

**ABUJA: September 23, 2022**

At the 45th Annual General Meeting of **VERITAS KAPITAL ASSURANCE PLC** (“the Company”) held on Wednesday, September 21<sup>st</sup>, 2022, at Veritas Kapital Assurance Plc Head office, Plot 497 Abogo Largema Street, Central Business District, Abuja, FCT, at 11:00am the following resolutions were duly proposed and passed:

### ORDINARY BUSINESS

1. The Audited Financial Statements for the year ended December 31, 2021 and the Report of the Directors together with the Audit Committee and Auditors thereon laid before the members was received.
2. The following Directors who retired by rotation were re-elected:
  - a. Mr. Nahim Abe Ibraheem
  - b. Mr. Aminu Babangida
  - c. Dr. Oluwafunsho Obasanjo
3. The appointment of the following Directors who were appointed during the year were ratified:
  - a. Mr. Paul Oki - Independent Non-Executive Director
  - b. Mr. Emmanuel Etuh - Non-Executive Director
  - c. Mrs. Oyindamola Unuigbe - Executive Director, Operations
4. The Directors were authorized to fix the remuneration of the External Auditors for the year ending December 31, 2022
5. The following Shareholder representatives were elected as members of the Statutory Audit Committee:
  - a. Mal. Usman Abaji
  - b. Mr. Olusegun Akintunde
  - c. Mal. Mohammed B. Alhassan
  - d. Hajia Yabawa L. Wabi and Mr. Paul Oki were appointed to represent the Board on the Committee.
6. The remuneration of the Managers of the Company was disclosed on page 109 of the Annual Report.

### SPECIAL BUSINESS

7. The remuneration of the Directors for the year 2022 Financial Year was fixed.
8. The appointment of DCSL Corporate Services Limited as Board Evaluation Consultant was approved.

#### BOARD OF DIRECTORS

##### Non-Executive Directors:

Nahim Abé Ibraheem (*Chairman*)  
 Sen. Maj. General Mohammed Magoro OFR  
 Priya Heal  
 Yabawa Lawan Wabi, mni  
 Aminu Babangida  
 Oluwafunsho Obasanjo  
 Emmanuel Etuh  
 Paul Oki (*Independent Non-Executive Director*)

##### Executive Directors

Kenneth E. Egbaran (*MD/CEO*)  
 Oyindamola Unuigbe (*ED Operations*)

**VERITAS KAPITAL ASSURANCE PLC**  
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 Off Constitution Avenue, CBD, Abuja.  
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[www.veritaskapital.com](http://www.veritaskapital.com)  
 Authorized & Regulated by NAICOM RIC -022

9. To consider and if thought fit, that the Directors are authorized:
- i. To take steps pursuant to section 868 of the Companies and Allied Matters Act 2020, which defines 'share capital' to mean 'issued share capital of a company at any given time, to comply with the requirements of the Companies and Allied Matters Act 2020 and Companies Regulations 13 2021 as it relates to unissued shares currently standing to the capital of the company, including the cancellation of the unissued shares of the company.
  - ii. To take all steps necessary to ensure that the Memorandum and Articles of Association of the Company are altered to comply with Resolution 3(i) above, including replacing the provision on authorized share capital with the issued share capital of the Company.
  - iii. To enter and execute any agreements, deeds, notices, and any other documents necessary for and/or incidental to giving effect to the above resolution.
  - iv. To appoint such professional parties, consultants, and advisers as may be required to perform all acts and do all such things that are necessary for or incidental to the above resolutions, including without limitation, complying with directives of any regulatory authority.



**SARATU UMAR GARBA**  
Company Secretary/Legal Adviser