NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting of Golden Guinea Breweries Plc. will hold at Mavis Hotel, 1/3 Nkwerre Street, Off IMSU Junction, Works Layout, Owerri, Imo State, on 25thFebruary, 2022, at 11.00 am for the transaction of the following businesses:-

AGENDA:

A. ORDINARY BUSINESS

To consider and, if thought fit, to pass the following resolutions.

1. **Presentation of Audited Financial Statement:-**
   To receive and lay before the meeting the Audited Financial Statements for the year ended 31 march, 2021, together with the reports of the Directors, Auditors and Audit Committee thereon.
2. **Retirement and Re-election/Appointment of Directors:**
   To retire one-third of the directors of the company and to re-appoint or appoint new directors in place of those retiring from office or those duly nominated by member(s)of the Company in accordance with the provisions of the Company's Articles of Association and the companies and Allied Matters Act (CAMA).
3. **Appointment and fixing of remuneration for the Auditors:**
   To re-appoint as External Auditors of the Company, the firm of Mokuolu Ruben & Co and to authorize the Directors to fix the remuneration of the External Auditors.
4. **Election of members of the Audit Committee:**
   To elect members of the Audit Committee of the Company.

B. SPECIAL BUSINESS

To review the General mandate from shareholders to authorize the company to procure goods and services necessary for its operations from a related party.

NOTE:

1. Proxy

A member of the Company entitled to attend vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on his/her behalf. A proxy need not be a member of the Company, A proxy form is enclosed and if it is to be valid for the purpose of the Meeting, it must be completed, duly stamped by the Commissioner of Stamp Duties and deposited at the registered office of the of the Registrar of the Company, Carnation Registrars Limited, 2A Gbagada Expressway Lagos or forwarded by email to info@carnationregistrars.com not later than 48 hours before the time fixed for the meeting. A corporate member of the Company is required to execute a proxy under seal. Please note that the company will bear the cost of stamping the proxy forms in line with the guidelines issued by the corporate Affairs Commission.

2 .COMPLIANCE WITH COVID-19 RELATED DIRECTIVES AND GUIDELINES:

The Federal Government of Nigeria, State Government, Health Authorities and Regulatory Agencies have issued several guidelines and directives aimed at curbing the spread of COVID-19 in Nigeria and in particular, the ban of large gathering while the Corporate Affairs Commission (CAC) issued Guidelines on Holding Annual General Meeting (AGM) of Public Companies by Proxy, The convening and conduct of the AGM shall be done in compliance with these directives and guidelines. Shareholders are advised to select from the list of proxies listed below to represent them at the meeting:

a. Chief J.C. Onyearugbulem
b. Dr. J.A. Alumonah
c. Engr. O.N. Ndukwe
d. HRM. Eze Nwabiaraije Eneogwe
e. Elder N.C.U. Okoro
f. Ms. Ugo Agwu (FCA)
g. Dr. Oluchi Joachin Nzenwa
h. Mr. Ferguson O. Uzomah (PMP)
i. Barr. Ochei Odiawa
j. Mr. Olalekan Najeem Busari
k. Sir Sunny Nwosu
l. Mr. Boniface Okezie..

3. **LIVE STREAMING OF THE AGM:** The AGM will be streamed live online. This will enable shareholders and other Stakeholders who will not be attending physically to follow the proceedings. The link for the AGM live streaming will be made available on the company's website: www.ggbplc.com.ng .

4. AUDIT COMMITTEE

In accordance with section 404(6) of the Companies and Allied Matters Act No. 3. 2020 any member may nominate another shareholder 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. The Nigerian Code of Corporate Governance 2018 provides that members of the Audit Committee should have basic financial literacy and should be able to read financial statements. We therefore request that the nominations be forwarded with a copy of the nominee's curriculum Vitae.

5. CLOSURE OF REGISTER OF MEMBERS:

The Register of members and Transfer Books of the Company will be closed from 7th to 11th February, 2022. (Both days inclusive)

6. RIGHTS OF SHAREHOLDERS TO ASK QUESTIONS

Shareholders have a right to ask questions at the Annual General Meeting and shall be required to send their written questions at least five(5) days before the meeting.

BY ORDER OF THE BOARD

Dated this 24th day of January, 2022.

Udo Ogaranya.
Company Secretary.
FRC/2014/NBA/00000009809

Proxy Form

GOLDEN GUINEA BREWERIES PLC

38th ANNUAL GENERAL MEETING to be held at Mavis Hotel 1/3 Nkwere Street Off IMSU Junction, Works Layout, Owerri, Imo State on Friday, 25th February, 2022 at 11:00 am.

No. of Shares	

Resolutions	For	Against	Abstain
To adopt the Report of the Directors and accompanying Reports			
To re-elect Chief J.C Onyearugbulem as a Director			
To re-elect Dr. J.A Alumonah as a Director			
To re-elect Elder N.C.U. Okoro as a Director			
To re-elect Ms U.U. Agwu as a Director			
To authorise the Director to fix the remuneration of the External Auditor			
To elect members of the Audit Committee.			
Resolution on general mandate for related party transaction.			

I/WE* ....
(Name of Shareholder)

....

.... Being a member/members of Golden Guinea Breweries Plc hereby appoint **(please see Note ii below for the list of proxies)**.

....

Or failing him/her, the Chairman of the meeting, as my/our proxy to act and vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on Friday 25th February, 2022

Dated this .... Day of .... 2022.

Shareholder's signature..

*Delete as necessary

Notes:

i. In view of the health and safety measures put in place by Government including limiting the number of persons that can be in a gathering to 20, this proxy form has been prepared to enable Shareholders exercise the right to vote despite not being physically present at the Meeting.

Ii. Members may appoint a proxy of their choice from the following persons: 1. Chief J.C Onyearugbulem; 2.Engr.O.N Ndukwe; 3. Dr. J.A Alumonah; 4. N.C.U.Okoro 5. HRM Eze Nwabiaraije Eneogwe; 6. Ms U.U. Agwu 7. Dr. Oluchi Nzenwa; 8. Mr. Ferguson O. Uzomah; 9.Barr. Ochei Odiawa, 10 Mr. Olalekan Busari, 11 Sir Sunny Nwosu; 12. Mr Bonifce Okezie

iii. Please sign this proxy form and post or deliver it to reach the address overleaf or send via e-mail to info.ggbplc.com.ng or ogaranyaudo@yahoo.com not later than 10.00 am. On the 25th February, 2022.

iv. If executed by a corporation, the form must be sealed with the common seal or under the hand of an officer or attorney duly authorized.

v. The proxy must produce the Admission Card issued by the Registrar to obtain entry to the meeting.

vi. The Company shall bear the cost of the stamp duty payable on this proxy form.

Please indicate with an "X" in the appropriate box how you wish your votes to be cast on the resolutions referred to above. Unless otherwise instructed, the proxy will vote or abstain from voting at his/her discretion.