

Lagos, Nigeria, April 4, 2025

**Resolutions of Members of Transcorp Hotels Plc at the 11<sup>th</sup> Annual General Meeting held on Thursday, April 3, 2025, at the Transcorp Hilton Hotel, Abuja.**

At the Eleventh (11<sup>th</sup>) Annual General Meeting (AGM) of Transcorp Hotels Plc (“the Company”) held on Thursday, April 3, 2025, at Transcorp Hilton Hotel, Abuja, 1 Aguiyi Ironsi Street, Maitama, Abuja, at 10.00 a.m., the following resolutions were proposed and duly carried:

## **ORDINARY BUSINESS**

1. The Audited Financial Statements for the year ended December 31, 2024, and the Report of the Directors, Auditors and Audit Committee thereon were laid before the shareholders.
2. That a final dividend of 64 kobo per ordinary share recommended by the Directors of the Company for the year ended December 31, 2024 be, and is hereby, approved.
3. That Mrs. Uzo Oshogwe be, and is hereby, appointed a Director of the Company.
4. That Mr. Emmanuel Nnorom and Mr. Peter Elumelu having retired by rotation, being eligible for re-election, and having been presented for re-election, be and are hereby re-elected as Non-Executive Directors of the Company.
5. That the Directors of the Company be and are hereby authorised to fix the remuneration of the Auditors for the 2025 financial year.
6. The following persons were re-elected to represent the shareholders on the Audit Committee of the Company for the year 2025:
  - Mr. Obot Akaninyene
  - Mr. Eric Akinduro
  - Mr. Erinfolami Gafar

The following Directors were re-appointed to represent the Board on the Audit Committee for the year 2025:

- Mr. Peter Elumelu
- Ms. Bolanle Onagoruwa

## **SPECIAL BUSINESS**

7. That the remuneration payable to Non-Executive Directors for the year ending December 31, 2025, be and is hereby fixed at the sum of ₦375,000,000 (Three Hundred and Seventy-Five Million Naira) only, such payment to be effective from January 1, 2025.

Transcorp Hotels Plc (RC 248514)

1, Aguiyi Ironsi Street, Maitama, PMP 200, Abuja, Nigeria. Tel: +234 -9-461-3000, +234-803-901-3000  
Directors: Emmanuel Nnorom(Chairman), Uzo Oshogwe (MD/CEO), Dr. Owen D. Omogiafo, OON (Director), Peter J. Elumelu (Non-Executive Director), Adesimbo Bello-Ukiri (Non-Executive Director), Bolanle Onagoruwa (Independent Non-Executive Director), Garba Abubakar (Independent Non-Executive Director), Oluwatoyin Madein (Non-Executive Director)



8. 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.
9. 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 resolution above, including but not limited to executing and filing all such forms, documents or information with the appropriate authorities, as may be required, appointing professional advisers and parties that they deem necessary, upon such terms and conditions that the Directors may deem appropriate.
10. That in compliance with the Rule of the Nigerian Exchange Limited governing transactions with related parties or interested persons, the Company, and its related entities be and are hereby granted a general mandate in respect of all recurrent transactions entered with a related party or interested person provided such transactions are of a revenue or trading nature or are necessary for the Company's day-to-day operations. This mandate shall commence on the date on which this resolution is passed and shall continue to operate until the date on which the next Annual General Meeting of the Company is held.

Dated this 4th day of April 2025

**By Order of the Board**

**Atinuke Kolade**  
**Company Secretary**

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