



LAGOS, 29TH APRIL 2025

## RESOLUTIONS PASSED AT THE 66TH ANNUAL GENERAL MEETING.

At the 66th Annual General Meeting of Lafarge Africa Plc (the "Company") held at the Grand Banquet Hall, The Civic Centre, Ozumba Mbadiwe Road, Victoria Island, Lagos, on Friday, 25th April 2025 at 11:00 a.m., the following Resolutions were proposed and duly passed:

### ORDINARY BUSINESS

#### 1. Declaration of Final Dividend

"That a final dividend of N1.20 per unit of ordinary share, amounting to N19,329,354,865.20 (Nineteen Billion, Three Hundred and Twenty-Nine Million, Three Hundred and Fifty-Four Thousand Naira, Eight Hundred and Sixty-Five Naira, Twenty Kobo) only, be payable in respect of the year ended 31<sup>st</sup> December 2024, subject to deduction of withholding tax".

#### 2. Election and Re-election of Directors:

- i. "That the appointment of Mrs. Olusola Oworu as an Independent Non-Executive Director of the Company, be and is hereby ratified."
- ii. "That the appointment of Mr. Taner Demir as a Non-Executive Director of the Company, be and is hereby ratified."
- iii. "That Mrs. Adenike Ogunlesi be and is hereby re-elected a Director of the Company."
- iv. "That Mrs. Oyinkan Adewale, FCA be and is hereby re-elected a Director of the Company."
- v. "That Mr. Kaspar Theiler be and is hereby re-elected a Director of the Company."

#### 3. Remuneration of External Auditors

"That the Directors be and are hereby authorised to fix the remuneration of the Independent Auditors for the year ending 31<sup>st</sup> December, 2025."

#### 4. Election of Members of the Statutory Audit Committee

"That the following Shareholders' Representatives: **Adeleke Adebayo Adetunji; Adekanmbi David Ademola; and Adejuwon Ademola Timothy** be and are hereby elected to represent the Shareholders on the Statutory Audit Committee while **Mr. Taner Demir and Mrs. Oyinkan Adewale** be and are hereby appointed to represent the Board on the Statutory Audit Committee for the 2025 audit year."



LAFARGE AFRICA PLC. (RC 1858)

TAX IDENTIFICATION NUMBER (TIN): 01057508-001

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**DIRECTORS:** Mr. Gbenga Oyeboode MFR - (Chairman), Mr. Lolu Alade-Akinyemi - Group Managing Director/CEO, Mrs. Elenda Osima-Dokubo - Director, Mrs. Adenike Ogunlesi - Director, Mrs. Oyinkan Adewale, FCA – Director, Mr. Kaspar Theiler – Director (Swiss), Mr. Khaled El Dokani – Director (Egyptian), Mrs. Claudia Albertini – Director (Italian), Grant Earnshaw - Director (British), Mr. Taner Demir – Director (Turkish), Mrs. Olusola Oworu – Director (Nigerian)

## SPECIAL BUSINESS

### 5. Remuneration of Non-Executive Directors

"That the remuneration of the Non-Executive Directors in respect of the year ending 31st December, 2025, be and is hereby fixed at N120,007,826.4 (One Hundred and Twenty Million, Seven Thousand, Eight Hundred and Twenty-Six Naira, Four Kobo)."

### 6. General Mandate for Related Party Transactions

"That pursuant to Rule 20.8 of the Nigerian Exchange Limited, Issuers Rule, the general mandate given to the Company to procure goods and services and enter into incidental transactions necessary for its day-to-day operations from its related parties or interested persons on normal commercial terms, be and is hereby renewed."

### 7. Amendment of the Memorandum of Association of the Company

"That the Memorandum of Association of the Company be and is hereby amended by inserting the following sub-clauses in the Objects Clause:

- i. To provide comprehensive waste management services through its Geocycle operations or any other entity or subsidiary, including but not limited to waste collection, recycling, treatment of various types of waste, including residential, commercial and industrial waste.
- ii. To develop, implement, and manage waste management systems and solutions, including the establishment of waste sorting and recycling facilities.

In addition to the items above, two other items, (i) the Presentation of the 2024 Financial Statements and the accompanying Reports of the Directors, the Auditor, and the Report of the Audit Committee and (ii) the Disclosure of the Remuneration of Managers, were also taken and noted by the Shareholders.

Certified as a true record of the Resolutions passed and other items taken at the 66th Annual General Meeting of Lafarge Africa Plc, held on the 25th of April, 2025.



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**ADEWUNMI ALODE**  
COMPANY SECRETARY



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**LOLU ALADE-AKINYEMI**  
GMD/ CHIEF EXECUTIVE OFFICER