



...enduring beauty and protection

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20th May, 2021

Lagos, Nigeria

RESOLUTIONS PASSED AT THE 61st ANNUAL GENERAL MEETING OF BERGER PAINTS NIGERIA PLC

The members of the above-mentioned Company at its 61st Annual General Meeting held on Thursday, May 20, 2021 at the Training Centre, Berger Paints Nigeria Plc, 102, Oba Akran Avenue, Ikeja, Lagos State at 10.00 a.m. proposed, and unanimously passed the following resolutions;

Ordinary Business

1. That the Audited Financial Statements for the year ended 31st December, 2020, together with the reports of the Directors, Auditors, Board Appraisers and Audit Committee thereon submitted to the meeting be received and adopted.
2. That a dividend of 40 kobo per ordinary share of 50 kobo be paid on May 21st, 2021 to all members whose names appeared in the Register of Members as at the close of business on April 30, 2021, subject to the deduction of the appropriate withholding tax at the time of payment, as recommended by the Board.
3. That the following persons be elected as Directors of the Company:
 - 3a. Mrs. Ogechi Iheanacho (Non-Executive Director).
 - 3b. Mrs. Erejuwa Gbadebo (Independent Non-Executive Director).
 - 3c. Mrs. Aisha Umar (Independent Non-Executive Director).
 - 3d. Mr. Victor Olusegun Adeniji (Independent Non-Executive Director).
4. That the following directors retiring by rotation be and are hereby duly re-elected:
 - 4a. Mr Kunle Olowokande
 - 4b. Mr. Anjan Sircar
 - 4c. Mr. Abi Ayida
5. That the remuneration and expenses of the Company's External Auditor, Messrs.' KPMG be fixed by the Directors in respect of the period ending at the end of the next Annual General Meeting pursuant to section 408(1) (b) of the Companies and Allied Matters Act, 2020
6. That in line with sections 257 and 238, CAMA 2020, the remuneration of the Managers of the Business was disclosed to the members as NGN158,445,000, for the 2020 financial year.

No resolution was taken on this item.

RC: 1837

Directors: Abi Ayida (Chairman), Musa Danjuma, Nelson Nweke (Independent), Raj Mangtani (Indian), Adekunle Olowokande, Sanjay Datwani (British), Ogechi Iheanacho, Erejuwa Gbadebo (Independent), Aisha Umar (Independent), Victor Olusegun Adeniji (Independent), Anjan Sircar (Indian/Managing Director)



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7. "That pursuant to Section 404 of the CAMA, a Statutory Audit Committee of the Company be and is hereby appointed with effect from today, May 20, 2021 till the conclusion of the next Annual General Meeting. The following are to constitute the membership of the Committee:
- 7a. Directors:
- (1) Mrs. Ogechi Iheanacho
 - (2) Mr. Victor Olusegun Adeniji
- 7b. Shareholder Representatives:
- (1) Mary Joke Shofolahan
 - (2) Chibuzor Eke; and
 - (3) Taiwo Anuoluwa Afinju
8. "That the sum of N11,333,333, (Eleven Million, Three Hundred and Thirty-Three Thousand Naira, Three Hundred and Thirty-Three Naira), N5,208,330 (Five Million, Two Hundred and Eight Thousand, Three Hundred and Thirty Naira) and N3,791,663 (Three Million, Seven Hundred and Ninety-One Thousand, Six Hundred and Sixty-Three Naira) be paid to Chief Musa Danjuma, Chief Nelson Nweke and Engr. Patrick Buruche, respectively, as retirement benefits having retired from the Board in line with section 297 of CAMA 2020'

Thank you.

Yours faithfully,

For: Berger Paints Nigeria Plc



Ayokunle Ayoko
Company Secretary/Legal Adviser

Berger Paints Nigeria Plc. has a dedicated investors' portal on its corporate website which can be accessed via this link: <https://bergerpaintsnig.com/investor/>
The Company's Investors' Relations Officer can also be reached through electronic mail at: ayokunleayoko@bergerpaintnig.com; or telephone on: +234 9037757191 for any investment related enquiry.

RC: 1837

Directors: Abi Ayida (Chairman), Musa Danjuma, Nelson Nweke (Independent), Raj Mangtani (Indian), Adekunle Olowokande, Sanjay Datwani (British), Ogechi Iheanacho, Erejuwa Gbadebo (Independent), Aisha Umar (Independent), Victor Olusegun Adeniji (Independent), Anjan Sircar (Indian/Managing Director)