Haldane McCall PLC.

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NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2nd Annual General Meeting of members of **HALDANE MCCALL PLC** (the Company) will be held Virtually on **Thursday, June 18 2026 at 10.00 a.m.,** to transact the following business:

ORDINARY BUSINESS

1. *To lay before the meeting the Audited Financial Statements for the year ended 31st December 2025, together with the Reports of the Directors, Independent Auditors and Audit Committee thereon.*
2. *To declare a dividend.*
3. *To re-elect Sir Adewole Farinu being eligible and has offered himself for re-election.*
4. *To authorize the Directors to fix the remuneration of the Auditors.*
5. *To approve the remuneration of Non- Executive Directors.*
6. *To disclose the remuneration of Managers.*
7. *To elect shareholders' representative on the Audit Committee.*
8. *To approve the appointment of TOLG Advisors as Company Secretary to Haldane McCall Plc.*

SPECIAL BUSINESS

9. *That pursuant to the Rule of Nigerian Exchange Limited, a general mandate be given to the Company to enter into recurrent transactions with related parties for the Company's day-to-day operations, including amongst others the procurement of goods and services, on normal commercial terms.*
10. *To approve and authorize the raising of additional capital of ₦250 Billion via debt instruments for the funding of the group's expansion programme and upon such conditions to be determined at the discretion of the Directors, subject to any requisite regulatory approvals.*

NOTES:

1. **Proxy**

   A member entitled to attend and vote at the Annual General Meeting is also entitled to appoint a proxy and vote instead of him/her. A proxy need not be a member of the company. Consequently, members may nominate any of the Directors as proxy. A blank proxy form is in the Annual Report, and for it to be valid for the purpose of the meeting, it should be completed, stamp duty (not postage stamp) and deposited at the Registrar's office of the company, Africa Prudential Plc, 220B Road, Ikorodu Road, Palmgroove Lagos not less than forty-eight (48) hours before the time for holding the meeting.

2. **Voting by Interested Persons**

   In line with the provisions of Rule 20.8 (h), Rules governing Related Party transactions of the Nigerian Exchange Limited, Interested Persons have undertaken to ensure that their proxies, representative or associates shall abstain from voting on resolution 6 above.

3. **Profile of Directors**

The profile of all Directors is contained in the Annual Report and are also available for viewing on the Company's website, *www.hmkplc.com*

4. **Audit Committee**

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

5. **Electronic version of the Annual Report and Accounts**

Electronic versions of the 2025 Annual Report and Account are available online for viewing and download via the Company's website *www.hmkplc.com and that of the Registrars www.africaprudential.com*

6. **Closure of Register/ Transfer Books**

The Register of members and Transfer Books will be closed from Friday, 29th to Thursday, June 4th, 2026 (both days inclusive) for the purpose of updating the Register.

7. **Virtual Meeting link**

Further to the provisions of the Business Facilitation (Miscellaneous Provisions) Act which allows Public Companies to hold meetings electronically, this AGM will be held virtually. The virtual meeting link will be sent to shareholders electronically and will also be made available on the Company's website and the Registrar, in due course.

8. **Change of Address**

Members are required to notify the Company Secretary on the change if any, in their registered addresses.

9. **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 must be submitted to the Company on or before the 10th day of June 2026.

10. **Dividend**

If the dividend recommended by the Directors is approved by members, dividend will be payable on June 19, 2026, at the rate of 5 kobo per every 50 kobo ordinary share, subject to withholding tax, to shareholders whose names appear in the Register of Members as at close of business on 28th May 2026.

11. **E-Dividend**

Notice is hereby given to all shareholders to open bank accounts, stock broking accounts and CSCS accounts for the purpose of dividend. A detachable application form for e-dividend is attached to this Annual Report to enable all shareholders to furnish particulars of their accounts to the Registrar as soon as possible.

Dated this 25th day of May 2026

BY ORDER BOARD

OYEWOLE OLURIN
COMPANY SECRETARY
FRC/2015/NBA/00000010752
HALDANE MCCALL PLC:
4 Etsoye Close, Off Olaperi Street
Shonibare Estate, Off Mobolaji bank Anthony,
Maryland, Ikeja.