

RESOLUTIONS OF MEMBERS OF TRANSCORP HOTELS PLC AT THE 8TH ANNUAL GENERAL MEETING HELD ON MONDAY, APRIL 4, 2022, AT THE TRANSCORP HILTON HOTEL ABUJA

Abuja, Nigeria, April 5, 2022

At the Eighth Annual General Meeting of Transcorp Hotels Plc ("the Company") held on Monday, April 4, 2022, at the Lagos/Osun Hall, Transcorp Hilton Abuja, the Shareholders of the Company passed the following Resolutions:

ORDINARY RESOLUTIONS

1. That a dividend of N0.07k per ordinary share of 50k in the capital of the Company be and is hereby declared by the members as recommended by the Directors, and the said dividend be paid to shareholders whose names appear in the Company's Register of Members as at the close of business on March 23, 2022.
2. That the appointment of Ms. Bolanle Onagoruwa as a Director of the Company be and is hereby approved
3. That Mrs. Owen Omogiafo, a Non-Executive Director, having retired by rotation, being eligible for re-election and having been presented for re-election, be and is hereby re-elected as a Director of the Company
4. That Mr. Alexander Adeyemi a Non- Executive Director, having retired by rotation, being eligible for re-election and having been presented for re-election, be and is hereby re-elected as a Director of the Company
5. That the Directors be and are hereby authorised to fix the remuneration of the Auditors for the year ending December 31, 2022.
6. That Mr. Obot Akaninyene, Mr. Eric Akinduro, Mr. Erinfolami Gafar, Mr. Peter Elumelu and Ms. Bolanle Onagoruwa be and are hereby elected to the Statutory Audit Committee of the Company for the year 2022.

SPECIAL RESOLUTIONS:

7. That the Company be and is hereby authorised to invest in, acquire, or divest from any business and/or carry out as the Directors may deem appropriate and in accordance with any relevant laws, any actions, including but not limited to restructuring, reorganization, reconstruction and such other business arrangement exercise or actions.
8. That subject to regulatory approval (where necessary), the Directors, be and are hereby authorised to take all steps and do all acts that they deem necessary in furtherance of the above, including but not limited to executing and filing all such forms, papers or documents, as may be required with the appropriate authorities; appointing professional advisers and parties that they deem necessary, upon such terms and conditions that the Directors may deem appropriate.
9. That pursuant to Section 131 and other applicable provisions, if any, of the Companies and Allied Matters Act 2020 (CAMA), and Article 12 of the Articles of Association of the Company, the authorised share capital of

the Company be and is hereby reduced from N7,500,000,000 (Seven Billion Five Hundred Million Naira) divided into 15,000,000,000 ordinary shares of 50k each to N5,121,264,205.50 (Five Billion, One Hundred and Twenty One Million, Two Hundred and Sixty Four Thousand, Two Hundred and Five Naira, Fifty Kobo) divided into 10,242,528,411 Ordinary shares of 50k each by cancelling 4,757,471,589 ordinary shares of 50k each, which have not been issued.

10. That Clause 6 of the Memorandum of Association of the Company be and is hereby amended and substituted with the following:

"The Share Capital of the Company is N5,121,264,205.50 (Five Billion, One Hundred and Twenty-One Million, Two Hundred and Sixty-Four Thousand, Two Hundred and Five Naira, Fifty Kobo) divided into 10,242,528,411 Ordinary Shares of 50k each with power to divide the shares in the capital for the time being whether original or increased into several classes".

About Transcorp Hotels Plc

Transcorp Hotels Plc ("Company") is the hospitality subsidiary of Transnational Corporation of Nigeria Plc. The Company owns and operates Transcorp Hilton Abuja, which provides luxury accommodation, excellent cuisine, conferencing and leisure facilities to business travelers and tourists from all over the world. The Company also holds 100 percent interest in Transcorp Hotels Calabar Limited, which owns and operates the Transcorp Hotel in Calabar.

Investors' Relations Statement

- i. The Company has a dedicated investors' page on its website.
- ii. The link to the investors' relations portal is below:
<https://www.transcorphotels.com/investor-relations/>
- iii. The contact details of the Investors' Relations officer is below:
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