

Abuja, Nigeria, February 26, 2026

Resolutions of Members of Transcorp Hotels Plc at the 12th Annual General Meeting held on Thursday, February 26, 2026, at the Transcorp Hilton Hotel, Abuja

At the twelfth Annual General Meeting of Transcorp Hotels Plc ("the Company") held on Thursday, February 26, 2026, at Transcorp Hilton Abuja, 1 Aguiyi Ironsi Street, Maitama, Abuja, at 10.00am, the following Resolutions were proposed and unanimously carried:

ORDINARY BUSINESS

1. That the Audited Financial Statements for the year ended December 31, 2025, and the Report of the Directors, Auditors and Audit Committee thereon were laid before the Shareholders.
2. That a final dividend of N1.20k per ordinary share recommended by Directors of the Company for the year- ended December 31, 2025 be, and is hereby, approved.
3. That Dr. Awele V Elumelu, OFR be, and is hereby appointed a Director of the Company.
4. That Alhaji Garba Abubakar and Ms. Adesimbo Ukiri having retired by rotation, being eligible for re-election and having been presented for re-election, be and is hereby re-elected as 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 2026 financial year.
6. That the following persons were re-elected to represent the shareholders on the Audit Committee of the Company for the year 2026:
 - 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 2026.

- Ms. Bolanle Onagoruwa
- Alhaji Garba Abubakar

Transcorp Hotels Plc (RC 248514)

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

www.transcorphotels.com



SPECIAL BUSINESS

7. That the remuneration payable to Directors for the year ending December 31, 2026 be and is hereby fixed at the sum of N375,000,000 (Three Hundred and Seventy-Five Million Naira) only, such payment to be effective from January 1, 2026.
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 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 26th day of February 2026.

By Order of the Board

Atinuke Kolade
Company Secretary

Transcorp Hotels Plc (RC 248514)

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

www.transcorp-hotels.com