



Lagos, Nigeria, November 28, 2022.

RESOLUTIONS PASSED AT THE EXTRAORDINARY GENERAL MEETING OF PRESTIGE ASSURANCE PLC

At the Extraordinary General Meeting (EGM) of Prestige Assurance Plc (the “**Company**”) duly convened and held on Thursday, 24th November 2022 at the RADISSON BLU Anchorage Hotel Limited, No. 1a Ozumba Mbadiwe Road, Victoria Island, Lagos, Nigeria on 10am prompt, the following resolutions were proposed and duly passed:

1. That in compliance with Section 124 of the Companies and Allied Matters Act (CAMA) 2020 and Regulations 13 of the Companies Regulations 2021, as it relates to share capital, the company's unissued shares of 6,747,438,112 be and are hereby cancelled, thus bringing the company's issued share capital to ₦6,626,280,944, divided into 13,252,561,888 ordinary shares of 50 kobo per share.
2. That the Directors be and are hereby authorised to enter into and execute agreements, deeds, notices and all relevant documents, take all such lawful steps as may be required, by statute and/or regulations, give such directions as may be necessary or incidental, and appoint such professional parties, consultants and advisers as may be required, to comply with the directives of the regulatory authorities.
3. That pursuant to the cancellation of all the unissued shares in the share capital of the Company in accordance with resolution 1 above, Clause 6 of the Memorandum of Association of the Company be and is hereby deleted in its entirety and replaced with the following: “The Issued Share Capital of the Company is ₦6,626,280,944 divided into 13,252,561,888 ordinary shares of 50 Kobo each”.
4. That pursuant to the cancellation of all the unissued shares in the share capital of the Company in accordance with resolution 1 above, Article 3 of the Articles of Association of the Company be amended as necessary to reference only the issued shares in the share capital of the Company to read: “The Issued Share Capital of the Company is ₦6,626,280,944 divided into 13,252,561,888 ordinary shares of 50 Kobo each”.
5. “That the sections of the repealed CAMA 1990 cited in the Memorandum and Articles of Association of the Company be and are hereby replaced with the relevant sections in the CAMA 2020”.
6. “That the Directors be and are hereby authorised to do all such acts, deeds, matters and things as the Board may deem necessary to give effect to the aforementioned resolutions of the Company”.

CHIDINMA IBE-LOUIS
Company Secretary