

Guaranty Trust Bank plc
RC 152321
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Akin-Adesola
Branch



RC NO. 152321

**THE FEDERAL REPUBLIC OF NIGERIA
THE COMPANIES AND ALLIED MATTERS ACT 2020**

PUBLIC LIMITED LIABILITY COMPANY

**RESOLUTION
OF
GUARANTY TRUST BANK PLC**

At the Thirty-first Annual General Meeting of **GUARANTY TRUST BANK PLC** ("the Company"), duly convened and held on Friday, April 9, 2021, at the Oriental Hotel, 3, Lekki Road, Victoria Island, Lagos, the following Resolution was proposed and duly passed:

1. "That the Audited Financial Statements for the financial year ended December 31, 2020, and the Reports of the Directors, Auditors and Statutory Audit Committee thereon laid before the Meeting be and are hereby received";
2. "That the final dividend in respect of the financial year ended December 31, 2020, in the sum of ₦79,464,186,000.00 from the profit after taxation of the Bank be and is hereby approved and declared payable as dividend at a rate of ₦2.70K kobo per 50 Kobo Ordinary Share (bringing the total dividend paid to Shareholders for the 2020 financial year to ₦3.00K per Ordinary Share of 50 Kobo each), subject to the appropriate withholding tax deduction, to Shareholders whose names are registered in the Company's Register of Members at the close of business on Wednesday, March 31, 2021";
3. i "That Mr. Ibrahim Hassan, offering himself for re-election, be and is hereby re-elected as a Non - Executive Director of the Company";

ii "That Mrs. Victoria Osondu Adefala, offering herself for re-election, be and is hereby re-elected as a Non - Executive Director (Independent) of the Company".
4. That Messrs. Ernst & Young be and are hereby appointed as the Company's External Auditor in place of PricewaterhouseCoopers, who retired as the Company's Auditor";

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5. "That the Directors be and are hereby authorized to fix the remuneration of the Auditors, Messrs. Ernst & Young in respect of the year ending December 31, 2021";
6. ""That the remuneration of the Managers of the Company, be and is hereby disclosed";
7. "That Alhaji Mohammed Abiodun Usman, Mrs. Sandra Mbagwu-Fagbemi and Mrs. Aderonke Kuye, be and are hereby elected as the representatives of shareholders on the Statutory Audit Committee of the Company for the 2020 financial year".

CERTIFIED TRUE COPY

DATED THIS 9TH DAY OF APRIL, 2021

J. K. Agbajana
DIRECTOR

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SECRETARY