Honeywell Flour Mills Plc
A subsidiary of FMN
Corporate H/Office: 1 Golden Penny Place, Wharf Road, Apapa, Lagos State, Nigeria
Factory Site: 2nd Gate Bye Pass, Tin Can Island Port, Apapa, Lagos State, Nigeria
Tel: 01-700-8514, 01-700-8516
Email: hfmp@honeywellflour.com, Website: www.honeywellflour.com

HONEYWELL FLOUR MILLS PLC
NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 17th Annual General Meeting (AGM) of Honeywell Flour Mills Plc (the Company) will be held virtually on Wednesday 16th September, 2026 at 11.00 a.m. to transact the following business:

ORDINARY BUSINESS:

1. To lay the Audited Financial Statements for the year ended 31st March 2026 and the Reports of the Directors, Auditors and Audit Committee thereon.

2. Declare a Dividend

3. To re-elect the following Directors retiring by rotation:

    - Mr. Omoboyede Olusanya
    - Mr. Anders Kristiansson
    - Mr. Sadiq Usman

4. To authorize the Directors to fix the remuneration of the Auditors.

5. To disclose the remuneration of Managers of the Company.

6. To elect members of the Statutory Audit Committee.

SPECIAL BUSINESS BY ORDINARY RESOLUTION:

7. To consider and if thought fit, pass the following resolution on renewal of the General Mandate for Related Party Transactions as an ordinary resolution of the Company:
   "That, pursuant to Rule 20.8 of the Rulebook of the Nigerian Exchange Limited 2015: Issuers Rule, a general mandate be and is hereby given authorizing the Company to continue to procure goods and services and engage in other transactions that are necessary for its day-to-day operations from its related parties on normal commercial terms consistent with the Company's Transfer Pricing Policy. All transactions falling under this category which were earlier entered into in 2026 prior to the date of this meeting are hereby ratified."

   Voting by Interested Persons
   In line with the provisions of Rule 20.8(h) Rules Governing Related Party Transactions of Nigerian Exchange Limited, interested persons have undertaken to ensure that their proxies, representatives, or associates shall abstain from voting on resolution 6 above.

8. To approve the remuneration of Non-Executive Directors

NOTES:

1. PROXY

A member of the company entitled to attend and vote at the above 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. For the appointment to be valid, a completed and duly stamped proxy form must be deposited at the office of Atlas Registrars Limited, 34 Eric Moore Road, Iganmu, Lagos, P.O. Box 3554, Surulere, not later than 48 hours before the time fixed for the meeting.

A proxy form is attached to the Annual Report and is also available at this URL: https://bit.ly/4fHG0PT

2. DIVIDEND

The Board recommends a dividend of N0.20 per ordinary share of 50k each. This dividend, if approved, is subject to deduction of appropriate withholding tax.

3. DIVIDEND PAYMENT

If approved, the dividend will be received on Thursday, 17th Setember to shareholders whose names appear in the Register of Members at the close of Business on 28th August 2026. Shareholders who have completed the e-Mandate Activation Forms will receive a direct credit of the dividend into their bank accounts on the payment date.

4. CLOSURE OF REGISTER AND TRANSFER BOOKS

NOTICE IS HEREBY GIVEN that the Register of Members and Transfer Books of the Company will be closed from Monday 31st August to Friday 4th September, 2026, both days inclusive.

5. AUDIT COMMITTEE

In accordance with Section 404(6) of the Companies and Allied Matters Act, 2020, a nomination (in 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 should have basic financial literacy, be knowledgeable in internal control processes, 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.

6. UNCLAIMED DIVIDENDS

Shareholders are hereby informed that some dividend warrants have been returned to the Registrars as unclaimed while some have neither been presented to the Banks for payment nor to the Registrars for revalidation. A list of such unclaimed dividends will be circulated with the Annual Reports and Financial Statements and also available at this URL: https://bit.ly/3TKNmcL

Affected members are, by this notice, advised to contact the Registrars at Atlas Registrars Limited, 34 Eric Moore Road, Iganmu, Lagos, P.O. Box 3554, Surulere or via email at registrars@atlasregistrars.com.

7. E-Dividend/Bonus Mandate

Pursuant to the Directive of the Securities and Exchange Commission, notice is hereby given to all shareholders to open bank accounts, stockbroking accounts and CSCS accounts for e-dividend/bonus. A detachable application form for e-dividend is attached to the Annual Report and also available at this URL: https://bit.ly/4yY95yd

This is to enable shareholders furnish particulars of their accounts to the Registrars as soon as possible. The forms can also be downloaded from the Registrars' website – www.atlasregistrars.com.

Shareholders are also advised to update their records with the Registrars using the Data Update Form available at this URL: https://bit.ly/4z2jicD

All mandates and record updates should be deposited at Atlas Registrars Limited, 34 Eric Moore Road, Iganmu, Lagos, **P.O. Box 3554, Surulere** or via email at registrars@atlasregistrars.com.

8. RIGHT OF SHAREHOLDERS TO ASK QUESTIONS

Pursuant to Rule 19.12 (c) of the Nigerian Exchange Limited's Rule Book 2015, please note that it is the right of every shareholder to ask questions not only at the meeting but also in writing prior to the meeting. We urge that such questions be submitted to the Company Secretariat not later than two weeks before the date of the meeting.

9. ELECTRONIC ANNUAL REPORT:

The soft copy of the 2026 Annual Report will be posted on the Company's website and also sent to our shareholders who have provided their email addresses to the Registrars. Shareholders who are interested in receiving the soft copy of the 2026 Annual Report should request via email to: registrars@atlasregistrars.com.

BY ORDER OF THE BOARD

OSOMOMEN L. OLUKOYA
COMPANY SECRETARY
FRC/2022/PRO/NBA/004/451605

12th August, 2026
1, Golden Penny Place,
Wharf Road, Apapa, Lagos.