETARY

*[Handwritten signature]*  
CERTIFIED TRUE COPY

Particulars of Directors of UNITED BANK FOR AFRICA PLC Limited.

<i>Name (In the case of an individual, forename and surnames. In the case of a corporation, the corporate names).</i>	<i>Any former forename or names and surnames</i>	<i>Nationality</i>
MR. KAYODE SOFOLA, SAN	NONE	NIGERIAN
CALLAM ALIYU DIKKO	NONE	NIGERIAN
MR. OFFONG AMBAH	NONE	NIGERIAN
ALHAJI YUNUSA K. OJO	NONE	NIGERIAN
ALHAJI BELLO GARBA	NONE	NIGERIAN
MR. GODWIN IZE-IYAMU	NONE	NIGERIAN
DR. T. ASUQUO JOHN	NONE	NIGERIAN

RESERVED FOR BINDING

Corporate Affairs Commission  
**Certified True Copy**  
 18 MAY 2005

Name.....  
 Designation..... 2005

Dated the 12<sup>th</sup> day of May

"Director include any person who occupies the position of a director, whatever name called and say person in accordance with whose directions or instruction the directors of the company are accustomed to decree.

"Former forename" and "former" do not include in the case of a married woman the name or surname by which she was known previous to the marriage.

The names of all bodies corporate in Nigeria of which the director is also a director should be given, except bodies corporate of which the company making the return is the wholly-owned subsidiary or bodies corporate which are the wholly-owned subsidiaries either of the company or of another company of which the company is the wholly-owned subsidiary. A body corporate is deemed to be the wholly-owned subsidiary of another if it has no members other than the wholly-owned subsidiaries and its or their nominees.

# CORPORATE AFFAIRS COMMISSION

(Established under the Companies and Allied Matters Act 1, 1990)

WUSE ZONE 5 ABUJA

Form C.O.7

RC NO. 2457

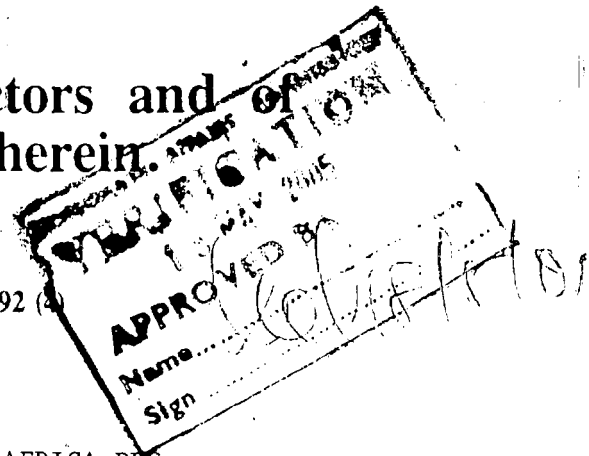


C 176800

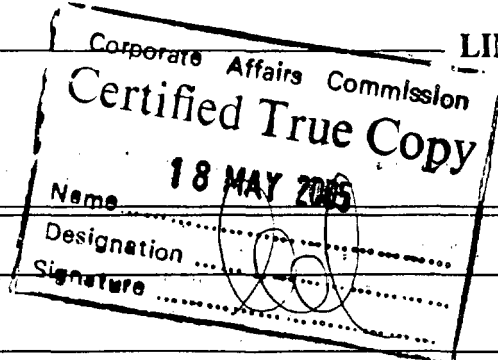
## COMPANIES AND ALLIED MATTERS DECREE 1990

### Particulars of Directors and any changes therein

Pursuant to Section 292 (4)



NAME OF COMPANY { UNITED BANK FOR AFRICA PLC LIMITED



Presented by:

Name

COMPANY SECRETARY

Address

UNITED BANK FOR AFRICA PLC

57, MARINA, LAGOS

Particulars of Directors of

UNITED BANK FOR AFRICA PLC

Limited.

Name (In the case of an individual, forename or names and surnames. In the case of a corporation, the corporate names).	Any former forename or names and surnames	Nationality
IGWE ALEX NWOKEDI, OON	NONE	NIGERIAN
ALHAJI MUSTAPHA A. ABDULKADIR	NONE	NIGERIAN
MR. VICTOR ODOZI	NONE	NIGERIAN
MR. WILLY KROEGER	NONE	GERMAN
MR. JUNAID DIKKO	NONE	NIGERIAN
DR. KHALID T. AL-MANSOUR	NONE	AMERICAN

NINE  
 Corporate Affairs Commission  
**Certified True Copy**  
 18 MAY 2005  
 Name .....  
 Designation .....  
 Signature .....

