CAPITAL HOTELS PLC

(Owners of Sheraton Abuja Hotel)

RC: 36985

CAPITAL HOTELS PLC

NOTICE OF EXTRA ORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that pursuant to section 142 of the Companies and Allied Matters Act 2020 (CAMA), an Extra Ordinary General Meeting of Capital Hotels Plc ("The Company") will be held at Sheraton Abuja Hotel, Abuja at 11 am on Monday 25th April, 2022 to transact the following business:

AGENDA

SPECIAL BUSINESS

1. To consider and if thought fit pass the following as Ordinary Resolutions:

   i. "That following the increase in the share capital of the Company, and the urgent need to raise capital for the renovation of the Hotel, 1,611,995,510 Ordinary Shares of 50k each be and are hereby offered by way of Rights Issue to the Existing Shareholders at the price of ₦7 per share in accordance with section 142 of the Companies and Allied Matters Act 2020".

   ii. "That following the rejection of Resolution (i) above by the Existing Shareholders which amounted to a waiver of their rights as provided for in the said section 142 of the Companies and Allied Matters Act 2020, the Directors be and are hereby authorised to allot by way of Private Placement the said 1,611,995,510 Ordinary Shares of 50k each to 22 Hospitality Limited at the price of ₦7.00 per share subject to regulatory approval, and that the earlier authorisation given to the Directors on 3rd August 2021 be and is hereby validated."

   iii. "That the Directors and the Management be and are hereby authorised to take all necessary actions to give effect to the allotment".

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.capitalhotelsplc.com' and on its YouTube Channel.

Dated this 22nd day of March 2022

BY ORDER OF THE BOARD

Alex Ugwuanyi Esq.
FRC/2017/NBA/00000016473
For: Ifebunandu & Co
Company Secretary