



NOTICE OF ANNUAL MEETING

Notice is hereby given that the Annual Meeting of Shareholders of Gamma Civic Ltd (the "Company") will be held at the at Voilà Hotel, Mall of Mauritius, Bagatelle, Mauritius, on Friday 23 June 2023 at 10.30 a.m.

AGENDA

1. To consider the Company's Annual Report for the financial year ended 31 December 2022.
2. To consider and if thought fit to pass with or without modifications(s), the following resolution:
"RESOLVED THAT the Group's and Company's audited financial statements for the financial year ended 31 December 2022 be adopted."
3. To ratify the following resolution:
"RESOLVED THAT the payment of an interim dividend (*Rs0.50 per share*) and a final dividend (*Rs1.75 per share*) declared by the Board for the financial year ended 31 December 2022 be hereby ratified."
4. To consider and if thought fit to pass with or without modifications(s), the following resolutions by way of separate resolution:
 - 4.1 "RESOLVED THAT Mr Chian Tat Ah Teck (also called Tommy Ah Teck) be re-elected as a member of the Board of Directors and Executive Chairman of the Company for a further term of office of one year, expiring upon completion of the Annual Meeting 2024."
(Qualifications: BSc(Hons) Engineering; MPhil Mechanical Engineering)
 - 4.2 "RESOLVED THAT Mr Boon Hui Chan be re-elected as a member of the Board of Directors of the Company for a further term of office of one year, expiring upon completion of the Annual Meeting 2024."
(Qualifications: MA(Hons) Law; Chartered Financial Analyst)
 - 4.3 "RESOLVED THAT Mr Chian Luck Ah Teck (also called Patrice Ah Teck) be re-elected as a member of the Board of Directors and Vice Chairman of the Company for a further term of office of one year, expiring upon completion of the Annual Meeting 2024."
(Qualifications: BA(Hons) Accounting & Finance)
 - 4.4 "RESOLVED THAT Mr Kune Foo Jean-Claude Lam Hung (also called Jean Claude Lam Hung) be re-elected as a member of the Board of Directors of the Company for a further term of office of one year, expiring upon completion of the Annual Meeting 2024."
(Qualifications: BA(Hons) Business Studies; Fellow of the Institute of Chartered Accountants in England and Wales)
 - 4.5 "RESOLVED THAT Mr Lim Sit Chen Lam Pak Ng (also called Maurice Lam) be re-elected as a member of the Board of Directors of the Company for a further term of office of one year, expiring upon completion of the Annual Meeting 2024, in compliance with Section 138(6) of the Companies Act 2001."
(Qualifications: MBA)
 - 4.6 "RESOLVED THAT Mr Jack Michael Jason Ah Teck (also called Jason Ah Teck) be re-elected as a member of the Board of Directors of the Company for a further term of office of one year, expiring upon completion of the Annual Meeting 2024."
(Qualifications: BEng Materials Engineering with Management; Master in Management)
 - 4.7 "RESOLVED THAT Mr Paul Halpin be re-elected as a member of the Board of Directors of the Company for a further term of office of one year, expiring upon completion of the Annual Meeting 2024."
(Qualifications: B.Com; Fellow of the Institute of Chartered Accountants in Ireland)

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4.8 “RESOLVED THAT Mrs Sui Lien Chong Ah-Yan (also called Marie Claire Chong Ah-Yan) be re-elected as a member of the Board of Directors of the Company for a further term of office of one year, expiring upon completion of the Annual Meeting 2024.”

(Qualifications: BA; Bachelor in Human Resources Management; FT Non-Executive Director Diploma)

4.9 “RESOLVED THAT Mr Twalha Dhunnoo be re-elected as a member of the Board of Directors of the Company for a further term of office of one year, expiring upon completion of the Annual Meeting 2024.”

(Qualifications: Meng Electrical and Information Sciences; Fellow of the Institute of Chartered Accountants in England and Wales)

5. *To consider and if thought fit to pass with or without modifications(s), the following resolution:*

“RESOLVED that Messrs Deloitte be appointed as auditors of the Company to hold office until the conclusion of the next Annual Meeting and to authorise the Board of Directors to fix their remuneration.”

Dated: 19 May 2023

By order of the Board

Gamma Corporate Services Ltd
Company Secretary

Notes:

1. Please refer to pages 22 to 24 of the Annual Report to view the detailed profiles of the Directors proposed for re-election. Same may also be viewed on the Company's website www.gamma.mu
2. Shareholders who are not able to attend, speak and vote at the Annual Meeting may appoint a proxy to attend and vote on their behalf. The proxy needs not be a shareholder of the Company.
3. The original signed Proxy Form or power of attorney must be deposited at the office of Gamma Corporate Services Ltd, Royal Road, Chapman Hill, Beau Bassin, Mauritius, not less than twenty-four hours before the day fixed for the meeting, i.e., **Thursday 22 June 2023 at 10.30 a.m. latest**, failing which the signed Proxy Form or the power of attorney shall not be treated as valid and the proxy shall not be entitled to attend the meeting.
4. For postal votes, the Postal Vote Form must be completed, signed and deposited at the Company Secretary's office not less than 48 hours before the start of the Annual Meeting, i.e., by **latest 21 June 2023 at 10.30 a.m.** at the hereunder address:

The Company Secretary
Gamma Corporate Services Ltd
Royal Road, Chapman Hill
Beau Bassin
Mauritius

5. The Proxy Form/Postal Vote Form is available on the Company's website www.gamma.mu and at the Company Secretary's office. Either the Proxy Form or the Postal Vote Form, but not both, must be filled in.
6. For the purpose of this Annual Meeting, the shareholders who are entitled to receive notice of the meeting shall be those shareholders whose names are registered in the Company's share register as at 3 May 2023.
7. The minutes of the Annual Meeting held on 24 June 2022 are available for consultation by the shareholders at the office of the Company Secretary, Gamma Corporate Services Ltd, Royal Road, Chapman Hill, Beau Bassin, Mauritius, Tel: +230 403 8005/403 8006, upon prior written request made to the Company Secretary.