Dated the 12<sup>th</sup> day of May 2005

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RECEIVED ENB BANK LTD

Usual Residential Address (In the case of a corporation the registered or principal office)	Business occupation and particulars of other directorships	Date of Birth	Remarks
39A, 22 ROAD VICTORIA GARDEN CITY, LEKKI LAGOS	DIRECTOR, UBA PLC	1936	NO CHANGE
AM29, FAKI ROAD TUDUN WADA KADUNA	DIRECTOR, UBA PLC	1941	NO CHANGE
PLOT 4, OLAWALE COLE ONITIRI AVENUE, OFF ADMIRALTY WAY LEKKI, LAGOS	DIRECTOR, UBA PLC DIRECTOR, TEREDQZ CONSULTING LTD.	1942	NO CHANGE
81828, CLIFTON GARDEN, LONDON	DIRECTOR, UBA PLC	1948	NO CHANGE
25A TONY EROMOSELE STREET, PARKVIEW ESTATE, IKOYI, LAGOS	DIRECTOR, UBA PLC DIRECTOR, COUNTERS TRUST SECURITIES LTD., KMC INVEST. LTD. UNITED TELESYS LTD., DTAR DELTA INV. LTD., ASCOT PROPERTIES LTD., CLEVELAND OVERSEAS NIG. LTD.	1963	NO CHANGE
7887 BROADWAY SUITE 901, SAN ANTONIO, TX 78209, U.S.A.		1936	NO CHANGE

RESERVED FOR BINDING

Signature {

*[Handwritten Signature]*  
*[Handwritten Name]*

Corporate Affairs Commission  
**Certified True Copy**  
18 MAY 2005  
Name .....  
Designation ..... Director  
Signature ..... Secretary

If the space provided in the form is insufficient, particulars of other directorship should be listed on a separate statements attached to this return.



# CORPORATE AFFAIRS COMMISSION

(Established under the Companies and Allied Matters Act 1, 1990)

WUSE ZONE 5 ABUJA



Form C.O.7

RC NO

2457

C 176803

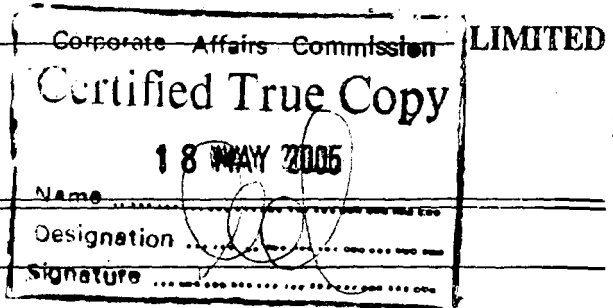
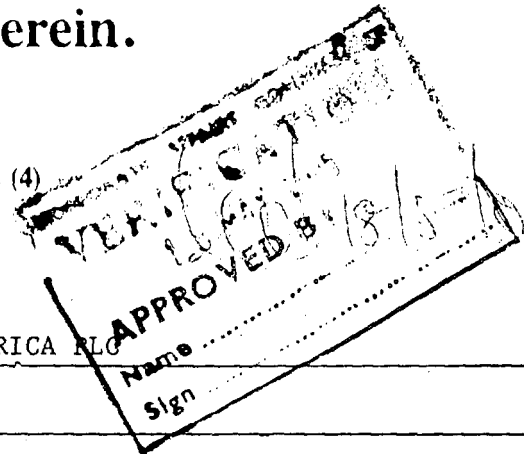
## COMPANIES AND ALLIED MATTERS DECREE 1990

### Particulars of Directors and of any changes therein.

Pursuant to Section 292 (4)

NAME  
OF  
COMPANY

UNITED BANK FOR AFRICA PLC



Presented by:

Name

COMPANY SECRETARY

Address

UNITED BANK FOR AFRICA PLC

57 MARINA, LAGOS

GDR File No. 82-4804

Particulars of Directors of

UNITED BANK FOR AFRICA PLC

Limited.

Name (In the case of an individual, forename or names and surnames. In the case of a corporation, the corporate names).	Any former forename or names and surnames	Nationality
PROF. JEAN HERSKOVITS	NONE	AMERICAN
MR. ALESSANDRO DEODATO	NONE	ITALIAN

RESERVED FOR PRINTING

Corporate Affairs Commission  
Certified True Copy  
18 MAY 2005  
Name .....  
Designation .....  
Signature .....

Dated the 12<sup>th</sup> day of May 2005

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