

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. Please note that all of your ordinary shares in the Company will be compulsorily transferred to Wellness Unity Limited pursuant to the mandatory squeeze-out process, the notice of which expired on 25 August 2023 if you did not accept the Offer (as defined herein) prior to or on such date. Therefore, there is no need for you to take any action in respect of this notice. Any person who remains a shareholder on the date of the Annual General Meeting and wishes to vote, is entitled to do so on the basis set out below.

This document should be read as a whole. Your attention is drawn to the letter from the Chairman of the Company, set out on pages 2 to 3 of this document, which contains the recommendation of the directors as to how shareholders should vote in relation to the resolutions to be proposed at the Annual General Meeting referred to below.



CIVITAS SOCIAL HOUSING PLC

(Incorporated in England and Wales with company number 10402528 and registered as an investment company under section 833 of the Companies Act 2006)

Notice of Annual General Meeting 2023

Notice of the Annual General Meeting (the "**AGM**") of Civitas Social Housing PLC (the "**Company**") to be held on Thursday, 28 September 2023 at 3.00 p.m. at the offices of Hutchison House, 5 Hester Road, Battersea, London SW11 4AN is set out on pages 4 to 5 of this document. Whether or not you propose to attend the AGM, please submit a proxy vote in accordance with the voting instructions on page 7. You are encouraged to appoint the Chairman of the AGM as your proxy. To be valid, the proxy must be submitted, or in the case of a paper proxy, signed, completed and returned in accordance with the instructions printed thereon so as to be received by the Company's Registrar, Link Group, Central Square, 29 Wellington Street, Leeds LS1 4DL as soon as possible and in any event, not later than 48 hours before the time appointed for holding the meeting (excluding weekends and public holidays) or any adjournment of it.



Directors:
Dr Edmond Ho (Chairman)
Yue Seng Chiu
Kong Ting (Jason) Chow
Michelle Li
Jonathan Miller
Eirene Yeung

Registered Office:
6th Floor
65 Gresham Street
London
EC2V 7NQ

31 August 2023

Dear Shareholder

Notice of Annual General Meeting

I am pleased to be writing to you with details of the Annual General Meeting ("**AGM**") of Civitas Social Housing PLC (the "**Company**"), which we are holding at 3.00 p.m. on Thursday, 28 September 2023 at the offices of Hutchison House, 5 Hester Road, Battersea, London, SW11 4AN.

The formal notice of the AGM is set out on pages 4 to 5 of this document.

Should you wish to attend in person, we kindly ask that you register your interest in attending by emailing the company secretary at civitas_cosec@linkgroup.co.uk such email to have been received by the Company Secretary not less than 48 hours (excluding weekends and public holidays) before the time appointed for the meeting or any adjournment of it. Please note that the venue of the meeting may place restrictions on the number of attendees and/or prescribe other entry requirements.

Recommended cash offer for the Company by Wellness Unity Limited (a wholly owned indirect subsidiary of CK Asset Holdings Limited) ("CK Bidco") and subsequent mandatory squeeze-out

On 9 May 2023, CK Bidco and the Company announced a recommended all-cash offer to be made by CK Bidco for the entire issued and to be issued share capital of the Company, other than the ordinary shares already held by CK Bidco (the "**Offer**").

On 14 July 2023, CK Bidco commenced the mandatory squeeze-out process, the notice of which expired on 25 August 2023. Please note that all of your shares in the Company will be compulsorily transferred to CK Bidco pursuant to the mandatory squeeze-out process if you did not accept the Offer prior to or on 25 August 2023. Therefore, there is no need for you to take any action in respect of the notice of AGM. Any person who remains a shareholder on the date of the AGM and wishes to vote is entitled to do so on the basis set out below.

Voting

The Board strongly encourages shareholders to vote electronically and to appoint a proxy with their voting instructions. All valid proxy votes, whether submitted electronically or in hard copy form, will be included in the polls to be taken at the meeting.

Your vote is important to us and if you would like to vote on the resolutions but cannot attend the AGM, we encourage you to vote by proxy. Proxy instructions (which include the ability to lodge proxies electronically) are set out below.

Shareholders who wish to register their votes on the resolution to be put to the AGM should do so by either:

(A) Voting by Proxy Electronically

As per previous years, we are not distributing hard copies of the proxy form; however, shareholders may vote by proxy electronically. For online voting, shareholders should go to the following website: www.signalshares.com. Shareholders should select "Register for the Signal Shares" and enter the Company's name (Civitas Social Housing PLC). The Company's name will be presented on the next screen and shareholders should click on this. Once shareholders have clicked on this, they should follow the prompts on the screen by entering their surname, investor code, postcode, email address and select a password. Once shareholders have registered, they will have the opportunity to cast their online vote.



(B) Request a Hard Copy Proxy Form

You may request a hard copy proxy form from Link Group on the telephone number shown on page 7 and return the completed form to the address shown on the form.

If you hold your shares through a nominee service, please contact the nominee service provider regarding the process for appointing a proxy.

