

## NOTICE OF SPECIAL MEETING OF SHAREHOLDERS

Notice is hereby given that a Special Meeting of Shareholders of Velogic Holding Company Limited (the 'Company') will be held on Tuesday 12 April 2022 at 14:00 hours in the 'Educator' boardroom, 4<sup>th</sup> floor, Voilà Hotel, Bagatelle Mall, Réduit to transact the following business:

1. To consider and if thought fit, approve the following resolution as a special resolution:

### Special Resolution

Resolved that the constitution of the Company duly signed by Mr. Nayendranath (Vishal) Nunkoo, the Chief Executive of the Company, on 23 February 2022 and certified by Ms. Avina Uckiah, Barrister-at-law, as per the certificate dated 23 February 2022, be hereby adopted as the constitution of the Company.

### By order of the Board

Sharon Ah Lin  
Company Secretary  
23 February 2022

**Note 1** Your vote counts. A Shareholder of the Company entitled to attend and vote at this meeting may appoint a proxy by way of the proxy form (in the case of an individual shareholder) or a representative by way of a corporate resolution (in the case of a shareholder company), whether a shareholder of the Company or not, to attend and vote on his/her/its behalf.

**Note 2** The proposed constitution to be adopted is available free of charge on request. Kindly forward your request to the Company Secretary by mail at [legal@rogers.mu](mailto:legal@rogers.mu) or contact the Company Secretary by phone on telephone number 202-6666.

**Note 3** The proxy form appointing a proxy or the corporate resolution appointing a representative should reach the Secretary, Velogic Holding Company Limited, 5<sup>th</sup> floor, Rogers House, No. 5 President John Kennedy Street, Port-Louis or on [legal@rogers.mu](mailto:legal@rogers.mu) by Monday 11 April 2022 at 14:00 hours.

**Note 4** The directors of the Company have resolved that, for the purposes of this Special Meeting of Shareholders and in compliance with Section 120(3) of the Companies Act 2001, only those Shareholders whose names are registered in the share register of the Company as at 13 March 2022 would be entitled to receive this Notice and would accordingly be allowed to attend to and vote at this meeting.

**Note 5** In accordance with the National Code of Corporate Governance for Mauritius (2016), the proxy report and voting results of this meeting will be published on the website of the Company by 12 April 2022 close of business or as soon as reasonably practicable thereafter.

**Note 6** In the event that this meeting cannot be held on Tuesday 12 April 2022 due to a cyclone warning Class III or IV being in force in Mauritius or an extreme weather event\* or a general power cut, the meeting shall be held on the business day immediately following the day when the cyclone or the extreme weather condition warning has been removed, at the same time and place.

\*An 'extreme weather event' means torrential rain, flood, flash flood, high waves, storm surge and includes any other weather condition likely to endanger life or property in the vicinity of the venue of such meeting.

**Note 7** Should there be a full or partial lockdown on or about the date of the Special Meeting of Shareholders of the Company ("SMS"), or any other restriction as may be imposed by the authorities, no physical SMS will be held. The SMS will then be conducted via an online platform. Shareholders are invited to write to MCB Registry & Securities Ltd on email address [contact.rs@mcbcm.mu](mailto:contact.rs@mcbcm.mu) to obtain the online details to join the meeting via the online platform. Any shareholder who did not receive access details 24 hours before the start of the meeting should call MCB Registry & Securities Ltd on 202-5640 or send an email on [contact.rs@mcbcm.mu](mailto:contact.rs@mcbcm.mu).