



To our Shareholders

You are cordially invited to attend the Annual Meeting of the Shareholders of Gamma Civic Ltd (the “Company”), which will be held at the Hilton Mauritius Resort & Spa, Wolmar, Flic en Flac, Mauritius, on Friday 25 June 2021 at 10.00 a.m.

The Agenda items of the Annual Meeting are set out in the accompanying Notice of Meeting. The attached Proxy Form allows you to either appoint a proxy to vote on your behalf or you may choose to cast postal votes. Please complete and return the form as indicated.

We invite you to read the Annual Report which provides an insight in the Company’s strategy, business model, governance, risk management as well as an account of its financial and non-financial performance and activities for the year ended 31 December 2020.

Sanitary Measures

The Company shall implement the following sanitary measures for the meeting, namely:

- Temperature checks shall be effected at the entrance of the premises. If a person’s body temperature is equal or in excess of 37.4° C, he/she will not be allowed access to the meeting;
- Wearing of mask throughout the meeting is compulsory; and
- 1-meter social distancing shall be maintained at all times.

Failure to abide by the sanitary measures shall not be accepted.

Kindly bring along *this Booklet and your ID card* in order to participate in the meeting and voting session.



(the "Company")

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 Hilton Mauritius Resort & Spa, Wolmar, Flic en Flac, Mauritius, on Friday 25 June 2021 at 10.00 a.m.

AGENDA

1. To consider the Annual Report of the Company for the financial year ended 31 December 2020.
2. To consider and if thought fit to pass with or without modifications(s), the following resolution:
"RESOLVED THAT the audited financial statements of the Group and of the Company for the year ended 31 December 2020 be adopted."
3. To ratify the following resolution:
"RESOLVED THAT the payment of the final dividend (Rs1.31 per share) declared by the Board for the financial year ended 31 December 2020 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 as the Executive Chairman of the Company for a further term of office of one year, expiring upon completion of the Annual Meeting 2022."
(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 2022."
(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 2022."
(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 2022."
(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 2022, 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 2022."
(Qualifications: BEng Materials Engineering with Management; Masters 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 2022."
(Qualifications: B.Com; Chartered Accountant; FCA)

Gamma

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 2022.”

(Qualifications: Bachelor degree in Arts; Bachelor degree 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 2022.”

(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 Ernst and Young 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 21 May 2021

By order of the Board

Gamma Corporate Services Ltd
Company Secretary

Notes:

1. Please refer to pages 22 to 26 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 not being able to attend, speak and vote 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 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 24 June 2021 at 10.00 am 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. A proxy form is available on the Company's website www.gamma.mu and at the Company's office.
5. 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 share register of the Company as at 18 May 2021.
6. The minutes of the Annual Meeting held on 25 September 2020 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: +230 460 8005/ 460 8006, upon prior written request made to the Company Secretary.



Gamma

(the "Company")

PROXY FORM (CONT'D)

	For	Against	Abstention
4.6 <i>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 term of office of one year, expiring upon completion of the Annual Meeting 2022.</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.7 <i>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 2022.</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.8 <i>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 2022.</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.9 <i>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 2022.</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. <i>RESOLVED that Messrs Ernst and Young 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.</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Signed this _____ day of _____ 2021

Signature: _____

Note:

1. Only shareholders or their duly authorised proxy will be entitled to attend and vote at the Annual Meeting.
2. Shareholders not being able to attend, speak and vote 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 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 24 June 2021 at 10.00 am 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. Any person representing a company/ société/ succession is requested to produce documentary evidence in the form of a letter issued by the said company/ société/ succession authorizing him to attend and vote on behalf of the said company/ société/ succession and bearing the seal of the company/ société/ succession, wherever applicable.