

# THE FBN HERITAGE FUND NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of Unitholders of the FBN Heritage Fund (the "Fund") will hold on **Thursday, 20 June 2019** by 11am at Westwood Hotel, 22 Awolowo Road, Ikoyi, Lagos, to transact the following business:

## SPECIAL BUSINESS

To consider and if thought fit, pass the following as special Resolutions:

1. That the name of the Fund be changed to the **FBN Balanced Fund**.
2. That the Trust Deed dated 19 April 2007 ("Original Trust Deed"), the Supplemental Trust Deed dated 30 April 2010 ("First Supplemental Trust Deed"), the Supplemental Trust Deed dated 24 March 2011 ("Second Supplemental Trust Deed"), the Supplemental Trust Deed dated 7 November 2011 ("Third Supplemental Trust Deed"), the Supplemental Trust Deed dated 7 February 2013 ("Fourth Supplemental Trust Deed") and the Supplemental Trust Deed dated 28 May 2015 ("Fifth Supplemental Trust Deed"), (the Original Trust Deed and Supplemental Trust Deeds hereinafter jointly referred to as **the Trust Deed**) between FBNQuest Asset Management Limited and Leadway Capital & Trusts Limited be amended as follows:
  - i. By amending Clause 2 of the Trust Deed to read as follows:
 

"It is hereby declared that an open-ended collective investment scheme in the form of a Trust in the name and title of **"FBN Balanced Fund"** is hereby created and the Fund Manager is hereby appointed to establish, manage, operate and administer the Trust and the Trustee is hereby nominated, constituted and appointed as the Trustee of the Trust Fund."
  - ii. By deleting Clause 8.4 of the Trust Deed in its entirety, and substituting with a **new Clause 8.4** to read as follows:
 

"The asset allocation policy of the Fund to be computed at prevailing market values from time to time, shall be as follows:

Asset Class	Asset Allocation
8.4.1 Money Market Instruments	20-60%
8.4.2 Fixed Income (Bonds)	20-40%
8.4.3 Equities*	40-60%
8.4.4 Cash	0-5%

\* The equity allocation covers both quoted and unquoted equities

- iii. By deleting Clause 46 of the Trust Deed in its entirety, and substituting it with a new Clause 46 to read as follows:
 

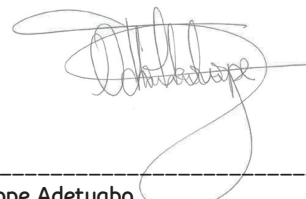
"Power of Modification by Supplemental Deed"
- a. The Trustee and the Fund Manager shall, with prior approval of the SEC and by a Deed supplemental hereto, be entitled to modify, alter or add to the provisions of this Deed in such manner and to such extent as they consider necessary or expedient for any purpose PROVIDED that if the Trustee shall certify in writing that in its opinion such modification, alteration or addition does not prejudice the interests of Unitholders, and does not operate to release the Trustee or the Manager from any responsibility to the Unitholders, such modification, alteration or addition may be made without the sanction of a Special Resolution of a Meeting of Unitholders duly convened and held in accordance with the provisions contained in the first schedule hereto; and PROVIDED also that no such modification, alteration or addition shall impose upon any Unitholder any obligation to make any further payment in respect of his units or to accept any liability in respect thereof.
- b. The Trustee shall have custody of the original of this Deed."

## Notes:

1. Only Unitholders are entitled to be represented at the Meeting. A Unitholder entitled to attend and vote may appoint a Proxy to attend and vote in his stead. A Proxy need not be a Unitholder.
2. All Proxies should be deposited at the office of the Registrars to the Fund, First Registrars & Investor Services Limited at Plot 2, Abebe Village Road, Iganmu, Lagos at least 48 hours before the time fixed for the Meeting.

Dated Friday, 17 May 2019.

BY ORDER OF THE FUND MANAGER



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Tolulope Adetugbo  
Company Secretary to the Fund Manager

Advising | Financing | Trading | Investing | Securing

[www.fbnquest.com/assetmanagement](http://www.fbnquest.com/assetmanagement)

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An FBN Holdings Company  
(A Listed Member of the Nigerian Stock Exchange Premium Board)