

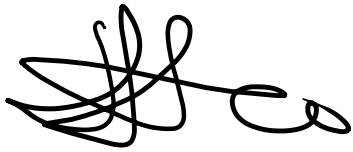
LAGOS, NIGERIA | SEPTEMBER 13, 2023

## RESOLUTIONS PASSED AT THE 2023 EXTRAORDINARY GENERAL MEETING

At the Extraordinary General Meeting of United Capital Plc held on Wednesday, September 13, 2023, at the Transcorp Hilton Hotel, Abuja, the following resolutions were proposed and duly passed:

1. The amendment of the content of Article 2, being the Article on the Classes of Shares, to include new Articles 2.1 and 2.2 as follows:
  - 2.1 *"The Directors may allot new shares created by the Company."*
  - 2.2 *"The Directors may issue electronic certificate of shares allotted or transferred to shareholders."*
2. The amendment of the content of Article 5, being the Article on the Alteration of Articles in the Articles of Association, to include a new Article 5.1 as follows:
  - 5.1 *"The Board of Directors may from time to time by a simple resolution increase its share capital by the allotment of new shares in such amount as it considers expedient."*
3. The amendment of the content of Article 7 of the Articles of Association of the Company by the creation of Articles 7.1 and 7.2 to provide as follows:
  - 7.1 *"The Company's General Meetings may be held electronically."*
  - 7.2 *"The Company may issue notices to members electronically."*
4. The amendment of the content of Article 10, being an article on general meetings in the Articles of Association, with the insertion of a new Article 10.1 as follows:
  - 10.1 *"At any General Meeting, a resolution put to vote shall be decided on a show of hands or by electronic voting."*
5. The amendment of the content of Article 11, being the Article on the number of Directors in the Articles of Association, to increase the number of Directors as follows:
  - 11 *"Save as the Company may by ordinary resolution in general meeting otherwise determine, the number of Directors shall not be more than fifteen (15)."*

6. The amendment of the Company's Memorandum and Articles of Association to reflect the changes authorised by the foregoing resolutions.
7. The authorization and empowerment of the Directors, in the name of and on behalf of the Company, to take or cause to be taken, all actions required to effect the amendments, including without limitation, the preparation, execution and filing of the necessary notifications and forms required by the Corporate Affairs Commission and all other regulatory authorities.



**LEO OKAFOR, PhD, FCIS**

GROUP COMPANY SECRETARY/GENERAL COUNSEL



**DIRECTORS:**

Mr. Chika Mordi (Chairman)  
Mr. Peter Ashade (Group CEO)  
Mr Sunny Anene (Deputy Group CEO)  
Mr. Ayodeji Adigun (ED/COO)  
Mr. Emmanuel Nnorom

Mr. Dipo Fatokun  
Mr. Leke Ogunlewe  
Mr. Sam Nwanze  
Mr. Chiugo Ndubisi