

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 73rd Annual General Meeting of the members of Chellarams Plc will be held at Chellarams Training School Hall at Plot 110/114, Oshodi - Apapa Expressway, Isolo, Lagos, Nigeria on 24th November, 2022 at 1.00p.m to transact the following businesses:

ORDINARY BUSINESS

1. To receive and consider the Audited Accounts for year ended 31st March, 2022 together with the reports of the Directors, Audit Committee and the Auditors thereon.
2. To re-elect the retiring Directors:
3. To authorise the Directors to fix the remuneration of the Auditors.
4. To disclose the remuneration of Managers
5. To elect members of the Audit Committee.

SPECIAL BUSINESS

As an Ordinary Resolution.

6. That the Directors' fees for the financial year ended 31st March, 2022 be and as stated in paragraphs iii and iv, page 73 in the Annual Report.

NOTES**a. PROXY**

In line with the guidelines of the Corporate Affairs Commission (CAC) on the conduct of the Annual General Meeting (AGM) of Public Companies by proxies, the Company has obtained the approval of CAC to hold the AGM with attendance by proxies. The number of attendees shall be limited to the maximum number of persons stipulated by the Federal Government of Nigeria and the Lagos State Government. The proceedings of the Annual General Meeting shall be streamed live.

b. NOMINATED PROXIES

In compliance with the above guidelines, 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 their stead:

- i. Asiwaju (Dr.) S.K. Onafowokan
- ii. Chief Suresh M. Chellaram
- iii. Mr. Aditya S. Chellaram
- iv. Alhaji Ahmed Abdulkadir
- v. Mrs. Morenike Agbe - Davies
- vi. Mr. Ezekiel M. Faniyi
- vii. Prince Yomi Ogunsowo
- viii. Mr. Peter Eyanuku
- ix. Mr. Emmanuel E. Ebosele

A proxy form is attached to the Annual Report. All instruments of proxy must be deposited at the office of the Company's Registrars, Greenwich Registrars & Data Solutions Limited, 274 Murtala Muhammed Way, Alagomeji, 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 has made arrangements to bear the cost of stamp duties on the instruments of proxy.

c. CLOSURE OF REGISTER AND TRANSFER BOOKS

Notice is hereby given that the Register of Members and Transfer Books will be closed from 15th November, 2022 through 21st November, 2022; both dates inclusive.

d. NOMINATIONS FOR THE AUDIT COMMITTEE

S.404(3) of the Companies and Allied Matters Act 2020 stipulates that the Statutory Audit Committee shall comprise of three (3) Shareholders and two (2) Directors and by Section 404(6), a nomination (in

NOTICE OF ANNUAL GENERAL MEETING (CONT'D)

writing) by any member or shareholder for appointment to the Audit Committee should reach the Company Secretary at least 21 days before the Annual General Meeting.

Section 404(5) of the Companies and Allied Matters Act 2020 requires 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. We therefore request that nominations must be accompanied by a copy of the nominee's Curriculum Vitae

e. UNCLAIMED SHARE CERTIFICATES AND DIVIDEND WARRANTS

Several dividend warrants remain unclaimed or are yet to be presented for payment or returned to the Company for revalidation. Members affected are advised to contact the Registrar, Greenwich Registrars and Data Solutions Limited, 274, Murtala Muhammed Way, Yaba, Lagos during normal working hours.

f. E-DIVIDEND

Notice is hereby given to all shareholders to open bank accounts in order to take advantage of the E-dividend payment platform. A detachable application form for e-dividend is attached to the Annual Report to enable all shareholders furnish particulars of the accounts to the Registrars as soon as possible.

g. WEBSITE

A copy of this notice and other information relating to the meeting can be found at <https://www.chellaramsplc.com>

h. RIGHTS OF SECURITIES HOLDERS TO ASK QUESTIONS

Shareholders have a right to ask questions not only at the Meeting, but also in writing prior to the Meeting and such questions must be submitted to the Company Secretary at the registered office of the company on or before 1st February, 2022.

i. RE-ELECTION OF DIRECTORS

In accordance with the provision of Company's and Allied Matters Act, 2020, the directors to retire by rotation at the Annual General Meeting are Chief Suresh M. Chellaram and Mrs. Angela Morenike Agbe - Davies. The two directors being eligible shall offer themselves for re-election. Biographical details of directors for re-election are provided in the Annual Report.

j. ELECTRONIC ANNUAL REPORT:

The soft copy of the 2022 Annual Report is on our website and sent to our shareholders who have provided their email addresses to the Registrars. Shareholders who are interested in receiving the soft copy of the 2022 Annual Report should request via email to: info@gtlregistrars.com.

k. STREAMING:

The Annual General Meeting will be streamed live via the Company's website: <http://www.chellaramsplc.com/> This will enable shareholders who will not be attending the meeting physically to be part of the proceedings. The link for live streaming can be found on the Company's website.

DATED THIS 21st DAY OF OCTOBER, 2022.
BY ORDER OF THE BOARD



EHIMARE ISIRAMEN ESQ
Company Secretary
FRC/2020/002/00000022116
PLOT 110/114, OSHODI-APAPA EXPRESSWAY
ISOLO, LAGOS