

Notice of Annual Meeting of Shareholders

Notice is hereby given that the Annual Meeting of Shareholders ("AMS") of **VELOGIC HOLDING COMPANY LIMITED** (the "Company") will be held in the **Pod Building, Vivéa Business Park, Moka, Mauritius** on Wednesday 26 November 2025 at 09h00 to transact the following business:

1. To consider the 2025 Annual Report of the Company;
2. To receive the report of Messrs Ernst & Young, the auditor of the Company; and
3. To consider and approve the Audited Financial Statements of the Company for the year ended 30 June 2025.

Ordinary Resolution I

"Resolved that the audited financial statements of the Company for the year ended 30 June 2025 be hereby approved."

4. To re-elect the following persons¹ as Directors of the Company by way of separate ordinary resolutions: Messrs. Philippe Espitalier-Noël, Nayendranath (Vishal) Nunkoo, Hansraz (Hans) Mulloo, Mehul Hiteshkumar Bhatt, Radhakrishna Chellapermal, Gianduth (Alvin) Jeeawock, Damien Mamet, Mrs. Hanjali Devi Permalloo-Le Roux, Mrs. Soorya Devi Ramchurn-Oogarah, Mrs. Belinda Vacher, Mrs. Marie-Aimée Valentine Dinan-Saldivar Moguel and Mrs. Charlotte Marie Valérie Govin.

Ordinary Resolutions II to XIII

"Resolved that Mr./Mrs [*] be hereby re-elected as Director of the Company."

- II Philippe Espitalier-Noël
- III Nayendranath (Vishal) Nunkoo
- IV Hansraz (Hans) Mulloo
- V Mehul Hiteshkumar Bhatt
- VI Radhakrishna Chellapermal
- VII Gianduth (Alvin) Jeeawock
- VIII Damien Mamet
- IX Hanjali Devi Permalloo-Le Roux
- X Soorya Devi Ramchurn-Oogarah
- XI Belinda Vacher
- XII Marie-Aimée Valentine Dinan-Saldivar Moguel
- XIII Charlotte Marie Valérie Govin

5. To appoint Messrs. Ernst and Young as auditor of the Company to hold office until the next Annual Meeting of Shareholders and that the Board of Directors of the Company be hereby authorised to fix the auditor's remuneration for the financial year 2025/2026.

Ordinary Resolution XIV

"Resolved that Messrs. Ernst and Young be appointed as auditor of the Company to hold office until the next Annual Meeting of Shareholders and that the Board of Directors of the Company be hereby authorised to fix the auditor's remuneration for the financial year 2025/2026."

6. Shareholders' question time.

By order of the Board



Koomaravallee Nagalingum, FCG
For ER Secretarial Services Limited
Company Secretary
25 September 2025

1 The profiles and categories of directors proposed for re-election are set out at pages 66 to 71 of the 2025 Annual Report of the Company.

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- 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.** A proxy form and corporate resolution are enclosed hereto.
- Note 3.** The proxy form appointing a proxy or the corporate resolution appointing a representative should reach MCB Registry & Securities Ltd, Raymond Lamusse Building, Sir William Newton Street, Port Louis by Tuesday 25 November 2025 at 09:00 a.m.
- Note 4.** The Directors of the Company have resolved that, for the purposes of this Annual 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 Tuesday 28 October 2025 would be entitled to receive this Notice and would accordingly be allowed to attend and vote at this meeting.
- Note 6.** The minutes of an Annual Meeting of Shareholders held on 28 November 2024 are available free of charge on request. Kindly contact the Company Secretary at the email address cosec@ergroup.mu.
- Note 7.** Resolutions I to XIV are proposed as ordinary resolutions, entailing that for each of the resolutions to be passed, the majority of the votes cast at the meeting must be in favour of the resolution.
- Note 8.** Items 1 to 4 of the agenda are required to be considered and/or approved (where applicable) pursuant to section 115(4) of The Companies Act 2001.
- Note 9.** In the event that this Annual Meeting of Shareholders cannot be held on 26 November 2025 due to (i) a cyclone warning class III or IV being in force in Mauritius; (ii) an extreme weather event¹; (iii) heavy rain²; (iv) an intense tropical cyclone²; (v) a moderate tropical storm²; (vi) a severe tropical storm²; (vii) strong wind²; (viii) swell wave²; (ix) torrential rain²; (x) a tropical cyclone²; or (xi) a very intense tropical cyclone²; the meeting shall be postponed to a later date. The Board will communicate such date through the media.

¹ Pursuant to section 2 of The Mauritius Meteorological Services Act 2019, as amended from time to time, "extreme weather events"- (a) means tropical storm, tropical cyclone, heavy rain, torrential rain, flood, flash flood, high waves, storm surge and drought; and (b) includes any other weather condition likely to endanger life or property;"

² As defined in The Mauritius Meteorological Services Regulations (Warning) 2023.