



Lagos, 26th September 2024

RESOLUTIONS PASSED AT THE 2024 ANNUAL GENERAL MEETING OF LEARN AFRICA PLC

At the 2024 Annual General Meeting of Learn Africa Plc (the Company) held at Felix Iwerebon House, 52 Oba Akran Avenue, Lagos on Thursday, 26th September 2024, the Chairman of the Board of the Company laid the Audited Financial Statement for the year ended March 31, 2024, before the Shareholders. Subsequently, the following resolutions were considered and duly passed:

1. The reelection of (a) Mr. Federick E. Ijewere (b) Mrs. Yetunde Aina (c) Hajia Binta Bakari as Directors of the Company.
2. The authorization of the Directors to fix the remuneration of the external Auditors.
3. The election of (a) SUPE Anthony Omojola (b) Mrs. Mary Joke Shofolahan (c) Mr. David Olusegun Oguntoye as Shareholders' representatives on the Statutory Audit Committee and the nomination of (a) Mr. Frederick Ijewere (b) Mrs. Egbichi Akinsanya as Directors' representatives on the Statutory Audit Committee.
4. The approval of the remuneration of Non-Executive Directors for year 2024/2025.
5. The increase in Share Capital of the Company from 771,450,000.00 to 867,881,250 by the creation of 96,431,250 units of ordinary shares of ~~N~~0.50k at ~~N~~0.50k per share.
6. The declaration of a Bonus Issue of one (1) share for every eight (8) ordinary shares of ~~N~~0.50k to existing Shareholders of the Company whose names are registered in the Company's Register of Members at the close of business on Friday, 6th September 2024 for the Financial Year ended 31st March 2024.
7. The amendment of Clause 6 of the Memorandum of Association of the Company to comply with resolution 5 above to read: "the Share Capital of the Company is ~~N~~433,940,625 divided into 867,881,250 ordinary shares of ~~N~~0.50k each"



8. The amendment of the Company's Memorandum and Articles of Association to permit Directors to conduct Board Committees, Board Meetings and General Meetings via teleconference.

For: Learn Africa Plc

A blue handwritten signature, appearing to be a stylized 'D' or 'DCSL'.

**DCSL Corporate Services Limited
Company Secretaries**