

**THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.**

If you are in any doubt as to the action you should take, you should consult your stockbroker, bank manager, solicitor, accountant or other independent professional adviser who is authorised under the Financial Services and Markets Act 2000.

If you have sold or transferred all of your shares in Numis Corporation Plc, please pass this document together with the accompanying proxy form as soon as possible to the purchaser or transferee, or the stockbroker, bank or other agent through whom you arranged the sale or transfer so they can pass these documents to the person who now holds the shares.

**Numis Corporation Plc (“Numis”)**

**(incorporated and registered in England and Wales under Company Number: 02375296)**

**Chairman’s Letter and Notice of 2023 Annual General Meeting**

**Tuesday 7 February 2023 at 12.30 pm**

In order for the form of proxy to be valid, it must be completed and returned in accordance with the instructions to our Registrar’s Computershare Investor Services Plc, as soon as possible, but in any event so as to arrive not later than 48 hours before the time of the Annual General Meeting.



20 December 2022

Dear Shareholder

### **2023 Annual General Meeting ("AGM")**

The Company's forthcoming Annual General Meeting ("AGM") will be held at our office at 45 Gresham Street, London, EC2V 7BF on Tuesday 7 February 2023 at 12.30 pm. The formal Notice of Meeting (the "Notice") is included in our 2022 Annual Report on pages 129 to 134.

### **Arrangements for the AGM**

In order to gain admission to the building, please bring an official photo I.D (e.g. passport, driver's licence or European I.D card) and your AGM attendance card (attached to your form of proxy) which will be required upon arrival at our reception. Shareholders who hold Numis shares through a brokerage/nominee account should obtain a letter of representation from their respective nominee and bring the letter with them to gain entry to the AGM.

### **Shareholder questions**

We always welcome questions from our shareholders at the AGM and encourage shareholders to engage before the meeting by submitting questions to our company secretary ([Investor\\_relations@numis.com](mailto:Investor_relations@numis.com)), using the subject title 'Numis 2023 AGM'.

### **Explanatory Notes**

As you will see from the notice of meeting ("the Notice"), there are a number of items of business to be considered at this year's AGM. Shareholders will have the opportunity to put questions to the directors before the resolutions set out in the Notice are proposed. Resolutions 1 to 9 will be proposed as ordinary resolutions and will be passed if more than 50% of the votes are cast in favour. Resolutions 10 to 12 will be proposed as special resolutions and will be passed if at least 75% of the votes cast are in favour.

The AGM Notice, explanatory notes and details of the resolutions proposed to be passed at the AGM are set out on pages 129 to 134 of the 2022 Annual Report and a copy of the Notice of the AGM is also published on Numis' corporate website. [www.numis.com](http://www.numis.com)

### **Board of Directors**

The Articles of Association of the Company require the nearest number to one third of the directors to retire at each AGM. In accordance with the rotation requirements of the Company's Articles of Association Mr Holloway (CFO), is required to retire by rotation and offer himself for re-election in accordance with the Articles of Association of the Company. Mr Hennity and Ms Gray are both Independent Non-Executive Directors who were appointed to the Board of the Company since the last AGM and being eligible, both offer themselves for election.

Robert Sutton, Non-Executive Director will be standing down as a director of Numis at the 2023 AGM. On behalf of the Board, I wish to thank Robert for his considerable contribution over his 9 year tenure both as a Board member and, valued colleague and friend of Numis.



## **Recommendation**

Your directors consider that resolutions 1 to 12 to be put to the meeting are in the best interests of the Company and its shareholders as a whole, and unanimously recommend shareholders to vote in favour of resolutions 1 to 12, as they intend to do in respect of their own beneficial holdings.

## **Dividend Reinvestment Plan ("DRIP")**

The Board have implemented a Dividend Reinvestment Plan ("DRIP") and will again be offering shareholders the opportunity to use their cash dividend to buy additional shares in Numis, the main benefit being, that the Company does not need to issue new shares and further dilute shareholders. The Board believe that this dividend plan is in the best interests of the Company.

If you have not already joined the DRIP and wish to do so, you should either apply online at [www.investorcentre.co.uk](http://www.investorcentre.co.uk) or, alternatively, contact the Company's Registrar on 0370 707 1203 to request the terms and conditions of the DRIP and a printed mandate form, which must be returned to them at Computershare Investor Services PLC. The Pavilions, Bridgwater Road, Bristol BS13 8AE, so as to arrive no later than 6.00 pm on **20 January 2023**. If you have already joined the DRIP and wish to continue receiving dividends in shares, or if you have not already joined the DRIP and wish to continue receiving dividends in cash, you need take no further action.

## **Website**

Our corporate website, **www.numis.com**, is the principal means we use to communicate with our shareholders. There is a wealth of information online including:

- A copy of our Annual Report & Accounts
- All the latest Numis news, press and market RNS releases
- A detailed account of our approach to corporate governance

Yours sincerely

Luke Savage

**Chairman**

**Numis Corporation Plc**

Numis Corporation Plc  
Registered in England & Wales  
Company Registered No: 2375296  
Registered Office:  
45 Gresham Street  
London  
EC2V 7BF