

JOHN HOLT PLC RC2662

NOTICE IS HEREBY GIVEN THAT the 60th Annual General Meeting of the Members of John Holt Plc will be held at Radisson Blu Hotel, Victoria Island, Lagos, on Thursday 30th of June, 2022 at 11.00 am to transact the following business:-

1. To lay before the meeting, the Directors' Report and Financial Statements for the year ended 30th September 2021, the Report of the Auditors and the Audit Committee thereon.
2. To re-elect Directors: i. Chief Christopher Ikechi Ezeh – Special Notice is hereby given in accordance with the provisions of CAMA 2020 for the re-election of Chief Christopher Ikechi Ezeh, as a Director of the Company, notwithstanding he is over 70 years.
ii. Mr. Adeche Boyi Okeje.
3. To authorize the Directors to fix the remuneration of the Auditors
4. To disclose the remuneration of the Managers of the Company in line with the provisions of the Companies & Allied Matters Act 2020
5. To elect members of the Audit Committee.

SPECIAL BUSINESS

6. To fix the remuneration of Directors
7. To consider and pass the following resolution as an ordinary as an ordinary resolution of the company:

"That the general mandate given to the company to enter into recurrent transaction with related parties for the day to day operations in compliance with NSE/NGX Rules Governing transaction with related parties or interested persons, be and is hereby renewed.

By Order of the Board



Ada Nkwocha (Mrs.)
Company Secretary
FRC No/2018/NBA/00000018998
17th February, 2022
Registered office address
11B Ilabere Avenue, Ikoyi, Lagos

NOTES

1. In view of the COVID – 19 pandemic and the need to ensure Public Health and Safety, the Corporate Affairs Commission has approved that the attendance at this Annual General Meeting

shall be by proxy only. The approval was given in accordance with the Commission's Guidelines on Holding of Annual General Meetings (AGM) of Public Companies using proxies. Consequently, a member entitled to attend and vote at the AGM is advised to select from the under listed proposed proxies to attend and vote in his/her stead.

- i. Chief Christopher Ikechi Ezech
- ii. Sir Sunny Nwosu
- iii. Chief Timothy Adesiyan

A proxy form is attached to the Annual Report.

To be valid all instruments of proxy must be deposited at the office of the Company's Registrars, Greenwich Registrars and Data Solutions Limited, 274, Murtala Mohammed Way, Yaba Lagos, P.M.B 12717, Lagos or via E-mail: info@gtlregistrars.com not later than 48 hours before the time of the meeting. The Company shall bear the cost of stamp duties on the instruments of proxy.

2. Closure of Register of Members and Transfer Books: The Register of Members and Transfer Books of the company will be closed from Monday 13th June, 2022 to Friday 17th June, 2022, both dates inclusive, for the purpose of updating the Register of Members.

3. Nomination for the Audit Committee: In accordance with Section 404 (6) of the Companies and Allied Matters Act, 2020, (CAMA) any member may nominate shareholder for election as a member of the Audit Committee by giving notice in writing of such nomination to the Company Secretary at least 21 days before the Annual General Meeting. We request shareholders to note Section 404 (5) of CAMA which provides that "All members of the Audit Committee shall be financially literate, and at least one member shall be a member of a professional Accounting body in Nigeria established by an Act of the National Assembly".

4. Unclaimed Dividends and Certificates: All unclaimed dividends (as at June 2005) became statute barred on the 18th of June 2017 by virtue of Section 385 of the Companies and Allied Matters Act, 2020.

5. Rights of Securities' Holders to ask Questions: Securities' Holders have a right to ask questions not only at the Meeting, but also in writing prior to the Meeting and such questions should be addressed to the Company Secretary and submitted at the Company's registered office at least a week before the Meeting.

6. Electronic Annual Report: The soft copy of the 2021 Annual Report can be accessed on our website and will be sent to our shareholders who have provided their email addresses to the Registrars. Shareholders who are interested in receiving the soft copy of the 2021 Annual Report should request via email to info@gtlregistrars.com

7. Streaming: The Annual General Meeting will be streamed live from the following social channels:

Website: www.jhplc.com