

NOTICE OF MEETING

SEMARIS LTD

Notice is hereby given that the Annual Meeting of Shareholders of Semaris Ltd ('the Company') will be held at Voilà Hotel, Mall of Mauritius, Bagatelle, Réduit on **20 March 2020** at **11.00 a.m.** to transact the following business:

1. To consider the Annual Report for the year ended 30 September 2019.
2. To receive the report of the auditors of the Company.
3. To consider and approve the audited financial statements of the Company for the year ended 30 September 2019.

Ordinary Resolution

"Resolved that the audited financial statements of the Company for the year ended 30 September 2019 be hereby approved."

4. To elect Mr Marie Maxime Hector Espitalier-Noël who retires by rotation in accordance with Section 25.9.3 of the Company's Constitution and, being re-eligible, offers himself for re-election.

Ordinary Resolution

"Resolved that Mr Marie Maxime Hector Espitalier-Noël be hereby re-elected as Director of the Company in accordance with Section 25.9.3 of the Company's Constitution."

5. To reappoint Dr Sidharth Sharma, who has been appointed by the Board, as Director of the Company in accordance with section 25.4.1 of the Company's Constitution.

Ordinary Resolution

"Resolved that Dr Sidharth Sharma be hereby reappointed as Director of the Company in accordance with Section 25.4.1 of the Company's constitution."

6. To take note of the automatic reappointment of BDO & Co. as auditors under Section 200 of The Companies Act 2001 and to authorise the Board to fix their remuneration.

Ordinary Resolution

"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."

Note: The profile and categories of the directors proposed for re-election/reappointment are set out on pages 13 to 15 of the Annual Report 2019.

By order of the Board

Preety Gopaul, ACIS
For ENL Secretarial Services Limited
Company Secretary

16 December 2019

A shareholder of the Company entitled to attend and vote at this meeting may appoint a proxy, whether a shareholder or not, to attend and vote on his/her behalf. Any such appointment must be made in writing on the attached form, and the document deposited at the registered office of the Company, Beachcomber House, Botanical Garden Street, Curepipe, Mauritius, not less than twenty-four hours before the meeting is due to take place.

For the purpose of this Annual Meeting, the Directors have resolved, in compliance with Section 120(3) of the Companies Act 2001, that the shareholders entitled to receive notice of the meeting and attend such meeting shall be those shareholders whose names are registered in the share register of the Company as at 20 February 2020.

This Notice is issued pursuant to Rule 14(a) of the Securities (Disclosure Obligations of Reporting Issuers) Rule 2007.

The Board of Semaris Ltd accepts full responsibility for the accuracy of the information contained in this Notice.