

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 52nd Annual General Meeting (AGM) of Julius Berger Nigeria Plc will be held at the Shehu Musa Yar'Adua Centre, 1 Memorial Drive, FCT Abuja, on Thursday, June 16, 2022, at 11:00 a.m., to transact the following business:

Ordinary business

- To lay before the Company in General Meeting, the Consolidated Audited Financial Statements for the period ended December 31, 2021, the Reports of the Auditors, the Directors of Julius Berger Nigeria Plc (the Directors), the Statutory Audit Committee and the Institute of Directors Centre for Corporate Governance (IODCCG)
- To disclose the remuneration of Managers.
- To declare a dividend.
- To elect/re-elect Directors.
- To authorise the Directors to fix the remuneration of the External Auditors.
- To constitute the Statutory Audit Committee.

By order of the Board,



Mrs. Cecilia Ekanem Madueke
Company Secretary
FRC / 2017 / NBA / 00000017540

10 Shettima A. Munguno Crescent
Utako 900 108 | FCT Abuja

May 9, 2022

NOTES

Electronic information

Relevant documents in connection with the Meeting are available to all shareholders from the date of this notice on the Company's website julius-berger.com.

Proxy

Members of the Company, entitled to attend and vote, are entitled to appoint proxies to **ATTEND AND VOTE** in their stead. A proxy need not be a member of the Company. A proxy form is provided with this Annual Report and Consolidated Financial Statements (AR & CFS). The Proxy form has been pre-stamped for the use of the shareholders. To be valid for the purpose of the meeting, the form must be completed and deposited at the office of the Registrars, Greenwich Registrars & Data Solutions Ltd., not later than 48 hours before the time appointed for holding the Meeting.

Under the guidelines issued by the Corporate Affairs Commission (CAC) the Company has obtained the approval of the CAC to hold the AGM, taking advantage of S254 of Companies and Allied Matters Act 2020 (CAMA) on the use of proxies, with attendance by proxies. The proceedings of the meeting shall also be streamed, and the link shall be made available online on the Company's website julius-berger.com. Members, entitled to attend and vote at the

AGM, may wish to select any one of the underlisted as their proxies, to attend and vote in their stead:

- Mr. Mutiu Sumonu, CON
- Alhaji Zubairu Ibrahim Bayi
- Mr. Ernest Chukwudi Ebi, MFR, FOB, FIOD
- Mrs. Adabisi Oluwayemisi Bakare
- Mr. Patrick Ajudua
- Sr. Sunny Nnamdi Nwosu, KSS
- Engr. Tobun Olayiwola
- Mrs. Adetutu Ganiat Siyonbola
- Hon. Bright Nwabughogu
- Mrs. Oludewa Thorpe

Each duly completed proxy form shall be counted as one and every member present in person and/or by proxy shall have one vote. A proxy remains valid provided that no intimation in writing of death, insanity, revocation or transfer shall have been received by the Company at the registered office or the office registrars before the commencement of the meeting or adjourned meeting at which the proxy is used. An objection to a proxy shall be made in due time and shall be referred to the Chairman of the meeting, whose decision shall be final and conclusive.

Closure of Register of Members and Transfer Books

The Register of Members and the Transfer Books will be closed from May 30, 2022 to June 1, 2022, both dates inclusive, for the purpose of dividend.

Appointment of members of the Statutory Audit Committee of the Company

Any member may nominate a shareholder as a member of the Statutory Audit Committee of the Company, by giving notice in writing of such nomination to the Company Secretary, at least 21 days before the date of the AGM. Nominees to the Statutory Audit Committee must be compliant with the laws, codes, rules and regulations guiding listed companies in Nigeria. The information on shareholders nominated as members of the Statutory Audit Committee of the Company would be made available on the Company's website.

Right to ask questions

Members have a right to ask questions, in writing prior to the meeting, on their observations or concerns arising from the AR & CFS 2021, provided that such questions in writing are submitted no later than June 10, 2022. For ease of submission a dedicated

email address, jbn.shareholders@julius-berger.com, has been created to receive submissions from shareholders.

Dividend

If the dividend recommended by the Directors is approved by the members, the dividend will be paid on June 17, 2022, to members whose names appear in the Register of Members, as at the close of business on May 27, 2022 (qualification date).

Unclaimed dividends

The Company notes that some dividend warrants sent to shareholders are yet to be presented for payment. We have established that some shareholders are yet to mandate their bank accounts for the payment of e-dividends and some shareholders have incomplete contact information. Therefore, all shareholders with "unclaimed dividends" should address their claim(s) to the Registrars, Greenwich Registrars & Data Solutions Ltd., 274 Murtala Muhammed Way, Ebute Metta 101 212, Lagos, or to the Company Secretary at the address of the registered

office. Members are being urged to avail themselves of the use of the forms provided to update their information, particularly as it relates to the mandate of their dividend(s), and use of the Central Securities Clearing System (CSOS).

Business of the Meeting

The remuneration of managers is stated in Note 13, page 103 of the AR & CFS 2021.