RC: 208767
Dangote Cement PLC
Leadway Marble House
1, Alfred Rewane Road, Ikoyi, Lagos, Nigeria
Tel: +234 1 460 643
Email: customercare@dangote.com
Website: www.cement.dangote.com

Lagos, 3rd July 2026

RESOLUTIONS OF THE 17TH ANNUAL GENERAL MEETING OF DANGOTE CEMENT PLC.

At the 17th Annual General Meeting (AGM) of Dangote Cement Plc held on Thursday, 2nd July 2026, at 11.00 am at Eko Hotels & Suites, 1415 Adetokunbo Ademola Street, Victoria Island, Lagos, the following resolutions were duly passed:

1. The Audited Financial Statements and Reports of the Directors, Auditors and Statutory Audit Committee for the year ended December 31, 2025 was laid before the Members.
2. A dividend payment of N45.00 (Forty-Five) for every ordinary share was declared in respect of the period ended 31st December, 2025, payable by Thursday, 2nd July 2026 from the retained earnings of the Company as of 31st December, 2025.
3. The appointment of Mrs. Mariya Aliko-Dangote as a Director of the Company was approved.
4. The shareholders approved the re-election of Mr. Emmanuel Ikazoboh (Independent Non-Executive Director), Mr. Olakunle Alake (Non-Executive Director), Ms. Berlina Moroole (Non-Executive Director), and Mr. Alvaro Poncioni Merian (Independent Non-Executive Director), who retired by rotation and were eligible for re-election.
5. The Board of Directors was authorized to fix the remuneration of the Auditors for the 2026 financial year.
6. The remuneration of the Managers of the Company was disclosed in compliance with section 257 of the Companies and Allied Matters Act (CAMA) 2020.
7. The election of Mr. Robert Ade-Odiachi, Mr. Sheriff Yussuf Mojirola, and Mr. Nicholas Nyamali as shareholders' representatives on the Statutory Audit Committee was approved, to serve alongside Mr. Ernest Ebi, MFR, and Mr. Olakunle Alake, the Company's appointed representatives on the Statutory Audit Committee, until the conclusion of the next Annual General Meeting.
8. The remuneration sums of Twenty Million Naira (N20,000,000) for the Chairman, and Fifteen Million Naira (N15,000,000) each for the Non-Executive Directors, for the year ending December 31, 2026 was approved by an ordinary resolution.
9. The general mandate authorizing the Company, acting through its Directors, to enter recurrent transactions and such other business arrangements with related parties or associated companies in the ordinary course of business, in compliance with applicable laws, was approved. The general mandate commenced on the date

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this resolution was passed and shall remain in force until the date of the next Annual General Meeting of the Company.

10. The following sub-joined resolutions were passed as an ordinary resolution of the Company, authorizing the Company to undertake one or more capital markets transactions:

    a. That, subject to obtaining all requisite regulatory approvals, the Company be and is hereby authorised to consider and if deemed fit, undertake one or more capital markets transactions, including: (i) a potential secondary listing of its issued shares on the London Stock Exchange or such other recognised international securities exchange as may be determined by the Directors, under the applicable international listing framework, at such time, in such manner and on such terms as may be determined by the Directors; and (ii) an offer for sale of the Company's shares on the international and/or Nigerian capital markets, by the majority shareholder, in connection with or ancillary to any such listing or as a standalone transaction, at such time, in such manner and on such terms, in each case having regard to prevailing market conditions;

    b. That the Board be and is hereby authorised to consent to, approve, sign and/or execute any agreements, deeds and/or any other documents, appoint such professional parties and advisers, and perform all such other acts, including the processing of all regulatory approvals required, and do all such other things as may be necessary for and/or incidental to giving effect to the above resolutions. The Board may authorise the Company's management to perform any of its functions herein; and

    c. That all lawful acts carried out by the Board and management of the Company on behalf of the Company prior to the date of this resolution in connection with the transaction, be and are hereby ratified.

11. The following sub-joined resolutions were passed as a special resolution of the Company:

    a. That the Memorandum and Articles of Association of the Company be and are hereby amended by:

        i. Deletion of "except as per the provisions of these Articles" from Article 3;
        ii. Deletion of "Subject to the provisions hereinafter contained" from Article 4; and
        iii. Amendment of Article 5 in its entirety to read as follows: "The registration of transfer may be suspended at such times and for such

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periods as the Directors may from time to time determine, provided always that such registration shall not be suspended for more than thirty days in any year"; and

b. That the Directors be and are hereby authorised to take all such lawful steps, pass all requisite resolutions and do all such other lawful acts and/or things as may be necessary for and/or incidental to giving effect to this resolution.

By the Order of the Board

Edward Imoedemhe
Company Secretary

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