

TO ALL SHAREHOLDERS LONGHORN PUBLISHERS PLC

NOTICE is hereby given that the year 2019 Annual General Meeting of the Company will be held at the **Nairobi Serena Hotel, Kenyatta Avenue, Nairobi** on Thursday, 28 November 2019 at 11:00 a.m. to transact the following ordinary business:-

1. The Secretary to read the notice convening the meeting and confirm the presence of a quorum.
2. To approve the minutes of the Annual General Meeting held on 23 November 2018.
3. To receive, consider and adopt the Financial Statements for the financial year ended 30 June 2019 together with the Chairman's Statement, and the Directors' and Auditors' reports thereon.
4. To approve a final dividend of Kshs. 0.52 per share in respect of the financial year ended 30 June 2019 as recommended by the Directors. The dividend will be payable on or before 26 February 2020 to the shareholders on the Register of Members as at the close of business on 28 November 2019.
5. To re-elect Directors:-
 - 5.1 Hon. Francis Thombe Nyammo retires by rotation at this meeting in accordance with the provisions of Article 96 of the Company's Articles of Association, and further pursuant to Clause 2.5 of the Code of Corporate Governance Practices for Issuers of Securities to the Public, 2015. Notice has been received of the intention to propose the following Resolution as an Ordinary Resolution at the Annual General meeting:
"That Hon. Francis Thombe Nyammo, being over 70 years, be and is hereby re-elected a Director of the Company."
 - 5.2 Centum Investment Company Limited retires at this meeting in accordance with the provisions of Article 96 of the Company's Articles of Association and, being eligible, offers itself for re-election.
 - 5.3 Mrs Susan Nkirote Omanga retires by rotation at this meeting in accordance with the provisions of Article 96 of the Company's Articles of Association and does not offer herself for re-election.
6. Pursuant to Section 769(1) of the Companies Act 2015, to elect the following directors, being members of the Board Audit & Risk Committee, to continue to serve as members of the Committee:-
 - Mr Ali Hussein Kassim (Chairman)
 - Mrs Truphosa Kwaka-Sumba
7. To approve the Directors Remuneration Report for the financial year ended 30 June 2019.
8. To re-appoint Messrs PricewaterhouseCoopers as Auditors by virtue of Section 721 (2) of the Companies Act, 2015 and to authorise the Directors to fix the Auditor's remuneration for the ensuing financial year.
9. Any other business of which due notice has been given.

BY ORDER OF THE BOARD

**ENID MURIUKI (MRS)
COMPANY SECRETARY**

Date: 5 November 2019

NOTES:

- (i) A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on his or her behalf. A proxy need not be a member of the Company. A form of proxy may be obtained from the Company's website (www.longhornpublishers.com) or from the Share Registrars, Image Registrars, 5th Floor, Barclays Plaza, Loita Street, P O Box 9287 – 00100, Nairobi (www.image.co.ke).
- (i) To be valid, a form of proxy must be duly completed by the member and must be lodged with the Share Registrars, 5th Floor, Barclays Plaza, Loita Street, P O Box 9287 – 00100, Nairobi or at the offices of Longhorn Publishers Plc, Funzi Road, Industrial Area, P O Box 18033, 00500 Nairobi, not later than forty eight hours before the time of holding the meeting.
- (i) Pursuant to the provisions of Article 136 of the Company's Articles of Association, a copy of the entire Annual Report and Accounts may be viewed on and obtained from the Company's website (www.longhornpublishers.com) or from the Registered Office of the Company i.e. Longhorn Publishers Plc, Funzi Road, Industrial Area, Nairobi, or from the Share Registrars office on 5th Floor, Barclays Plaza, Loita Street, Nairobi