

JULIUS BERGER NIGERIA PLC ("JULIUS BERGER OR THE COMPANY")

51<sup>ST</sup> ANNUAL GENERAL MEETING

FCT Abuja, June 18, 2021

At the 51<sup>st</sup> Annual General Meeting of the Company held on June 17, 2021, Members passed the following resolutions to:

1. Authorise a dividend of **₦0.40K** per 50K share. The Dividend payment date shall be June 18, 2021;
2. Approve the re-election of **Mr. George Marks, Engr. Jafaru Damulak and Dr. Ernest Nnaemeka Azudialu-Obiejesi** as Directors of the Company;
3. Authorise the Directors to fix the remuneration of the Auditors;
4. Elect **Chief Timothy Adesiyon, Sir Sunny Nwosu, KSS and Brig. Gen Emmanuel Ebije Ikwue, GCON**, as the **3 (Three)** Shareholders' representatives ("the Shareholders' representatives"), and to constitute **Mr. Ernest Chukwudi Ebi MFR, FCIB and Engr. Jafaru Damulak**, the Board's representatives and the Shareholders' representatives into the Statutory Audit Committee for the Financial year ending December 31, 2021;
5. Pass by single resolution the resolutions No. 7.1, 7.2 and 7.3 of the agenda, to wit:
  - 5.1. Authorise the Directors to capitalise the sum of **₦8M (Eight Million Naira)** standing to the credit of the Retained Earnings and appropriate the said sum to pay for **16 Million units of Shares** of **50K (Fifty Kobo)** each to be appropriated, issued and allotted, at par, to Members as **Bonus shares** in the proportion of **1 (One)** ordinary share of **50K (Fifty Kobo)** each for every **99 (Ninety nine)** ordinary shares of **50K (Fifty Kobo)** each held as at the close of business on May 28, 2021;
  - 5.2. Authorise the Directors to deal with the fractional shares arising from the Bonus Issue;
  - 5.3. Authorise the Directors to give effect to the resolutions on Bonus Issue;
6. Approve the resolutions No. 7.1, 7.2 and 7.3 of the agenda, to wit:
  - 6.1. Authorise the Directors to capitalise the sum of **₦8M (Eight Million Naira)** standing to the credit of the Retained Earnings and appropriate the said sum to pay for **16 Million units of Shares** of **50K (Fifty Kobo)** each to be appropriated, issued and allotted, at par, to Members as **Bonus shares** in the proportion of **1 (One)** ordinary share of **50K (Fifty Kobo)** each for every **99 (Ninety nine)** ordinary shares of **50K (Fifty Kobo)** each held as at the close of business on May 28, 2021;
  - 6.2. Authorise the Directors to deal with the fractional shares arising from the Bonus Issue;
  - 6.3. Authorise the Directors to give effect to the resolutions on Bonus Issue;
7. Approve and adopt the Memorandum and Articles of Association of the Company contained in the printed document submitted to the meeting and for the purpose of identification initialed by the Chairman hereof, as the new Memorandum and Articles of Association of the Company in substitution for and to the exclusion of the existing Memorandum and Articles of Association.



**CECILIA E. MADUEKE (MRS)**

**COMPANY SECRETARY**

**JULIUS BERGER NIGERIA PLC**

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Directors: Mr. M. Sunmonu, CON, Chairman • Mr. G. Marks, Vice Chairman (German) • Engr. Dr. L. Richter, Managing Director (German) • Mr. M. Brack, Financial Director (German)  
Alh. Z. I. Bayi, Director Administration • Mr. T. Meletschus, Director Corporate Development (German) • Dr. E. N. Azudialu-Obiejesi • Engr. J. Damulak • Mrs. B. A. Disu  
Mr. E. C. Ebi, MFR, FCIB • Mr. K. Hensel (German) • Engr. G. M. Sheikh • Mrs. G. O. Talabi