



VITAFOAM NIGERIA PLC RC NO. 3094

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VITAFOAM NIGERIA PLC

Lagos Nigeria

Thursday March 7, 2024

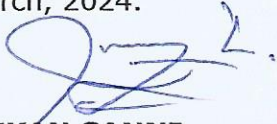
RESOLUTIONS PASSED AT THE 62ND ANNUAL GENERAL MEETING OF VITAFOAM NIGERIA PLC

At the Annual General Meeting of Vitafoam Nigeria Plc duly convened and held on the 7th of March, 2024 at NECA House, Hakeem Balogun Street, Central Business District, Alausa, Ikeja, Lagos, the following resolutions were proposed and duly passed:

1. That the Report of the Directors, together with the Audited Financial Statements for the year ended 30th September, 2023 and the Report of the Auditors and the Audit Committee thereon were laid before the shareholders.
2. That a dividend at the rate of N1.56 kobo per share amounting to ₦1,951,317,000 (One Billion, Nine Hundred and Fifty-One Million, Three Hundred and Seventeen Thousand Naira Only) be distributed to the Shareholders of the Company whose names appear in the Register of Members at the close of business on Monday 12th February, 2024.
3. That Mr. Achike Charles Umunna and Mr. Abdul A. Bello who retired by rotation be and are hereby re-elected as Directors.
4. That Mr. Olaoluwa Ogunfeyitimi, Mr. Gambo Dahiru and Mr. Ademola Bolarinde are hereby confirmed as Directors of Vitafoam Nigeria Plc.
5. That the Directors be and are hereby authorized to fix the remuneration of the Auditors.
7. That Rev. Ibiyinka Elusade, Mr. S. B. Adenrele, Mr. Gbadebo Omolaja Olatokunbo, Mr. Abdul A. Bello and Mr. Ademola Bolarinde be and are hereby elected/re-elected as members of the Audit Committee.
8. That Directors' fee as proposed for the financial year 2023/2024 financial year is hereby approved.
9. That the company be and is hereby authorized to renew recurrent transactions which are of trading nature or those necessary for day-to-day operations from related companies in accordance with the Rules of the Nigerian Exchange Limited governing transactions with related parties.

10. That the company's Articles of Association be amended by the creation of a new Article 45.1 in addition to the existing Article 45 as follows: **"The Company's general meeting may be held electronically through any electronic medium, including but not limited to telephone or video conferencing or similar electronic means or communication facilities that ensure that all persons attending the meeting are able to hear one another and records of proceedings of the meeting can be documented"**.

In closing, the Chairman of the Board of Directors, Prof. (Mrs) Rosemary Egonmwan informed the shareholders of her retirement as Chairman and Director with effect from 10th March, 2024 and introduced Mr. Zakari Sada as the new Chairman of the Board with effect from 11th March, 2024.



LEKAN SANNI
COMPANY SECRETARY/LEGAL ADVISER