

CORPORATE RESOLUTION

ANNUAL MEETING OF SHAREHOLDERS OF VLH LTD

NAME OF SHAREHOLDER COMPANY (the “Shareholder Company”)

.....

WRITTEN RESOLUTIONS PASSED IN LIEU OF HOLDING A MEETING OF THE BOARD OF DIRECTORS IN ACCORDANCE WITH ARTICLE OF THE CONSTITUTION OF THE SHAREHOLDER COMPANY/ AS PER SECTION 7(1) OF THE EIGHTH SCHEDULE OF THE COMPANIES ACT 2001 ON 2021.

We, the undersigned, being the directors of the Shareholder Company, who at the date of this written resolution are entitled to attend to and vote at a board meeting of the Shareholder Company, hereby certify that the following written resolutions, for entry in the Minutes Book of the Shareholder Company, have been delivered to and approved by us.

Resolved that Mr./Mrs./Ms.

..... or, failing him/her, the Chairman of the Annual Meeting of Shareholders of VLH Ltd (“VLH” or the “Company”) to be held on Tuesday 30 March 2021 at 15h30 at the registered office of the Company, Village Labourdonnais, Mapou and any adjournment thereof, be authorised to act as representative of the Shareholder Company and to attend and vote on its behalf at the above-mentioned annual meeting of shareholders of the Company.

We wish that the votes of the Shareholder Company on the following resolution be cast as follows:

ORDINARY RESOLUTIONS	FOR	AGAINST	ABSTAIN
I. Resolved that Mr. Philippe Espitalier-Noël be hereby re-elected as director of the Company.			
II. Resolved that Mr. Thierry Montocchio be hereby re-elected as director of the Company.			
III. Resolved that Mr. Jacques Motet be hereby re-elected as director of the Company.			
IV. Resolved that Mr. Richard Stedman be hereby re-elected as director of the Company.			
V. Resolved that Mr. Damien Mamet be hereby re-elected as director of the Company.			
VI. Resolved that Mr. Eric Espitalier-Noël be hereby re-elected as director of the Company.			
VII. Resolved that Mr. Alexandre Fayd’Herbe de Maudave be hereby re-elected as director of the Company.			
VIII. Resolved that Mr. Jean-Michel Collin be hereby re-elected as director of the Company.			
IX. Resolved that Mrs. Khady-Lika Kone-Dicoh be hereby re-elected as director of the Company.			
X. Resolved that Mrs. Brigitte Hugnin de Loppinot be appointed as director of the Company.			
XI. Resolved that the appointment of the auditor of the Company for the financial year 2020/2021 will be carried out at a special meeting of shareholders of the Company which will be convened for that purpose.			
XII. Resolved that the Company avails of a loan amounting to ONE BILLION AND THREE HUNDRED MILLION rupees (MUR 1,300,000,000/-) from the MIC.			
XIII. Resolved that the Company issues convertible bonds of an aggregate nominal value of MUR 1,300,000,000/- to the MIC.			

Please tick (✓) in the appropriate box to cast your vote.

Director

Director

Director

Director

- Note 1:** Your vote counts. A Shareholder Company entitled to attend to and vote at this meeting may appoint a corporate representative, whether a shareholder of the Company or not, by way of this corporate resolution to attend and vote on its behalf.
- Note 2:** This corporate resolution appointing a corporate representative should reach the Company Secretary, Ms. Sharon Ah Lin, at 5th Floor Rogers House, No. 5 President John Kennedy Street, Port Louis by Monday 29 March 2021 at 15h30 latest. Kindly note that any corporate resolution submitted after the deadline will be counted as invalid and therefore rejected.
- Note 3:** “MIC” referred to at Ordinary Resolutions XII and XIII means the “Mauritius Investment Corporation Ltd”. Please refer to the Notice.