

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 63rd Annual General Meeting of the Members of John Holt Plc (the Company) will hold virtually on Thursday, 15th of May 2025 at 11.00 am to transact the following business: -

A. ORDINARY BUSINESS

1. To lay before the meeting, the Financial Statements for the year ended 30th September 2024 and the Reports of the Directors, the Independent Auditor and the Audit Committee thereon.
2. To re-elect Directors:
 - i. Dr. Christopher Ifesonachi Ezech
 - ii. Mr. Adimabua Renwick Jibunoh.
3. To authorize the Directors to fix the remuneration of the Independent Auditor.
4. To elect members of the Audit Committee.
5. To disclose the remuneration of the Managers of the Company in accordance with the provisions of the Companies & Allied Matters Act, 2020.

B. SPECIAL BUSINESS

To consider and pass the following as ordinary resolution of the company:

6. To fix the remuneration of the Non-Executive Directors.
7. "That the general mandate given to the company to enter into recurrent transactions with related parties for the day-to-day operations in compliance with NGX Rules Governing transactions with related parties or interested persons, be and is hereby renewed.

VOTING BY INTERESTED PERSONS

In line with the provisions of Rule 20.8 (h) Rules Governing Related Party Transaction of Nigerian Exchange Limited, interested persons have undertaken to ensure that their proxies, representatives, or associates shall abstain from voting on resolution 7 above.

By Order of the Board



Ada Nkwocha (Mrs.)
Company Secretary/Legal Adviser
FRC No/2018/NBA/00000018998
30th January, 2025
Registered office address
11B Ilabere Avenue, Ikoyi, Lagos.

NOTES:

1. **Proxy:** A member of the Company entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of him/her. A proxy need not be a Member of the Company. A detachable proxy form is enclosed with the Annual Report and if it is to be valid for the purpose of the meeting must be completed and 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 State or via E-mail: info@gtlregistrars.com not later than 48 hours before the time of the meeting.
2. **Virtual meeting link**
Further to the signing into law of the Business Facilitation (Miscellaneous Provision) Act, which allows public companies to hold meeting virtually/electronically. The virtual meeting link for the Annual General Meeting which will be live-streamed at <https://meet.google.com/iyk-btif-rtw>. The link would be sent to all shareholders via email and be available on the company's website www.jhplc.com
3. **Closure of Register of Members and Transfer Books:** The Register of Members and Transfer Books of the company will be closed from Monday 21st April 2025 to Friday 25th April 2025, both dates inclusive, for the purpose of updating the Register of Members.
4. **Nomination for the Audit Committee:** In accordance with Section 404 (6) of CAMA. 2020, a Shareholder may nominate another Shareholder for election as a member of the Audit Committee by giving notice in writing of such nomination to the Company Secretary, not later than twenty-one (21) days before the date of the AGM, any nomination not received prior to the meeting as stipulated is invalid.
5. **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.
6. **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.
7. **Electronic Annual Report:** The soft copy of the 2024 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 2024 Annual Report should request via email to info@gtlregistrars.com
8. **Streaming:** The Annual General Meeting will be streamed live from the website: www.jhplc.com.