

LAGOS, NIGERIA, 25 JUNE 2026

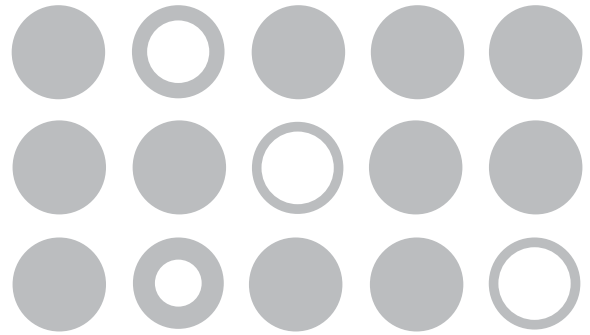
RESOLUTIONS PASSED AT THE ANNUAL GENERAL MEETING OF UAC OF NIGERIA PLC HELD ON THURSDAY, 25 JUNE 2026

At the Annual General Meeting of UAC of Nigeria PLC (the “**Company**” or “**UAC**”) held on Thursday, 25 June 2026, at Festival Hotel, Diamond Estate, Amuwo Odofin, Lagos State, in respect of the 2025 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 31 December 2025 before the shareholders.
- B.** The remuneration of Managers of the Company was disclosed 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 ₦1.00 per ordinary share be paid to all shareholders whose names appear in the Company's Register of Members as of 11 June 2026, subject to appropriate withholding tax.
- 2.** That Mr. Khalifa Biobaku, who is retiring by rotation and being eligible offers himself for re-election be and is hereby re-elected.
- 3.** That Ms. Obi James, who is retiring by rotation and being eligible offers herself for re-election be and is hereby re-elected.
- 4.** That the Directors be and are hereby authorized to fix the remuneration of the Company's External Auditors for the 2026 financial year.
- 5.** 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 Nwabike Kenneth – (Shareholder).



6. 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.
7. That;
 - a) Subject to all requisite regulatory approvals, the Company hereby approves the Long-Term Incentive Plan (the “LTIP”) described in the Notice of the Annual General Meeting and that the Directors be and are hereby authorised to take all such steps and to do all such things as are required to give effect to the establishment of the LTIP, including but not limited to the establishment of an Employee Share Option Scheme (the “VCP”) as a component of the LTIP, subject to a maximum size of an additional 10% of the issued share capital of the Company.
 - b) The VCP shall be administered by the Board, and the Board may, in its discretion, do so through the appointment of a trustee on such terms and conditions as may be approved by the Board.
 - c) In order to give effect to the VCP, the Board may authorise:
 - i) the issue of any existing unissued shares in the capital of the Company;
 - ii) the issue of new shares;
 - iii) the purchase by the Company of its own shares or the purchase by a trustee of shares of the Company on the floor of the Nigerian Exchange; or
 - iv) such other methods as may be approved by the Board, whether solely or in such combination as the Board may determine.
 - d) Any shares purchased by the Company or by the trustee under the proposed VCP on the floor of the Nigerian Exchange shall not at any time exceed a maximum of an additional 10% of the issued share capital of the Company.
 - e) The authorisations granted to the Board of the Company with respect to the VCP shall remain valid and effective unless amended by the shareholders in general meeting, for as long as the VCP remains in operation by the Company.

BY ORDER OF THE BOARD

AYOMIWO WEY
COMPANY SECRETARY/GROUP GENERAL COUNSEL
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