

**LAGOS, NIGERIA, 5 JUNE 2025**

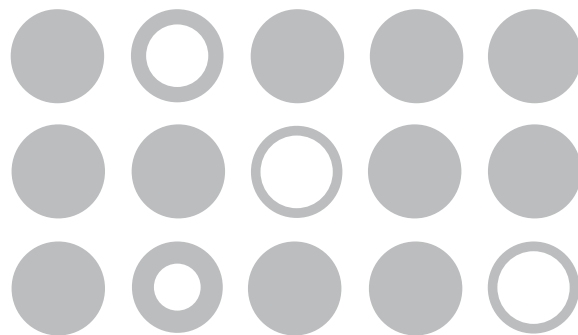
**RESOLUTIONS PASSED AT THE ANNUAL GENERAL MEETING OF UAC OF NIGERIA PLC HELD ON 4 JUNE 2025**

At the Annual General Meeting of UAC of Nigeria PLC (the "**Company**" or "**UAC**") held on 4 June 2025, at Festival Hotel, Diamond Estate, Amuwo Odofin, Lagos in respect of the 2024 Financial Year:

- A.** The Chairman of the Board of Directors (the "**Board**") laid the Audited Financial Statements together with the Report of the Directors, Auditors and the Audit Committee for the year ended December 31, 2024 before the shareholders.
- B.** The remuneration of Managers of the Company was presented to the shareholders and same was duly noted.
- C.** Shareholders were informed that the following Directors had been nominated to represent the Board on the Statutory Audit Committee:
  - (i) Mrs. Suzanne Iroche; and
  - (ii) Mrs. Amina Muhtar.

**The following resolutions were considered and duly passed:**

- 1. That a dividend of 22 kobo per ordinary share of 50 kobo be paid to all shareholders whose names appear in the Company's Register of Members as of 21 May 2025, subject to appropriate withholding tax.
- 2. That Mrs. Suzanne Iroche, who is retiring by rotation and being eligible offers herself for re-election be and is hereby re-elected.
- 3. That Mr. Karl Toriola, who is retiring by rotation and being eligible offers himself for re-election be and is hereby re-elected.
- 4. That Mrs. Obi James be and is hereby elected as director of the Company.
- 5. That Mrs. Amina Muhtar be and is hereby elected as director of the Company.
- 6. That the Directors be and are hereby authorized to fix the remuneration of the Company's External Auditors for the 2025 financial year.



7. That the following shareholders be and are hereby elected as members of the Company's Statutory Audit Committee:
  - a) Mr. Olabisi Fayombo-(Shareholder);
  - b) Mr. Matthew Akinlade- (Shareholder); and
  - c) Mr. Nwosu Nnabike Kenneth- (Shareholder).
8. That the remuneration of Directors be and is hereby fixed until there is a change and reviewed by the Annual General Meeting.
9. That a general mandate be and is hereby given, authorizing the Company through the Directors to enter into recurrent transactions with related parties or companies until reviewed by the Company at an Annual General Meeting.
10. That the Memorandum and Articles of Association of the Company be and is hereby amended by altering same in the manner indicated in Annexure 1 to the Notice of the Annual General Meeting and, that the Directors be and are hereby authorized to take all such lawful steps, pass all requisite resolutions, and do all such other lawful acts and/or things as may be necessary for and/or incidental to giving effect to this resolution.

**BY ORDER OF THE BOARD**

**AYOMIPO WEY**  
**COMPANY SECRETARY/GROUP GENERAL COUNSEL**  
**FRC/2013/NBA/00000003124**