



ACMAT CORPORATION

NOTICE OF ANNUAL MEETING OF STOCKHOLDERS OF ACMAT CORPORATION

To Be Held
June 23, 2022

To the ACMAT Stockholders:

Notice is hereby given that the Annual Meeting of Stockholders of ACMAT Corporation will be held at the Company's headquarters, 30 South Road, Farmington, CT, on June 23, 2022, at 12:00 noon for the following purposes:

1. To elect three directors for the ensuing year and until their successors are duly elected and qualified;
2. To ratify the appointment of Crowe LLP as auditors of the books and accounts of the Company for the ensuing year;
3. To transact such other business as may properly come before the meeting.

Only stockholders of record at the close of business on April 14, 2022 will be entitled to notice of and to vote at this meeting.

Whether or not you plan to attend the annual meeting in person, the directors urge you to complete, sign and return the enclosed proxy in the accompanying envelope which requires no postage.

In the absence of unforeseen developments, it is intended that the Proxies with respect to the Company's Common Stock and Class A Stock they represent will be voted for the election of the following individuals as Directors: Henry W. Nozko, Jr., Henry W. Nozko III and Maurice C. Shea. If a nominee becomes unavailable for election, it is the intention of the persons named in the accompanying Proxies to vote for such other person, if any, as may be designated pursuant to the authority of the Board of Directors.

Because of the small size of the Company and because the Board of Directors has only three members, all matters, including audit and compensation matters, are discussed and reviewed by the entire Board of Directors.

Each share of Common Stock is entitled to one vote and each share of Class A Stock is entitled to one-tenth (1/10th) of a vote. Any stockholder giving a proxy has the power to revoke it at any time prior to its exercise by giving written notice of its revocation to the Secretary of the Company, delivering a proxy bearing a later date or attending the Annual Meeting and voting in person.

Under Connecticut law, the election of Directors will be a plurality of the votes cast in the election by the holders of shares of Common Stock and Class A Stock present in person or by proxy and voting at the Meeting. You should be aware that Henry W. Nozko, Jr. holds shares of Common Stock and Class A Stock representing approximately 80% of the voting power of the Company and intends to vote such shares to elect the three director nominees.

The Board of Directors has approved the appointment of Crowe LLP as auditors for the Company for the ensuing year. In the absence of unforeseen developments, it is intended that the Proxies, with respect to the Common Stock and Class A Stock that they represent, will be voted in favor of ratification of this appointment. Approval of this proposal will require the affirmative vote of a majority of the Common Stock and Class A Stock represented at the Meeting and voted on the proposal. The Company paid Crowe LLP \$117 thousand in 2021 for audit and income tax services.

An annual report is available to all stockholders on the Company's website, www.acmatcorp.com/annual-reports, and has also been made available on OTC Pink Sheets. Stockholders wishing to obtain a physical copy of the report can contact the Company and place a request.

Management will be present to answer any questions you may have with respect to the operations of the Company. We would appreciate it if you would complete, date, sign and return the enclosed proxy. A self-addressed envelope is enclosed for your convenience in returning the proxy to us.

Henry W. Nozko, Jr.
Chairman of the Board and President

April 27, 2022