

Lagos, 02 December 2021

**RESOLUTION PASSED AT THE EXTRAORDINARY GENERAL MEETING OF CWG PLC**

At the Extraordinary General Meeting of CWG Plc (the Company) held on 30<sup>th</sup> November 2021 at Lilygate Hotel, Olubunmi Owa Street, Lekki Phase 1, the Chairman of the Board of the Company presented the following resolution which was duly considered and passed:

**Share Capital Restructuring**

“That the Company be and is hereby authorized to undertake a Share Capital Restructuring exercise involving the reduction of the Company’s Share Premium Account and effected by way of Share Capital reduction process by virtue of Sections 130-136 of the Companies and Allied Matters Act 2020 (“CAMA”) on the terms and conditions stated as follows”:

- a. That the proposed Share Capital Restructuring will not affect the Company’s Issued Share Capital but should result in a reduction of the credit balance in the Company’s Share Premium Account, while leaving the aggregate shareholders’ funds unchanged. It would have no impact on the Company’s creditors but, pave the way for the Company’s investors to receive dividends out of the Company’s future profits.
- b. As at 31<sup>st</sup> December 2020, the Company carries accumulated losses of ₦2,498,515,000 in its Statement of Financial position, in order to address this, the entire Share Premium Account of ₦1,852,748,000 would be applied to reduce the Company’s accumulated losses to ₦645,767,000 and consequently bring the Company a step further on its pathway to positive retained earnings.
- c. The effect of the restructuring on the equity position on the Balance Sheet prior to and subsequent to the restructuring is indicated in the table below:

<b>Capital Account Prior to Share Capital Restructuring</b>		<b>₦’000</b>
Share capital		1,262,413
Share premium		1,852,748
Retained earnings		(2,498,515)
Available for sale financial assets reserve		3,974
<b>Total Equity</b>		<b>620,620</b>



<b>Capital Account Subsequent to Share Capital Restructuring</b>	
<b>₦'000</b>	
Share capital	1,262,413
Share premium	0
Retained earnings	(645,767)
Available for sale financial assets reserve	3,974
<b>Total Equity</b>	<b>620,620</b>

**Figures: Pre-Transaction figures are derived from the audited Financial Statements for year the ended 31<sup>st</sup> December 2020.**

- d. The restructuring would lay a foundation for better performance for the Company and improve its competitiveness in its sector/industry as well as improve the potential for the Company to pay dividends to its shareholders in the near future.

Statement on Investors' Relations

CWG Plc has a dedicated investors 'portal on its corporate website which can be accessed via this link <https://cwg-plc.com/investor-relations/> The Company's Investors 'Relations Officer can also be reached through electronic mail at [Abisola.oshin@CWG-PLC.COM](mailto:Abisola.oshin@CWG-PLC.COM) for any investment related enquiry.

**For: CWG Plc.**



**DCSL Corporate Services Limited**  
Company Secretaries