

NOTICE OF MEETING

Notice is hereby given that an Annual Meeting of shareholders of ENL Limited will be held at The Pod, Vivéa Business Park, Moka, on **16 December 2022 at 9.00 a.m.**, to transact the following business:

1. To consider the Annual Report for the year ended 30 June 2022.
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 June 2022.

Ordinary Resolution I.

“Resolved that the audited financial statements of the Company for the year ended 30 June 2022 be hereby approved.”

4. To elect Mr Roger Espitalier Noël, who retires by rotation in accordance with Section 21.6 of the Company’s constitution and, being re-eligible, offers himself for re-election.

Ordinary Resolution II.

“Resolved that Mr Roger Espitalier Noël be hereby re-elected as Director of the Company in accordance with Section 21.6 of the Company’s constitution.”

5. To elect Mr Mushtaq Oosman, who retires by rotation in accordance with Section 21.6 of the Company’s constitution and, being re-eligible, offers himself for re-election.

Ordinary Resolution III.

“Resolved that Mr Mushtaq Oosman be hereby re-elected as Director of the Company in accordance with Section 21.6 of the Company’s constitution.”

6. To re-appoint Mr Gérard Espitalier Noël, who is over the age of 70 years, to continue to hold office as a Director of the Company until the next Annual Meeting of the Company under Section 138 (6) of The Companies Act 2001.

Ordinary Resolution IV.

“Resolved that Mr Gérard Espitalier Noël be hereby re-appointed as Director of the Company to hold office until the next Annual Meeting of the Company.”

7. To re-appoint Mr Jean Noël Humbert, who is over the age of 70 years, to continue to hold office as a Director of the Company until the next Annual Meeting of the Company under Section 138 (6) of The Companies Act 2001.

Ordinary Resolution V.

“Resolved that Mr Jean Noël Humbert be hereby re-appointed as Director of the Company to hold office until the next Annual Meeting of the Company.”

8. To re-appoint Mr Simon-Pierre Rey, who is over the age of 70 years, to continue to hold office as a Director of the Company until the next Annual Meeting of the Company under Section 138 (6) of The Companies Act 2001.

Ordinary Resolution VI.

“Resolved that Mr Simon-Pierre Rey be hereby re-appointed as Director of the Company to hold office until the next Annual Meeting of the Company.”

9. To take note of the automatic reappointment of Ernst & Young as auditors for the year ending 30 June 2023 under Section 200 of The Companies Act 2001 and to authorise the Board to fix their remuneration.

Ordinary Resolution VII.

“Resolved that the Board of Directors be authorised to fix the remuneration of Ernst & Young who are being automatically appointed as auditors of the Company under Section 200 of The Companies Act 2001.”

Note: The profiles and categories of the directors proposed for re-election/re-appointment are set out on pages 76 to 79 of the Annual Report 2022.

By order of the Board



Preety Gopaul, ACG

For ENL Secretarial Services Limited

Company Secretary

Date: 30 September 2022

NOTES

- *A shareholder of the Company entitled to attend and vote at this meeting may:*
 - *Either appoint a proxy (in the case of an individual shareholder) or a representative (in the case of a corporate shareholder and by way of a corporate resolution), 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 Share Registry and Transfer Office of the Company, MCB Registry and Securities Ltd, Sir William Newton Street, Port Louis, Mauritius not less than twenty-four (24) hours before the meeting is due to take place.*
 - *Or cast its vote by post. The notice for casting a postal vote must be made in writing on the attached form, and the document deposited at the Share Registry and Transfer Office of the Company, MCB Registry and Securities Ltd, Sir William Newton Street, Port Louis, Mauritius, not less than forty-eight (48) hours before the time fixed for holding the meeting.*
- *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 17 November 2022.*
- *The Annual Meeting of shareholders is an important day in the calendar as it enables the Board to engage with its shareholders on a range of matters concerning the business of the meeting. In addition, it provides a valuable forum for shareholders to ask questions. If it becomes necessary or appropriate to make further changes to the arrangements for the holding of the Annual Meeting, we will ensure that shareholders are given as much notice as possible. Please watch our website for any update or contact our Share Registry on + 230 2025640.*
- *Shareholders are encouraged to exercise their right to vote at the Annual Meeting by casting a postal vote (as enclosed). The postal vote form can also be downloaded from the website of the Company.*