

RC. 613746

COURTEVILLE BUSINESS SOLUTIONS PLC.

**MINUTES OF THE 11TH ANNUAL GENERAL MEETING HELD AT THE MAIN
AUDITORIUM UNIVERSITY OF LAGOS, AKOKA, LAGOS ON TUESDAY, 10TH MAY
2016 AT 11.AM**

PRESENT:

1. Shareholders of the Company
2. The Directors:
 - a) Gp. Capt. M.O. Salami (Rtd.) Chairman
 - b) Mr. Adebola Akindele Managing Director
 - c) Mr. Rotimi Olaoye Director
 - d) Mr. Femi Niyi Director
 - e) Mr. Wale Sonaike Director
 - f) Mr. Afam Edozie Director
 - g) Mr. Oye Ogundele Director
 - h) Mrs. Olabisi Akindele Director
 - i) Alhaji Mohammed Gobir Director
 - j) Ms. Lilian Ajayi Director

APOLOGIES:

- a) Mr. Tope Osazee Director

IN ATTENDANCE:

1. Jackson Etti & Edu
(Represented by Ms. Yeye Nwidaa
and Ms. Aramide Oyeneyin) Company Secretaries
2. Thompson Aiyegunle & Co.
(Represented by Mr. Thompson Ayegunle) Auditors
3. The Nigerian Stock Exchange
(Represented by Mr. Bonaventure Onwuji) Regulator
4. Securities & Exchange Commission
(Represented by Mr. Julius) Regulator
5. EDC Registrars
(Represented by Mr. Segun Ogunnoiki) Registrars

Audit Committee:

1. Mr. Afam Ezozie
2. Mr. Oye Ogundele
3. Mr. Lawrence Jiduwa
4. Mr. Ayodele Ogundeji

COMMENCEMENT

The meeting commenced at 11 am with the singing of the National Anthem. The Chairman, Gp. Capt. M.O. Salami (Rtd.), presided over the Annual General Meeting (“AGM”). The opening prayer was said by Pastor Owolabi.

The Chairman welcomed all shareholders present and extended the apologies of the director, Mr. Tope Osazee who was unavoidably absent at the meeting. He thereafter introduced the members of the Board, the representative of the Company Secretary, the representative of the Securities and Exchange Commission, the Auditors, the Registrars and the members of the Audit Committee present.

1. NOTICE OF THE MEETING

The Chairman called on the representative of the Company Secretary, Ms. Yeye Nwidaa, to read the notice convening the AGM and the ordinary business as contained in the Agenda.

2. CHAIRMAN’S STATEMENT

The Chairman’s Statement as contained in Pages 5 of the 2015 Annual Report & Accounts booklet earlier forwarded to the shareholders was adopted as the Chairman’s Statement.

3. FINANCIAL STATEMENTS

The Auditors, represented by Mr. Thompson Ayegunle, presented the Auditor’s report. It was reported that the accounting and reporting policies of the Company were in compliance with legal requirements and the planning of the internal and external audit reinforces the Company’s internal control system.

The Chairman of the Audit Committee, Mr. Afam Edozie also presented the report of the Audit Committee.

The Chairman thereafter moved for the adoption of the audited accounts for the year ended 31st December 2015. The motion was seconded by Mr. Raimi Ramoni Ademola.

THE RESOLUTION WAS UNANIMOUSLY CARRIED

4. ELECTION /RE-ELECTION OF DIRECTORS

The Chairman stated that the three directors, who were to retire this year by rotation, have offered themselves for re-election. They are Gp. Captain M.O. Salami, Mr. Afam Edozie and Mr. Tope Osazee. The Chairman informed the Shareholders that although Mr. Tope Osazee was unavoidably absent from the AGM, he had indicated his desire to be re-elected as a director of the Company.

Upon an objection raised by Chief Robert Iheanyichukwu Igwe, **IT WAS UNANIMOUSLY RESOLVED** that the re-election of the directors, retiring by rotation would be taken as separate resolutions.

Mr. Akindele moved that Gp. Capt. Salami (Rtd.), who was a director retiring by rotation and had offered himself for re-election, should be re-elected as a Director of the Company.

The motion was seconded by Mrs. Olufolake Abike Ogunkola.

IT WAS RESOLVED that Gp. Capt. Salami (Rtd.) be re-elected as a Director of the Company.

The Chairman also moved that Mr. Afam Edozie, who was a director retiring by rotation and had offered himself for re-election, should be re-elected as a Director of the Company.

The motion was seconded by Mr. Azeez Lukmoh.

IT WAS ALSO RESOLVED that Mr. Afam Edozie be re-elected as a Director of the Company.

The Chairman subsequently moved that Mr. Tope Osazee, who was a director retiring by rotation and had offered himself for re-election, should be re-elected as a Director of the Company.

The motion was seconded by Mr. Yemitan Fasasi.

IT WAS ALSO RESOLVED that Mr. Tope Osazee be re-elected as a Director of the Company.

5. RE-ELECTION OF AUDITORS/AUDITORS REMUNERATION

The Chairman moved that the Firm of Thompson Ayegunle & Co continue to hold the office of Auditors of the Company to the conclusion of the next AGM and their remuneration be fixed by the Board of Directors.

The motion was seconded by Mr. Paul Augustine Ideye.

IT WAS UNANIMOUSLY RESOLVED that the Firm of Thompson Ayegunle & Co be re-appointed as the auditors of the Company and that the directors be authorized to fix the remuneration of the auditors.

6. ELECTION OF MEMBERS OF THE AUDIT COMMITTEE

The Chairman notified the shareholders at the AGM that during the statutory period required for nomination of members of the Audit Committee, the following were nominated by the Directors as members of the Audit Committee: -

- a) Mr. Afam Edozie
- b) Mr. Oye Ogundele

The Chairman also stated that the Company received only two nominations from the shareholders:

- a) Mr. Ayodele Moses Ogundeji
- b) Mr. Jiduwa Ndubuisi Lawrence

The Chairman informed the shareholders that because only two nominations were received in respect of the elections to the Audit Committee, there shall be no election.

Therefore, the members of the Audit Committee to serve until the next AGM are as follows:

- a) Mr. Afam Edozie
- b) Mr. Oye Ogundele
- c) Mr. Ayodele Moses Ogundeji
- d) Mr. Jiduwa Ndubuisi Lawrence

7. CLOSING

There being no other business to be considered, the Chairman gave a closing remark and thereafter closed the meeting at 11.51 a.m. The Chairman invited Alhaji Kabir Sarumi to say the closing prayer.

The national anthem was sung thereafter.



CHAIRMAN


TKSON, ETTI & EDU
Company Secretaries

COMPANY SECRETARY