

Notice of Annual Meeting of Shareholders

Notice is hereby given that the Annual Meeting of the Shareholders of **BMH Ltd** (“the Company”) will be held on Thursday 29 June 2023, at 09.30 a.m in the Boardroom of La Maison 1794, Constance, Centre de Flacq, to transact the following business:

1. To consider the Annual Report for the year ended 31 December 2022.
2. To receive the report of Ernst & Young, the External Auditors of the Company.
3. To adopt the Audited Financial Statements of the Company and the Group for the year ended 31 December 2022.
4. To authorise the Board of Directors to fix the remuneration of the External Auditors, Ernst & Young, who have expressed their willingness to continue to act as External Auditors of the Company and will be automatically re-appointed.
5. To approve Directors’ fees.
6. To appoint Mr Kevin P. Chan Too as Executive Director of the Company (please refer to note (d) below).
7. In accordance with article 21.6 of the Constitution of the Company, to re-elect Mr George J. Dumbell who, retiring by rotation, offers himself for re-election as Director of the Company and to authorise Mr George J. Dumbell to continue to hold office as a Director of the Company in accordance with section 138 (6) of the Companies Act 2001.
8. To authorise Mr Marc Freismuth to continue to hold office as a Director of the Company in accordance with section 138 (6) of the Companies Act 2001.
9. To authorise Mr Maxime Rey to continue to hold office as a Director of the Company in accordance with section 138 (6) of the Companies Act 2001.
10. By separate resolutions, and in accordance with article 21.6 of the Constitution of the Company, to re-elect the following persons who, retiring by rotation, offer themselves for re-election as Directors of the Company:
 - a. Mr Jean Juppín de Fondaumière
 - b. Mrs Kalindee Ramdhonee
11. Shareholders’ questions.

By order of the Board,



Marie-Anne Adam, ACIS

For ECS Secretaries Ltd
Secretaries

15 May 2023

Notes

- a. A member of the Company who is entitled to attend and vote at this meeting may appoint a proxy to attend and vote in his/her stead. A proxy needs not be a member of the Company.
- b. The instrument appointing a proxy, any general power of attorney or written resolution appointing a representative should reach the Share Registry, ECS Secretaries Ltd, 3rd Floor, Labama House, 35 Sir William Newton Street, Port Louis, not less than twenty-four hours prior to the time scheduled for the meeting, i.e. by 09.30 a.m. on Wednesday 28 June 2023 (being the last business day before the meeting). In default, the instrument of proxy shall not be treated as valid. A proxy form is attached and is also available at ECS Secretaries Ltd, 3rd Floor, Labama House, 35 Sir William Newton Street, Port Louis.
- c. For the purpose of this Annual Meeting, the Directors have resolved, in compliance with section 120 of the Companies Act 2001, that the Shareholders who are entitled to receive notice of the meeting and attend such meeting shall be those shareholders whose names are registered in the share register of the Company as at 31 May 2023.
- d. The Board of Directors appointed Mr. Kevin P. Chan Too as Executive Director of the Company with effect on 01 April 2023 until the forthcoming Annual Meeting to be held on 29 June 2023 when, as recommended by the Nomination and Remuneration Committee and by the Board of Directors, his appointment will be proposed to the Shareholders of the Company. The Profile of Mr. Chan Too is found on page 27 of the Annual Report.
- e. In accordance with the provisions of Practice Direction No 2 of 2022 issued by the Registrar of Companies pursuant to section 12 (8) of the Companies Act 2001, and as an environment-friendly initiative, the Company has elected not to send a copy of the Annual Report to the Shareholder until such time that the Shareholder makes a request to receive a copy. A shareholder shall retain his/her rights to receive a copy of the Annual Report at any time upon request and can do so by emailing ecs@ecssecretaries.com.
- f. The Annual Report 2022 is available on the following address: https://bmhmu.com/documents-bmh-ltd/annual_reports/BMH_AR_2022.pdf



Please scan the QR code to access the Annual Report 2022.

BRN: C06003628