AGM

All holders of ordinary shares are entitled to attend and vote at the AGM. In accordance with the articles of association of the Company, all holders of ordinary shares present in person or by proxy shall upon a show of hands have one vote and upon a poll shall have one vote in respect of each ordinary share held. In order to ensure that a quorum is present at the AGM, it is necessary for two holders of ordinary shares entitled to vote to be present, whether in person or by proxy (or, if a corporation, by a representative in person).

Poll Voting

Each of the resolutions to be considered at the meeting will be conducted by way of a poll. This ensures that shareholders who are unable to attend the AGM but who have appointed proxies have their votes taken into account.

Recommendation

The Board considers that all the resolutions to be put to the AGM are in the best interests of the Company and its shareholders and are most likely to promote the success of the Company for the benefit of its shareholders as a whole. The directors unanimously recommend that you vote in favour of the proposed resolutions.

Yours sincerely

Dr Edmond Ho

Chairman

(Company Number 10402528)



NOTICE OF ANNUAL GENERAL MEETING

Civitas Social Housing PLC

(Incorporated in England and Wales with company number 10402528 and registered as an investment company under section 833 of the Companies Act 2006)

NOTICE IS HEREBY GIVEN that the Annual General Meeting of Civitas Social Housing PLC (the “**Company**”) will be held on Thursday, 28 September 2023 at 3.00 p.m. at the offices of Hutchison House, 5 Hester Road, Battersea, London SW11 4AN for the following purposes:

To consider, and if thought fit, approve the following resolutions. Resolutions 1 to 9 (inclusive) will be proposed as ordinary resolutions: this means that for each of those ordinary resolutions to be passed, more than half of the votes cast must be in favour of each resolution. Resolution 10 will be proposed as a special resolution: this means that for that resolution to be passed, at least three-quarters of the votes cast must be in favour of the resolution.

For further information on all resolutions, please refer to the Explanatory Notes, which can be found on page 6.

ORDINARY RESOLUTIONS

Annual Report and Financial Statements *(Ordinary resolution)*

1. To receive the Company’s Strategic Report, Directors’ Report, and the consolidated financial statements for the financial year ended 31 March 2023, together with the Independent Auditor’s Report on those audited financial statements, as set out in the Company’s Annual Report and Financial Statements for the financial year ended 31 March 2023.

Directors *(Ordinary resolutions)*

2. To elect Dr Edmond Ho as a director of the Company.
3. To elect Yue Seng Chiu as a director of the Company.
4. To elect Kong Ting (Jason) Chow as a director of the Company.
5. To elect Michelle Li as a director of the Company.
6. To elect Jonathan Miller as a director of the Company.
7. To elect Eirene Yeung as a director of the Company.



Auditor (*Ordinary resolutions*)

8. To appoint Deloitte LLP as auditor of the Company to hold office until the conclusion of the next general meeting at which the Company's annual accounts are laid before the meeting.
9. To authorise the Board to determine the remuneration of the auditor.

Notice period for general meetings other than AGMs (*Special resolution*)

10. THAT a general meeting other than an AGM may be called on not less than 14 clear days' notice.

By order of the Board

Link Company Matters Limited

Company Secretary

Registered Office:
Link Company Matters Limited
6th Floor
65 Gresham Street
London
EC2V 7NQ

(Company Number 10402528)

31 August 2023

Explanatory Notes:

An explanation of each of the resolutions is set out below:

Resolution 1 – Annual Report and Financial Statements *(Ordinary Resolution)*

The directors are required to present the Strategic Report, Directors' Report and the consolidated financial statements together with the Independent Auditor's Report for the financial year ended 31 March 2023 to the meeting. These are contained in the Annual Report, which is included in this mailing and was approved by the Board on 28 June 2023.

Resolutions 2 to 7 – Election of Directors *(Ordinary Resolutions)*

Pursuant to the articles of association of the Company, all of the directors of the Company are seeking election at the Company's AGM.

The directors believe that the Board offers an appropriate balance of knowledge and skills and that all the non-executive directors are independent in character and judgement, with each non-executive director's contribution being important to the Company's long-term sustainable success.

Resolutions 8 and 9 – Auditor *(Ordinary Resolutions)*

At each general meeting at which the Company's financial statements are presented to its members, the Company is required to appoint an auditor to serve from the conclusion of that meeting until the conclusion of the next such meeting. The Board recommends the appointment of Deloitte LLP. Resolution 9 authorises the Board to determine the auditor's remuneration.

Resolution 10 – Notice Period for General Meetings, other than AGMs *(Special Resolution)*

This resolution is to allow the Company to hold general meetings (other than an AGM) on 14 clear days' notice. The notice period required by the Companies Act 2006 for general meetings of the Company is 21 clear days unless: (i) shareholders approve a shorter notice period, which cannot however be less than 14 clear days; and (ii) the Company offers the facility for all shareholders to vote by electronic means. AGMs must always be held on at least 21 clear days' notice. It is intended that the flexibility offered by this resolution will only be used for time sensitive, non-routine business and where merited in the interests of shareholders as a whole. The approval will be effective until the Company's next AGM, when it is intended that a similar resolution will be proposed.



