

**LAGOS, 18<sup>th</sup> February 2026**

**NOTIFICATION OF RESOLUTIONS PASSED AT THE ANNUAL GENERAL MEETING OF FORTIS GLOBAL INSURANCE PLC**

At the Annual General Meeting of Fortis Global Insurance Plc (the Company), held at BWC Hotels, 1228B, Ahmadu Bello Way, Victoria Island, Lagos, on Thursday, 12 February 2026, the following resolutions were passed:

**ORDINARY BUSINESS**

1. That the Audited Financial Statements of the Company for the year ended 31st December 2020, together with the Reports of the Directors, Auditors and Audit Committee thereon, be and are hereby received and approved.
2. That the Audited Financial Statements of the Company for the year ended 31st December 2021, together with the Reports of the Directors, Auditors and Audit Committee thereon, be and are hereby received and approved.
3. That the Audited Financial Statements of the Company for the year ended 31st December 2022, together with the Reports of the Directors, Auditors and Audit Committee thereon, be and are hereby received and approved.
4. That the Audited Financial Statements of the Company for the year ended 31st December 2023, together with the Reports of the Directors, Auditors and Audit Committee thereon, be and are hereby received and approved.
5. That the Audited Financial Statements of the Company for the year ended 31st December 2024, together with the Reports of the Directors, Auditors and Audit Committee thereon, be and are hereby received and approved.
6. That the appointment of the following persons as Directors of the Company be and is hereby ratified:
  - I. Abiodun Sanusi
  - II. Nelson Ahaneku
  - III. Nomwen Imariagbotua Emeghalu
7. That the following Directors, who retire by rotation in accordance with Article 83 of the Company's Articles of Association and being eligible have offered themselves for re-election, be and are hereby re-elected as Non-Executive Directors of the Company:
  - I. Rohan Fernando
  - II. Musa Lawan
8. That the appointment of TAC Professional Services as the Auditors of the Company be and is hereby ratified, and the Directors are hereby authorized to fix their remuneration.

Directors: Akin Iroko (Nigerian, Chairman), Rohan Fernando (NED, Sri Lankan), Musa Lawan (NED, Nigerian), Abiodun Sanusi (NED, Nigerian), Nelson Ahaneku (NED, Nigerian), Nomwen Emeghalu (Managing Director), Olutayo Amore

9. That the following persons be and are hereby elected and approved as members of the Statutory Audit Committee:

- i. Gafar B.O.K. Erinfoami
- ii. Saka Kolawole Adams
- iii. Mathew Esanonjor SAN

That the following Non-Executive Directors were nominated to represent the Board on the Statutory Audit Committee:

- i. Rohan Fernando
- ii. Musa Lawan

### **SPECIAL BUSINESS / ORDINARY RESOLUTIONS**

10. That the remuneration of the Non-Executive Directors of the Company be and is hereby approved.
11. That subject to necessary regulatory and statutory approvals, the Board of Directors be and are hereby authorized to take all necessary steps to raise additional capital for the Company to meet the mandatory minimum capital requirement in any form and through any structure, including without limitation, equity, debt, quasi-equity or hybrid instruments. The capital raise may be undertaken by way of ordinary shares, preference shares (cumulative or non-cumulative, redeemable or non-redeemable), debentures, bonds, notes, subordinated instruments, convertible or non-convertible instruments, mezzanine financing, rights issues, private placements, public offers, or any other capital or debt instrument or structure permitted under applicable law. The Board is further authorized to negotiate, approve and execute all agreements, documents and transactions necessary to consummate any such capital raise, and to take all actions required to ensure the Company's continued compliance with NAICOM's minimum capital requirements and the risk-based capital framework.
12. That pursuant to the provisions of the Companies and Allied Matters Act, 2020 (CAMA 2020) and the existing Articles of Association of the Company, the Articles of Association of the Company be and are hereby amended to permit the holding of General Meetings either physically or electronically.
- A. That a new Article 57(2) be inserted immediately after Article 57(1) as follows:
- "The Company may convene and hold any Meeting (including Directors', Annual or Extraordinary General Meetings) by physical or electronic means, and members participating through such electronic or technological platform shall be deemed to be present in person for the purposes of quorum, voting and all other proceedings of the meeting."*
13. That the Board of Directors be and are hereby authorized to do all such acts, deeds, matters and things as they may deem necessary or expedient to give effect to the foregoing resolutions.



**Halima Jimada**  
Company Secretary/Legal Adviser  
Fortis Global Insurance Plc