

CALBANK PLC

RESOLUTIONS ADOPTED AT THE 2023 ANNUAL GENERAL MEETING OF JUNE 8, 2023 HELD IN ACCRA, GHANA

ORDINARY RESOLUTIONS:

1. Consideration of the Accounts for the year ended December 31, 2022

The Meeting duly considered the audited accounts of the Company for the financial year ended December 31, 2022.

2. Re-election of Directors

a) The Meeting approved the re-election of Mr. Kofi Osafo-Maafa, Nana Otuo Acheampong and Mr. Kwaku Baa Korsah, who, having retired by rotation and being eligible for re-election, had submitted themselves for re-election as directors of the Company.

b) The Meeting approved the re-election of Mr. Carl Selasi Asem as an executive director of the Company, in accordance with the Company's Constitution.

3. Approval of Remuneration of Directors

a) The Meeting approved the remuneration of the executive and non-executive directors of the Company for the year ending December 31, 2023.

b) The Meeting approved the remuneration of the Deputy Managing Director, Mr. Carl Selasi Asem, on the terms of his appointment.

4. Appointment of External Auditor

The Meeting approved the appointment of Messrs. Deloitte & Touche as the external auditor of the Company effective the 2023 financial year following the conclusion of the six-year term of Messrs. KPMG as external auditor.

5. Fees of the External Auditor

The Meeting authorised the directors to fix the fees of the external auditor for the year ending December 31, 2023.

6. Approval of Increase in Share Capital

The Meeting authorised the directors to raise up to GHS 600,000,000 (six hundred million Ghana cedis) in additional capital for the Company through such instruments, or combination of instruments as the Board of Directors may deem appropriate.

SPECIAL RESOLUTION:

7. Approval of Increase in Authorised Shares

The Meeting approved, by duly-amended special resolution, that the authorised shares of the Company be increased from 2,000,000,000 (two billion) ordinary shares of no-par value to 2,500,000,000 (two billion, five hundred million) ordinary shares of no-par value and 500,000,000 (five hundred million) preference shares, and that the Constitution of the Company be amended accordingly.