

# PROXY/POSTAL VOTE FORM\*

## SEMARIS LTD (“the Company”)

### PROXY FORM\*

(see notes a, b, and d below)

I/We .....  
 of.....  
 being a shareholder/s of **Semaris Ltd** hereby appoint  
 .....  
 of .....  
 failing him/her .....  
 of .....

as my/our proxy to vote for me/us on my/our behalf at the Annual Meeting of the Company to be held at Hennessy Park Hotel, 65 Cybercity Ebene on **21 December 2022** commencing at **09.00 hours** and at any adjournment thereof. The proxy will vote on the under-mentioned resolutions, as indicated:

### RESOLUTIONS

(Please indicate with an **X** in the spaces below how you wish your votes to be cast)

Ordinary Resolutions	FOR	AGAINST	ABSTAIN
I. Resolved that the audited financial statements of the Company for the year ended 30 June 2022 be hereby approved.			
II. Resolved that Dr Sidharth Sharma be hereby re-elected as Director of the Company in accordance with Section 25.9.3 of the Company's Constitution.			
III. Resolved that Mrs Monisha Bheernick-Kalachand be hereby re-elected as Director of the Company in accordance with Section 25.4.1 of the Company's Constitution.			
IV. Resolved that Mr Laurent Piat be hereby re-elected as Director of the Company in accordance with Section 25.4.1 of the Company's Constitution.			
V. Resolved that Mr Thierry Rey be hereby re-elected as Director of the Company in accordance with Section 25.4.1 of the Company's Constitution.			
VI. Resolved that Mr Paul Tsang be hereby re-elected as Director of the Company in accordance with Section 25.4.1 of the Company's Constitution.			
VII. Resolved that the Board of Directors be authorised to fix the remuneration of BDO & Co. who are being automatically appointed as auditors of the Company under Section 200 of The Companies Act 2001.			

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2022

Signature \_\_\_\_\_  
 Name \_\_\_\_\_

Signature \_\_\_\_\_  
 Name \_\_\_\_\_

Affix body corporate seal here  
 (as applicable)

### NOTES

- a. A shareholder of the Company entitled to attend and vote at this meeting may **either** appoint a proxy, whether a shareholder or not, to attend and vote on his/her behalf **or** cast his/her vote by post.
- b. Appointment of Proxy
- (i) If the form is used as a **Proxy Form**, to be valid, it must be completed and deposited at the Share Registry and Transfer Office of the Company, DTOS Registry Services Ltd, 3<sup>rd</sup> Floor, Eagle House, 15A Wall Street, Ebene, Mauritius not less than **24** hours before the time fixed for holding the meeting or adjourned meeting.
- (ii) A shareholder may appoint a proxy of his/her own choice. Insert the name of the person appointed proxy in the space provided.
- (iii) If the appointor is a body corporate, this form must be under its common seal and under the hand of the officer/s or attorney duly authorised.
- (iv) If this **Proxy Form** is returned without any indication as to how the person appointed proxy shall vote, the person appointed proxy will exercise his/her discretion as to how he/she votes or whether he/she abstains from voting.
- (v) If this **Proxy Form** is returned, duly signed, without any indication of proxy, the shareholder will be deemed to have authorised the Company Secretary to designate any person including the Chairman of the meeting as proxy.
- c. Postal Vote Form
- (i) If the form is used as a **Postal Vote Form**, to be valid, it must be completed, signed and deposited at the Share Registry and Transfer Office of the Company, DTOS Registry Services Ltd, 3<sup>rd</sup> Floor, Eagle House, 15A Wall Street, Ebene, Mauritius, not less than **48** hours before the time fixed for holding the meeting or adjourned meeting.
- (ii) This **Postal Vote form** must be signed by the shareholder or his attorney duly authorised in writing.
- (iii) In the case of a body corporate, this **Postal Vote Form** must be under the body corporate's common seal and under the hand of the officer/s or attorney duly authorised.
- (iv) If this **Postal Vote Form** is returned without any indication of vote in respect of a resolution, the shareholder shall be deemed to have abstained on such resolution.
- (v) If this **Postal Vote Form** is signed by an attorney of a shareholder, a certificate of non-revocation of the power of attorney must be attached, together with a copy of the power of attorney unless it has previously been produced to the Company.
- d. Joint Shareholding
- (i) In the case of joint holders, the signature of any one holder will be sufficient, but the names of all the joint holders should be stated.
- (ii) However, in case one or more proxy/postal vote form is received from the joint holders, the proxy/postal vote form received from the shareholder whose name appear first on the register will be considered.

\* PLEASE FILL IN EITHER THE PROXY FORM OR THE POSTAL VOTE FORM, BUT NOT BOTH.