

# NOTICE OF ANNUAL MEETING OF SHAREHOLDERS

**NOTICE IS HEREBY GIVEN THAT** the Annual Meeting (the “**Meeting**”) of Shareholders of **Alteo Limited** (the “**Company**”) will be held at **Vivéa Business Park, 81430 Saint Pierre, Mauritius** on **December 10, 2021 at 10:00 hours** to transact the following business in the manner required for the passing of ORDINARY RESOLUTIONS:

## AGENDA

1. To consider the Annual Report 2021 of the Company.
2. To receive the report of Ernst & Young, the auditors of the Company.
3. To consider and adopt the Group’s (the Company and its subsidiaries) and Company’s audited financial statements for the year ended June 30, 2021.
4. To re-elect on the recommendation of the Corporate Governance, Nomination, Remuneration & Ethics Committee, as Directors of the Company to hold office until the next Annual Meeting, the following persons who offer themselves for the re-election (as separate resolutions):
  - 4.1 Mr. Arnaud Lagesse
  - 4.2 Mrs. Priscilla Balgobin-Bhojrul
  - 4.3 Mr. André Bonieux
  - 4.4 Mr. Patrick Chatenay
  - 4.5 Mr. Dipak Chummun
  - 4.6 Mr. P. Arnaud Dalais
  - 4.7 Mr. Jean-Pierre Dalais
  - 4.8 Mr. Jérôme de Chasteauneuf
  - 4.9 Mr. Fabien de Marassé Enouf
  - 4.10 Mr. Thierry Lagesse
  - 4.11 Mr. Hubert Leclézio
  - 4.12 Mrs. Sheila Ujoodha
5. To authorise the Board of Directors (the “**Board**”) to fix the remuneration of the Non-Executive Directors of the Company for the financial year ending June 30, 2022 and to ratify the fees paid to the Non-Executive Directors for the financial year ended June 30, 2021.
6. To re-appoint Ernst & Young as auditors of the Company for the ensuing year and to authorise the Board of Directors to fix their remuneration.
7. To ratify the remuneration paid to the auditors, Ernst & Young, for the financial year ended June 30, 2021.
8. To authorise the Board, acting in the best interests of the Company, to further issue such number of new notes (“**Notes**”) under the existing multi-currency note programme (the “**Programme**”), the salient features of which are set out in the Annex to the Notice of Meeting, for a period of twelve (12) months from the date of this resolution, at such time and on such other terms as to, including but not limited to, pricing and security as the Board finds appropriate based on the then market conditions.
9. To authorise the Board to complete and do all such acts and deeds, and take all actions, as may be required to give effect to the aforesaid resolutions.

## BY ORDER OF THE BOARD

Intercontinental Secretarial Services Ltd  
Company Secretary

November 12, 2021

**NOTES:**

1. A shareholder of the Company, entitled to attend and vote at this Meeting, may appoint a proxy of his/her own choice to attend and vote on his/her behalf. A proxy does not need to be a member of the Company.
2. A proxy form and a postal vote are attached to the notice of Meeting.
3. The instrument appointing a proxy or any general power of attorney shall be deposited at the Share Registry and Transfer Office of the Company, MCB Registry & Securities Ltd, 2nd Floor, MCB Centre, 9-11, Sir William Newton Street, 11328 Port-Louis, not less than twenty-four (24) hours before the start of the Meeting and in default, the instrument of proxy shall not be treated as valid.
4. Postal votes shall be deposited at the Share Registry and Transfer Office of the Company, MCB Registry & Securities Ltd, 2nd Floor, MCB Centre, 9-11, Sir William Newton Street, 11328 Port-Louis, not less than forty-eight (48) hours before the start of the Meeting and in default, the postal vote shall not be treated as valid.
5. For the purpose of this Annual Meeting, in compliance with Section 120(3) (b) of the Companies Act 2001, the shareholders who are entitled to receive notice of the meeting shall be those shareholders whose names are registered in the share register of the Company as at November 11, 2021.
6. The minutes of the Annual Meeting to be held on December 10, 2021 will be available for consultation and comments during office hours at the registered office of the Company, Vivéa Business Park, 81430 Saint Pierre, Mauritius as from February 1 to 12, 2022.