

Due to the ongoing COVID-19 pandemic, CEC's 2021 Annual Meeting of Shareholders will be closed to the public. CEC is following the recommendations by the Centers for Disease Control & Prevention regarding large assemblies of people.

**OFFICIAL NOTICE OF ANNUAL MEETING OF SHAREHOLDERS
OF CITIZENS ELECTRIC CORPORATION**

The **Annual Meeting** of Shareholders of Citizens Electric Corporation will be held at Citizens Electric Corporation's Headquarters located at 1500 Rand Avenue in the City of Perryville, State of Missouri, on the **29th day of April, 2021, at 6:00 p.m.** for the purpose of acting upon the following:

- 1. The reports of officers, directors and CEO.**
- 2. The election of 3 directors for a term of 3 years each.**

Pursuant to Article II, Section 3 of the Corporation's By-Laws, the Nominating Committee has nominated the following individuals as candidates in the 2021 election of directors for Citizens Electric Corporation:

ONE SUCCESSFUL CANDIDATE FROM EACH COUNTY LISTED BELOW
TO SERVE FOR A THREE-YEAR TERM:

Ste. Genevieve / St. Francois County:

- William J. Odneal, 21725 Oak Drive, Ste. Genevieve, MO 63670
- David G. Weber, 74 Oakwood Drive, Ste. Genevieve, MO 63670
- Glen Weible, 20541 State Route EE, Farmington, MO 63640

Perry County:

- Mark Wengert, 538 Highway NN, Perryville, MO 63775
- Donald P. Fulford, 1208 Dorothy Drive, Perryville, MO 63775
- Lorna Gibbar, 846 Highway N, Perryville, MO 63775
- Gregory L. Yamnitz, 609 PCR 624, Perryville, MO 63775

Cape Girardeau County:

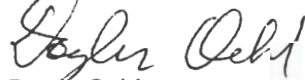
- Rex A. Meyr Sr., 283 County Road 539, Jackson, MO 63755

The directors standing for election shall be elected by ballot at each Annual Meeting of Shareholders to serve for three years or until their successors shall have been elected and qualified.

In all elections, each shareholder shall be entitled to only one vote upon each matter submitted to a vote at a meeting of the shareholders. All questions shall be decided by a majority of the shareholders voting thereon in person or by proxy except as otherwise provided by law, the Articles of Incorporation or the By-Laws of the Corporation. Directors may be elected by a plurality vote of the shareholders present in person or by proxy.

- 3. All other business which may properly come before the meeting or any adjournment thereof.**

ATTEST:



Doyle Oehl
Secretary



William J. Odneal
President