



RC: 36985

CAPITAL HOTELS PLC

(Owners of Sheraton Abuja Hotel)

1, Ladi Kwali Street, Wuse Zone 4. P.M.B. 087, Garki, FCT, Abuja, Nigeria.

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NOTICE OF EXTRA ORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that pursuant to Section 239 of the Companies and Allied Matters Act 2020, an Extra Ordinary General Meeting of Members of Capital Hotels Plc ("the Company") will be held at Sheraton Abuja Hotel, Abuja at 12 noon on Tuesday 3rd August, 2021 to transact the following business:

AGENDA

SPECIAL BUSINESS

1. To approve the increase of the Company's Authorized Share Capital from N800,000,000.00 (Eight Hundred Million Naira) to N1,580,387,755.00 (One Billion, Five Hundred and Eighty Million, Three Hundred and Eighty-Seven Thousand, Seven Hundred and Fifty-Five Naira) by the creation of 1,560,775,510 additional Ordinary Shares of 50k each ranking paripasu in all respects with the existing Ordinary Shares of the Company.
2. To approve the allotment by way of private placement of 1,611,995,510 Ordinary Shares of 50k to 22 Hospitality Limited at the price of N7.00 per share, subject to regulatory approval.
3. To authorise the Directors and the Management to take all actions necessary or incidental to giving effect to the share capital increase and allotment.
4. To amend the Company's Memorandum of Association to read as follows, "The Issued Share Capital of the Company is N1,580,387,755.00 divided into 3,160,775,510 Ordinary Shares of 50k each. "

Notes

1. PROXIES:

A Member of the Company who is entitled to attend and vote at the meeting who is unable to attend and wishes to be represented at the meeting is entitled to appoint a proxy to attend, speak and vote in his/her stead. A proxy need not be a member of the Company. A Proxy Form is enclosed herewith, and for it to be valid for the purpose of the meeting, it must be completed and duly stamped by the Commissioner of Stamp Duties and deposited at the registered office of the Registrars, Cardinalstones Registrars, 358 Herbert Macaulay Street, Yaba Lagos, not later than 48 hours before the time of the meeting.

2. STAMPING OF PROXY FORMS

The Company has made arrangements for the stamping of duly completed and signed Proxy Forms at its cost to be submitted to the Company's Registrars within the stipulated time.

3. COMPLIANCE WITH REGULATORY GUIDELINES ON COVID-19

Shareholders should note that in view of the COVID-19 pandemic and following restrictions by the Government on public gatherings, attendance at the meeting shall only be by Proxy to ensure public health and safety. A Member entitled to attend and vote at the Extra Ordinary General Meeting is advised to select from the under listed proposed Proxies to attend and vote in his or her stead:

- i. Alhaji Abatcha Bulama
- ii. Chief C F Nwokocha
- iii. Mr Patrick Ajudua
- iv. Mr Robert Itawa
- v. Chief I P Nwokocha

4. ONLINE STREAMING OF EGM

The Extra Ordinary General Meeting will be streamed live online. This will enable Shareholders and other stakeholders who will not be attending physically to follow the proceedings. The link for the online streaming will be made available on the Company's Website 'www.capitalhotelsng.org' and on its YouTube Channel.

BY ORDER OF THE BOARD



Alex Ugwuanyi Esq.

FRC/2017/NBA/00000016473

For: Ifebunandu & Co

Company Secretary

8th July, 2021