

# JOHN HOLT PLC RC2662

**NOTICE IS HEREBY GIVEN** THAT the 59th Annual General Meeting of the Members of John Holt Plc will be held at Radisson Blu Hotel, Victoria Island, Lagos, on Thursday 9<sup>th</sup> of September 2021 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 2020, the Report of the Auditors and the Audit Committee thereon.
2. To elect/re-elect Directors
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 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

28<sup>th</sup> July, 2021

Registered office address

Plot 1609 Adeola Hopewell Street Victoria Island Lagos

## **NOTES**

1. Preparation: In view of the COVID – 19 pandemic, the restriction on mass gatherings in the Coronavirus Disease (COVID-19) Health Protection Regulation 2021 and in line Guidelines issued by the Corporate Affairs Commission on holding AGMs using proxies, attendance at the AGM shall only be by proxy. 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 Ezeh
- ii. Sir Sunny Nwosu
- iii. Chief Timothy Adesiyon

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 and Data Solutions Limited, 274, Murtala Mohammed Way, Yaba Lagos, P.M.B 12717, Lagos or via E-mail: [info@gtlregistrars.com](mailto: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 23<sup>rd</sup> August, 2021 to Friday 27<sup>th</sup> August, 2021, both dates inclusive, for the purpose of updating the Register of Members.

3. Nomination for the Audit Committee: In accordance with Section 404 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 2020 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 2020 Annual Report should request via email to [info@gtlregistrars.com](mailto:info@gtlregistrars.com)

7. Election/Re-election of Directors: Dr. Christopher Ifesonachi Ezeh, Sheriff Mojirola Yussuf and Mr. Adim Jibunor. Mr. Jibunor was appointed after the last AGM with effect from 1<sup>st</sup> October, 2020, in accordance with the Articles of Association of the Company; the new Director will retire at the AGM, and being eligible, offers himself for election.

8. Streaming: The Annual General Meeting will be streamed live from the following social channels:  
Website: [www.jhplc.com](http://www.jhplc.com)