



Lagos | Nigeria: 18th May 2020

MTN Nigeria Communications PLC – Annual General Meeting Resolutions

At the Annual General Meeting of MTN Nigeria Communications PLC (the Company or MTN Nigeria) held on Friday 15th May 2020 at the Rooftop Event Hall, MTN Plaza, Falomo, Ikoyi, Lagos; Members of the Company resolved that:

1. The Annual Financial Statements for the Year ended 31st December 2019 together with the Reports of the Directors, Auditors and Audit Committee as laid before Members at this Annual General meeting; be received and adopted.
2. A dividend payment in the total sum of N101,161,929, 858.50 (One hundred and one billion one hundred and sixty one million nine hundred and twenty nine thousand eight hundred and fifty eight Naira fifty Kobo which translates to N4.97 per every 2 kobo ordinary share; to shareholders whose names appear in the Company's Register of Members at the close of business on Friday, April 17, 2020 (bringing total dividend for the year ended December 31, 2019 to N7.92), subject to withholding tax, be and is hereby approved.
3. The election/re-election of Directors were as follows:
 - a. Mr. Michael Onochie Ajukwu, be and is hereby elected a Director of the Company.
 - b. Mr. Muhammad K. Ahmad, OON, be and is hereby elected a Director of the Company.
 - c. Mr. Andrew Alli, be and is hereby elected a Director of the Company.
 - d. Dr. Omobola Johnson, be and is hereby elected a Director of the Company.
 - e. Mr. Abubakar B. Mahmoud SAN, OON, be and is hereby elected a Director of the Company.
 - f. Mrs. Ifueko M. Omoigui Okauru, MFR, be and is hereby elected a Director of the Company
 - g. Mr. Modupe Kadri, be and is hereby elected a Director of the Company.
 - h. Mr. Paul Norman, be and is hereby re-elected a Director of the Company.
 - i. Mr. Ferdinand Moolman, be and is hereby re-elected a Director of the Company
 - j. Mr. Karl Toriola, be and is hereby re-elected a Director of the Company.
4. Messrs Ernst and Young (EY) be and are hereby appointed Auditors of the Company.
5. The Directors be and are hereby authorised to fix the remuneration of the Auditors for the year ending December 31, 2020.

Directors: Dr. E. Ndukwe, OFR (Chairman) *Mr. F. Moolman (CEO) Mr. M. Kadri (CFO) Mr. M.K. Ahmad, OON Mr. M. Ajukwu Mr. A. Alli Dr. O. Johnson Mrs. I. M. Omoigui Okauru, MFR Mr. A.B. Mahmoud, SAN OON *Mr. R. Gasant *Mr. R. Mupita *Mr. P. Norman
**Mr. J. Schulte-Bockum *Mr. R. Shuter Mr. K. Toriola

***South African **German**



6. The shareholder representatives duly elected to the Statutory Audit Committee of the Company are:
- i. Mr. Oye Hassan-Odukale MFR,
 - ii. Col. Ayegbeni Peters (Rtd.)
 - iii. Mr. Nornah Awoh

The Board representatives are:

- i. Mr. Muhammad K. Ahmad, OON
- ii. Mr. Rhidwaan Gasant; and
- iii. Mrs. Ifueko M. Omoigui Okauru, MFR.

A handwritten signature in blue ink, appearing to read 'Ernest Ndukwe', written over a light blue horizontal line.

Ernest Ndukwe OFR
Chairman

A handwritten signature in blue ink, appearing to read 'Uto Ukpanah', written over a light blue horizontal line.

Uto Ukpanah
Company Secretary

Directors: Dr. E. Ndukwe, OFR (Chairman) *Mr. F. Moolman (CEO) Mr. M. Kadri (CFO) Mr. M.K. Ahmad, OON Mr. M. Ajukwu Mr. A. Alli
Dr. O. Johnson Mrs. I. M. Omoigui Okauru, MFR Mr. A.B. Mahmoud, SAN OON *Mr. R. Gasant *Mr. R. Mupita *Mr. P. Norman
**Mr. J. Schulte-Bockum *Mr. R. Shuter Mr. K. Toriola

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