

NOTICE OF MEETING

Notice is hereby given that the Annual Meeting of shareholders of Semaris Ltd (“the Company”) will be held at Hennessy Park Hotel, 65 Cybercity, Ebene on **13 December 2024** at **09.00 hours** to transact the following business:

1. To consider the Annual Report for the year ended 30 June 2024.
2. To receive the report of the auditors of the Company.
3. To consider and approve the audited financial statements of the Company for the year ended 30 June 2024.

Ordinary Resolution I.

“Resolved that the audited financial statements of the Company for the year ended 30 June 2024 be hereby approved.”

4. To elect Mrs Monisha Bheenick-Kalachand who retires by rotation in accordance with Section 25.9.3 of the Company’s Constitution and, being re-eligible, offers herself for re-election.

Ordinary Resolution II.

“Resolved that Mrs Monisha Bheenick-Kalachand be hereby re-elected as Director of the Company in accordance with Section 25.9.3 of the Company’s Constitution.”

5. To elect Mr Dominique André Thierry Hugues Rey who retires by rotation in accordance with Section 25.9.3 of the Company’s Constitution and, being re-eligible, offers himself for re-election.

Ordinary Resolution III.

“Resolved that Mr Dominique André Thierry Hugues Rey be hereby re-elected as Director of the Company in accordance with Section 25.9.3 of the Company’s Constitution.”

6. To re-elect Mrs Karine Marie Curé, who has been appointed by the Board, as Director of the Company in accordance with 25.4.1 of the Company’s Constitution.

Ordinary Resolution IV.

“Resolved that Mrs Karine Marie Curé be hereby re-elected as Director of the Company in accordance with Section 25.4.1 of the Company’s Constitution.”

7. To re-elect Mrs Pooja Drishti Hurrybungs, who has been appointed by the Board, as Director of the Company in accordance with 25.4.1 of the Company’s Constitution.

Ordinary Resolution V.

“Resolved that Mrs Pooja Drishti Hurrybungs be hereby re-elected as Director of the Company in accordance with Section 25.4.1 of the Company’s Constitution.”

8. To re-elect Mr Youk Siane Yip Wang Wing, who has been appointed by the Board, as Director of the Company in accordance with 25.4.1 of the Company’s Constitution.

Ordinary Resolution VI.

“Resolved that Mr Youk Siane Yip Wang Wing be hereby re-elected as Director of the Company in accordance with Section 25.4.1 of the Company’s Constitution.”

9. To take note of the automatic reappointment of BDO & Co. as auditors for the year ending 30 June 2024 under Section 200 of The Companies Act 2001 and to authorise the Board to fix their remuneration.

Ordinary Resolution VII.

“Resolved that the Board of Directors be authorised to fix the remuneration of BDO & Co. who are being automatically appointed as auditors of the Company under Section 200 of The Companies Act 2001.”

By order of the Board
Laowmila B Arlandoo, FCG
For ENL and Rogers Secretarial Services Limited
Company Secretary

25 September 2024

NOTES

- A shareholder of the Company entitled to attend and vote at this meeting may:
 - Appoint a proxy, whether a shareholder or not, to attend and vote on his/her behalf or may cast his/her vote by post. Any such appointment must be made in writing on the attached form, and the document deposited at the Share Registry and Transfer Office of the Company, DTOS Registry Services Ltd, 3rd Floor, Eagle House, 15A Wall Street, Ebène, Mauritius, not less than twenty-four (24) hours before the meeting is due to take place.
 - Or cast its vote by post. The notice for casting a postal vote must be made in writing on the attached form, and the document deposited Share Registry and Transfer Office of the Company, DTOS Registry Services Ltd, 3rd Floor, Eagle House, 15A Wall Street, Ebène, Mauritius, not less than forty-eight (48) hours before the time fixed for holding the meeting.
 - For the purpose of this Annual Meeting, the Directors have resolved, in compliance with Section 120(3) of the Companies Act 2001, that the shareholders 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 14 November 2024.
 - The Annual Meeting of shareholders is an important day in the calendar as it enables the Board to engage with its shareholders on a range of matters concerning the business of the meeting. In addition, it provides a valuable forum for shareholders to ask questions. If it becomes necessary or appropriate to make further changes to the arrangements for the holding of the Annual Meeting, we will ensure that shareholders are given as much notice as possible. Please watch our website www.semaris.mu for any update or contact our Share Registry on + 230 404 6000.
 - Shareholders are encouraged to exercise their right to vote at the Annual Meeting by casting a postal vote (as enclosed). The postal vote form can also be downloaded from the website of the Company.
 - A copy of the Annual Report is available for inspection between 9.00 a.m. and 5.00 p.m. on working days at Beachcomber House, Botanical Garden Street, Curepipe, Mauritius.
 - The Board of Semaris Ltd accepts full responsibility for the accuracy of the information contained in this Notice.
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