Notes:

1. Only holders of ordinary shares are entitled to vote at the AGM.
2. Members are entitled to appoint a proxy to exercise all or any of their rights to attend and to speak and vote on their behalf at the meeting and at any adjournment of it. A member may appoint more than one proxy in relation to the meeting provided that each proxy is appointed to exercise the rights attached to a different share or shares held by that member. If a proxy appointment is submitted without indicating how the proxy should vote on any resolution, the proxy will exercise his/her discretion as to whether and, if so, how he or she votes.
3. A proxy need not be a member of the Company but must attend the meeting in person for the member's vote to be counted. Where more than one proxy is appointed, each must be appointed to exercise the rights attached to a different share or shares held by the member. You are encouraged to appoint the Chairman of the AGM as your proxy. As in previous years, a hard copy of the proxy form is not being distributed unless specifically requested. Members are being encouraged to vote electronically. Detailed below are the methods available to appoint a proxy:
 - (a) To be effective, the proxy vote must be submitted at www.signalshares.com so as to have been received by the Company's Registrar not less than 48 hours (excluding weekends and public holidays) before the time appointed for the meeting or any adjournment of it. By registering on the Signal Shares portal at www.signalshares.com, you can manage your shareholding, including:
 - cast your vote
 - change your dividend payment instruction
 - update your address
 - select your communication preference
 - (b) Any power of attorney or other authority under which the proxy is submitted must be returned to the Company's Registrar, Link Group. If a paper form of proxy is requested from the Registrar, it should be completed and returned to Link Group, Central Square, 29 Wellington Street, Leeds LS1 4DL to be received not less than 48 hours before the time of the meeting (excluding weekends and public holidays) or any adjournment of it.

If you need help with voting online, or require a paper proxy form, please contact our Registrar, Link Group, by email at shareholderenquiries@linkgroup.co.uk, or you may call Link Group on 0371 664 0300. Calls are charged at the standard geographic rate and will vary by provider. Calls outside the UK will be charged at the applicable international rate. The Registrar is open between 9.00 a.m. – 5.30 p.m., Monday to Friday excluding public holidays in England and Wales.
4. A vote withheld option is provided on the form of proxy to enable you to instruct your proxy not to vote on any particular resolution; however, it should be noted that a vote withheld in this way is not a "vote" in law and will not be counted in the calculation of the proportion of the votes "For" and "Against" a resolution.
5. Any person to whom this notice is sent who is a person nominated under section 146 of the Companies Act 2006 (the "Act") to enjoy information rights (a "Nominated Person") may, under an agreement between him/her and the shareholder by whom he/she was nominated, have a right to be appointed (or to have someone else appointed) as a proxy for the AGM. If a Nominated Person has no such proxy appointment right or does not wish to exercise it, he/she may, under any such agreement, have a right to give instructions to the shareholder as to the exercise of voting rights.
6. The statement of the rights of shareholders in relation to the appointment of proxies in Notes 3 and 4 above does not apply to Nominated Persons. The rights described in these paragraphs can only be exercised by shareholders of the Company.



7. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001 (as amended), only those members registered in the register of members of the Company at close of business on 26 September 2023 (or if the AGM is adjourned, 48 hours before the time fixed for the adjourned AGM) shall be entitled to attend and vote at the AGM in respect of the number of shares registered in their name at that time. In each case, changes to the register of members after such time shall be disregarded in determining the rights of any person to attend or vote at the AGM.
8. If a member submits more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.
9. Any member attending the meeting has the right to ask questions. The Company must cause to be answered any such question relating to the business being dealt with at the meeting but no such answer need be given if: (i) to do so would interfere unduly with the preparation for the meeting or would involve the disclosure of confidential information; or (ii) the answer has already been given on a website in the form of an answer to a question; or (iii) it is undesirable in the interests of the Company or the good order of the meeting that the question be answered.
10. As at 30 August 2023 (being the last practicable day prior to the publication of this notice), the Company's issued share capital consists of 622,461,380 ordinary shares of which 16,075,000 ordinary shares are held in treasury. Therefore, the total voting rights in the Company as at 30 August 2023 are 606,386,380.
11. A member that is a company or other organisation not having a physical presence cannot attend in person but can appoint someone to represent it. This can be done in one of two ways: either through the appointment of a proxy (described in Notes 3 and 4 above) or a corporate representative. A corporation may appoint one or more corporate representatives, who may exercise on its behalf all of its powers as a member provided that they do not do so in relation to the same shares. Members considering the appointment of a corporate representative should check their own legal position, the Company's articles of association and the relevant provision of the Act. To be able to attend and vote at the meeting, corporate representatives will be required to produce, prior to their entry to the meeting, evidence satisfactory to the Company of their appointment.
12. Copies of the letters of appointment of the non-executive Directors will be available for inspection from the Company Secretary during normal business hours (Saturdays, Sundays and public holidays excepted) until the date of the AGM. The Company Secretary can be contacted at Civitas_Cosec@linkgroup.co.uk.
13. Any electronic address provided either in this notice or in any related documents (including the form of proxy) may not be used to communicate with the Company for any purposes other than those expressly stated.