

Warwyck Phoenix VCC

(Incorporated in the Republic of Mauritius)

(Registration number: C124895 C1/GBL)

(the “Company”)



NOTICE OF ANNUAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN THAT the Annual Meeting of shareholders of Warwyck Phoenix VCC (the “Company”) will be held on Thursday, 09th May 2024 at 11 a.m. (Mauritian Time) at Warwyck House, Nalletamby Road, Phoenix, 73538, Mauritius.

AGENDA

1. ADMINISTRATIVE MATTERS

2. APPROVAL OF MINUTES OF PREVIOUS ANNUAL MEETING

3. APPROVAL AND RATIFICATION OF THE FOLLOWING RESOLUTIONS PASSED BY THE COMPANY SINCE LAST ANNUAL MEETING:

- 3.1. Change of name from Warwyck Phoenix PCC to Warwyck Phoenix VCC following the conversion of the Company from a Protected Cell Company to a Variable Capital Company (as defined under the Variable Capital Company Act 2022);
- 3.2. Revocation of previous Constitution, and adoption of new Constitution in the context of the conversion; and
- 3.3. Adoption of the Audited Financial Statements for the year ended 31 December 2023

4. RE-ELECTION OF DIRECTORS

To re-elect the following directors who accordingly retire and offer themselves for re-election in accordance with Article 25.4 of the Company’s Constitution:

- Mr. Frank Brusco (Executive Director & Chairperson of the Investment committee)
- Mr. Mohammad Shameer Mohuddy (Independent Non-Executive Director & Chairperson)
- Mr. Youmeshwar Ramdhony (Executive Director)
- Ms. Oumila Sibartie (Independent Non-Executive Director & Chairperson of Audit & Risk Committee)
- Mr. Navinchandra Chattoor (Executive Director)

5. APPOINTMENT OF AUDITORS

To re-appoint Nexia Baker & Arenson Chartered Accountants as auditors of the Company to hold office until the next Annual Meeting of shareholders and to authorise the Board of Directors to determine their remuneration and other engagement conditions.

6. RATIFICATION OF ACTS AND PROCEEDINGS

To ratify, approve and confirm the acts and proceedings of the Directors and officers of the Company since the date of their appointment.

7. ANY OTHER BUSINESS

The Board hereby informs the public in general that the shareholder of the Company, entitled to attend and vote at the Annual Meeting, has consented to hold the Annual Meeting, notwithstanding that the meeting has been called at shorter notice than that specified in the Companies Act 2001 and the Constitution of the Company

By order of the Board

Perigeum Capital Ltd

SEM Authorised Representative and Sponsor

Date: 2 May 2024



This notice is issued pursuant to SEM Listing Rules 11.3 and 11.16. The Board of the Company accepts full responsibility for the accuracy of the information in this announcement.