



Lagos, 30<sup>th</sup> September 2022

**RESOLUTIONS PASSED AT THE 2022 ANNUAL GENERAL MEETING OF LEARN AFRICA PLC**

At the 2022 Annual General Meeting of **Learn Africa Plc** (the Company) held by proxy on Thursday, September 29, 2022 at Felix Iwerebon House, 52 Oba Akran Avenue, Ikeja, Lagos, the Chairman of the Board of the Company laid the Audited Financial Statement for the year ended March 31, 2022 before the shareholders. Subsequently, the following resolutions were considered and duly passed:

1. The declaration of final dividend of 20 Kobo per ordinary share of 50 Kobo each of the Company as recommended by the Board to be paid to the members whose names appear in the Register of Members as at 16<sup>th</sup> September 2022 in respect of the year ended March 31, 2022, subject to the deduction of appropriate withholding tax at the time of payment.
2. The reelection of (a) Hajia Binta Bakari (b) Mrs. Yetunde Aina (c) Mr. Gbola Aiyedun as Directors of the Company.
3. The authorization of the Directors to fix the remuneration and expenses of the External Auditors.
4. The election of (a) SUPE Anthony Omojola (b) Mrs. Mary Joke Shofolahan (c) Mr. David Olusegun Oguntoye as shareholders' representatives on the Statutory Audit Committee and the nomination of (a) Mr. Frederick Ijewere (b) Mrs. Egbichi Akinsanya as Directors' representatives on the Statutory Audit Committee.
5. The approval of the remuneration of the Directors of ₦2,210,000 and ₦1,306,500 for the Chairman and other Non-Executive Directors respectively for the financial year 2022/2023.
6. The reduction of the Share Capital of the Company from ₦500,000,000 ordinary shares divided into 1,000,000,000 shares of ₦0.50k each to ₦385,725,000 divided into 771,450,000 ordinary shares of ₦0.50k each by the cancellation of the Company's unissued Share Capital of 228,550,000 (Two Hundred and Twenty-eight Million, Five Hundred and Fifty Thousand) of ₦0.50k each.
7. The amendment of Clause 6 of the Memorandum of Association of the Company to comply with resolution 7 above to read: 'The Share Capital of the Company is ₦385,725,000 (Three Hundred and Eighty-five Million, Seven Hundred and Twenty-five thousand Naira) divided into 771,450,000 ordinary shares of ₦0.50k (fifty kobo) each.'

For: Learn Africa Plc

  
DOST CORPORATE SERVICES LTD.  
COMPANY SECRETARIES  
DCSL CORPORATE SERVICES LIMITED  
COMPANY SECRETARY