- 26. The Directors shall have power at any time and from time to appoint a person as an additional Director.
- 27. The Company in General Meeting may from time to time direct such sums as may be thought fit to be paid as and by way of remuneration of the Directors and any such shall be divided amongst them as they may agree, or falling agreement, equally. The Directors shall also be entitled to be repaid all expenses reasonably incurred by them respectively in or about the performance of their duties as Directors.
- 28. It shall not be necessary for any Directors of the company to acquire or hold any share qualification but a Director shall be entitled to receive notice and to attend all General Meetings.

## POWERS AND DUTIES OF DIRECTORS

- 29. The Directors from time to time and at any time may provide through Local Boards, Attorney or Agencies for the Management of the affairs of the company outside Nigeria and may appoint any persons to be members of such Local Boards or as Attorneys or agents and may remove any persons so appointed and appoint others in their place and may fix their remuneration.
- 30. The Directors from time to time and at any time may delegate to any such Local Board attorney or agents any of the powers, authorities and discretion for the time being vested in the Directors, other than the power to make calls, forfeiture shares, borrow money or issue debentures and any such delegation may be made on such terms and subject to such conditions as the Director may think fit, and may include a power to subdelegate and the Directors may at any time annul or vary such delegation, but no persons dealing in good faith and without notice of such annulment or variation shall be affected thereby.

31. Any Director may at any time appoint any other Director or appoint any other person approved by a majority of the other Directors for the time being to be his alternate and may at any time remove any alternate Director appointed by him, and (subject to such approval as aforesaid) appoint another in his place. An alternate Director shall not be entitled to receive any remuneration from the company nor shall it be necessary for him to acquire or hold any qualification share but he shall be entitled (subject to his giving to the company an address within Nigeria at which notices may be served to him) to receive notice of meetings, of the Directors and to attend and vote as a Director at any such meetings to which the Director appointing him is not present and at such meetings to exercise all powers, duties and authorities of the Directors appointing him. A Director who is also an alternate Director shall be entitled in addition to