



Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that the 2nd Annual General Meeting of the Members of Consolidated Hallmark Holdings Plc will be held on the 27th of August 2025 at 10.00am prompt at The Metropolitan Club, 15 Kofo Abayomi Street, Victoria Island, Lagos to transact the following business:

ORDINARY BUSINESS

1. To receive the Company's Audited Financial Statement for the year ended 31st December 2024 together with the reports of the Directors, Auditors and Audit Committee thereon.
2. To re-elect Directors.
3. To ratify the appointment of Dr. Seinde Fadeni as a Non-Executive Director.
4. To appoint PKF Professional Services as the External Auditors of the Company.
5. To authorize the Directors to determine the remuneration of the External Auditors.
6. To disclose the remuneration of Managers of the Company.
7. To elect Members of the Statutory Audit Committee.

SPECIAL BUSINESS

1. To approve the remuneration of the Non-Executive Directors for the year ending 31st December 2025.

Dated this 29th day of July 2025.

BY ORDER OF THE BOARD

RUKEVWE FALANA

Company Secretary

FRC/2016/NBA/00000014035

PROXY:

A member of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of him/her. A proxy need not be a Member of the Company. Executed form of proxy should be deposited at the Company's Registrars' Office, Meristem Registrars & Probate Services Ltd, or via email at info@meristemregistrars.com not less than 48 hours before the time of holding the meeting. To be effective the proxy form should be duly stamped and signed by the Commissioner for Stamp Duties.

CLOSURE OF REGISTER AND TRANSFER BOOKS

The Register of Members and transfer books will be closed from Monday, 18th August 2025 to Friday 22nd August 2025 (both dates inclusive) making Friday, August 15th, 2025, the qualification date.

E-DIVIDEND

All Shareholders are hereby advised to update their records and forward details of such records and account numbers to the Company's Registrars, Meristem Registrars & Probate Services Limited for faster receipt of dividend whenever it is declared. Detachable forms in respect of mandate for e-dividend payment, unclaimed/stale dividend payment and Shareholder's data update are attached to the Annual Report and Accounts for your completion. Any Shareholder who is affected by this notice is advised to complete the form(s) and return same to the Company's Registrars, Meristem Registrars & Probate Services Limited, 213 Herbert Macaulay Way, Adekunle, Yaba, Lagos.

Please note that the aforementioned forms can also be downloaded from the Company's website: www.chhplc.com.

RIGHT 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 may be submitted to the Company at 266 Ikorodu Road, Obanikoro, Lagos or via email at info@chhplc.com on or before the 25th August 2025.

E-ANNUAL REPORT

The electronic version of this Annual report (e-annual report) can be downloaded from the Company's website www.chhplc.com. The e-annual report will be emailed to all Shareholders who have provided their email addresses to the Company's Registrars. Shareholders who wish to receive the e-annual report are kindly requested to send an email to info@chhplc.com or investorrelations@chhplc.com or info@meristemregistrars.com.

WEBSITE

A copy of this Notice and other information relating to the meeting can be found at www.chhplc.com



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AUDIT COMMITTEE

In accordance with section 404(6) of the Companies and Allied Matters Act 2020, any Member may nominate a Shareholder as a Member of the Audit Committee by giving notice in writing of such nomination to the Company Secretary at least 21 (Twenty-One) days before the Annual General Meeting.

Section 404 (5) of CAMA 2020 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".

In view of the above, nominations to the Statutory Audit Committee should be supported by a Curriculum Vitae of the nominees.

RE-ELECTION OF DIRECTORS

In accordance with the Company's Articles of Association, **Dr. Layi Fatona, HRH Eze Ben Onuora and Mrs. Chijioke Ugochukwu** are retiring by rotation at this meeting and being eligible, offer themselves for re-election. Please note that the biographical details of **Dr. Layi Fatona, HRH Eze Ben Onuora and Mrs. Chijioke Ugochukwu** who are seeking re-election is provided in the Annual Report.

AGE DECLARATION

Dr. Layi Fatona, in accordance with section 278 (1) of the Companies and Allied Matters Act 2020, intends to disclose at this meeting that he is over 70 years of age.

PROFILE OF DIRECTORS

The profile of all Directors is available in the Annual Report and for viewing on the Company's website, www.chhplc.com.



RUKEVWE FALANA

Company Secretary

