NOTES
1. Longhorn Publishers PLC has convenes and is conducting the 2020 Annual General Meeting (AGM) following receipt of a No-Objection from the Capital Markets Authority.
2. Shareholders wishing to participate in the meeting should register with the Company, Longhorn Publishers Plc, offices, 5th Floor Absa Towers (formerly Barclays Plaza), Loita Road, Industrial Area, Nairobi, or from Image Registrars Limited, 5th Floor Absa Towers (formerly Barclays Plaza), Liva Street, P.O. Box 8297 - 00100 GPO, Nairobi. As a reminder of the time of the holding of the meeting, shareholders and proxies will receive a short message service (SMS/USSD) prompt on their registered mobile numbers, 24 hours prior to the AGM, reminding duly registered shareholders and proxies that the AGM will begin in an audio/visual communication, or other electronic means. The results of the AGM will be published within 48 hours following conclusion of the meeting. A completed form of proxy should be emailed to longhorn2020agm@image.co.ke or delivered to Image Registrars Limited, P.O. Box 8297, 00100 GPO, Nairobi. As a reminder of the time of the holding of the meeting, shareholders and proxies will receive a short message service (SMS/USSD) prompt on their registered mobile numbers, 24 hours prior to the AGM, reminding duly registered shareholders and proxies that the AGM will begin in an audio/visual communication, or other electronic means. The results of the AGM will be published within 48 hours following conclusion of the meeting.
3. All questions and clarifications relating to the AGM may be submitted via email to agmquestions@image.co.ke or by writing a letter addressed to the registered office of the Company, Longhorn Publishers Plc, P.O. Box 8297, 00100 GPO, Nairobi.
4. To appoint a Director, the meeting is satisfied that adequate facilities are available throughout the meeting to ensure that the members or proxies attending are able to participate in the business for which the meeting is convened; and (ii) see or hear all persons who speak.
5. To consider, and if thought fit, to pass the following Resolution as a Special Resolution as recommended by the Directors:
   • Registration of a Subsidiary in Delaware, USA
   • That the registration of a subsidiary in the name of Longhorn Publishers, Ltd., a limited liability company organized under the laws of the State of Delaware, USA be and is hereby ratified.

TO ALL SHARE HoldERS,
NOTICE is hereby given that the 2020 Annual General Meeting of the Company will be held via electronic communication, on Thursday, 26 November 2020 at 11:00 a.m. to transact the following business:

ORDINARY BUSINESS
1. The Secretary to read the notice convening the meeting and confirm the presence of quorum.
2. To receive the audited Financial Statements for the financial year ended 30 June 2020 together with the Chairman’s Statement, on which the Directors will report the financial results for the year ended 30 June 2020.
3. To note that the Directors do not recommend the payment of a dividend in respect of the financial year ended 30 June 2020.
4. To re-elect Directors-
   4.1 Mr Raymond Nyamweya Ondieki retires at this meeting in accordance with the provisions of Article 96 of the Company’s Articles of Association and, being eligible, offers himself for re-election.
   4.2 Mrs Truphosa Kwaka-Sumba retires at this meeting in accordance with the provisions of Article 96 of the Company’s Articles of Association and, being eligible, offers herself for re-election.
   4.3 Ms Emma Miloyo retires at this meeting in accordance with the provisions of Article 98(a) of the Company’s Articles of Association and, being eligible, offers herself for re-election.
5. Pursuant to Section 76(9) of the Companies Act 2015, to elect the following directors, being members of the Nomination Risk Committee, to continue to serve as members of the Committee -
   • Ali Hussein Kassim (Chairman)
   • Mrs Truphosa Kwaka-Sumba
   • Mr Raymond Nyamweya Ondieki
   • Mr Fredrick Murungi
   Ms Emma Miloyo
6. To appoint a Director, Remuneration Report for the financial year ended 30 June 2020.
7. To re-appoint Messrs WaterhouseCoopers as Auditors of the Company, pursuant to Section 721 (2) of the Companies Act, 2015, to audit the Directors to fix the Auditor’s remuneration for the ensuing financial year.

SPECIAL BUSINESS
4. To consider, and if thought fit, to pass the following Resolution as a Special Resolution as recommended by the Directors:
   • Registration of a Subsidiary in Delaware, USA
   • That the registration of a subsidiary in the name of Longhorn Publishers, Ltd., a limited liability company organized under the laws of the State of Delaware, USA be and is hereby ratified.

Date: 3 November 2020

END MURIUKI (MRS)
COMPANY SECRETARY
NOTICE OF 2020 ANNUAL GENERAL MEETING
LONGHORN PUBLISHERS PLC