

## **Bravura Holdings Limited**

(Incorporated in the Republic of Mauritius)

(Registration number: C132144 C1/GBL)

SEM share code: CMBI.N0000

NSX share code: CMB

ISIN: MU0496N00003

("Bravura" or the "Company")



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### **NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS**

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**NOTICE IS HEREBY GIVEN THAT** the Annual General Meeting of shareholders ("AGM") of **Bravura Holdings Limited** will be held on **24 September 2021 at 11h00 Mauritian Time (09h00 Namibian / South African time)** at c/o Apex Fund & Corporate Services (Mauritius) Ltd, Lot 15 A3, 1<sup>st</sup> Floor, Cybercity, Ebene 72201, Mauritius, for the purpose of presenting the Company's audited financial statements and annual report for the year ended 31 March 2021, together with the reports of the directors and the independent auditor, and transacting the following business:

**1. Ordinary Resolution number 1:**

To receive and adopt the audited financial statements and annual report of the Company and the notes thereto for the year ended 31 March 2021;

**2. Ordinary Resolution number 2.1-2.3:**

To re-elect the following directors, who accordingly retire and offer themselves for re-election in accordance with Section 22.4.1 of the Company's Constitution;

2.1. **Mr. Rajkamal Taposeea** - *Independent Non-Executive Director (Mauritian);*

2.2. **Mr. Uday Kumar Gujadhur** – *Independent Non-Executive Director (Mauritian);*

2.3. **Ms. Sophia Maria Hay** - *Executive Director (South African);*

**3. Ordinary Resolution number 3:**

To authorize the board of directors of the Company (the "Board") to determine the remuneration of the Company's independent auditor;

**4. Ordinary Resolution number 4:**

To authorize the Board to determine the fees to be paid by the Company to the independent non-executive directors for their services rendered as directors per year of service or a pro rata share thereof;

**5. Ordinary Resolution number 5:**

To authorize any one director of the Company or the Company Secretary to do all such things and sign all such documents as may be required to give effect to the resolutions set out in this notice, hereby ratifying and confirming all such things already done and documentation already signed.

Unless otherwise stated, in order for the ordinary resolutions to be adopted, the support of at least 50% of the total number of votes exercisable by shareholders, present in person or by proxy, is required.

**Key dates and times for the AGM:**

<b>Key events</b>	<b>Date (2021)</b>
Distribution of Annual Report and Notice of AGM	1 September
Record date to be recorded in the register in order to be entitled to vote at the AGM	17 September
Last day to lodge forms of proxy for the AGM by 11h00 Mauritian time (09h00 Namibian/ South African time)	23 September
AGM at 11h00 Mauritian time (09h00 Namibian/ South African time)	24 September

By order of the Board

Apex Fund & Corporate Services (Mauritius) Ltd  
Company Secretary  
Mauritius

Date: 01 September 2021

**BRAVURA HOLDINGS LIMITED**  
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## PROXY FORM

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### ANNUAL GENERAL MEETING

#### Important information regarding the use of this form of proxy

Shareholders of the Company ("Shareholders") are advised to read the instructions for completing this form of proxy contained in the notice of the Annual General Meeting to which this form of proxy is enclosed, in addition to the notes to this form of proxy.

#### Instructions for members holding shares

A form of proxy is enclosed for the convenience of any member of the Company holding shares who cannot or does not wish to attend the Annual General Meeting but who wishes to be represented thereat. Forms of proxy may also be obtained on request from the Company's registered office.

Members of the Company may elect to:

- attend and vote at the Annual General Meeting; or alternatively
- may appoint an individual as a proxy (who need not also be a member of the Company) to attend, participate in, speak and vote in your stead at the Annual General Meeting by completing the attached form of proxy and returning it to the addresses below, not later than 24 hours before the meeting, failing which the instrument of proxy or the power of attorney shall not be treated as valid.

The Company Secretary  
Bravura Holdings Limited  
C/o Apex Fund & Corporate Services (Mauritius) Ltd  
Lot 15 A3, 1<sup>st</sup> Floor,  
Cybercity, Ebene 72201,  
Mauritius  
Fax: 454 6824  
Email: [bravuraholdings@gfingroup.com](mailto:bravuraholdings@gfingroup.com)

Alternatively, the form of proxy may be handed to the chairperson of the Annual General Meeting at the Annual General Meeting or at any time prior to the commencement of the Annual General Meeting. Please note that your proxy may delegate his/her authority to act on your behalf to another person, subject to the restrictions set out in the attached form of proxy, if any.

Please note that any member of the Company that is a company may authorise any person to act as its representative at the Annual General Meeting.

Any shareholder who completes and lodges a form of proxy will nevertheless be entitled to attend and vote in person at the Annual General Meeting should the shareholder subsequently decide to do so.

### **Electronic participation at the Shareholders' meeting**

Shareholders or their proxies may participate in the annual meeting by way of a teleconference call and, if they wish to do so:

- must contact the Company Secretary (by email to [bravuraholdings@gfingroup.com](mailto:bravuraholdings@gfingroup.com)) no later than 11:00 a.m. Mauritian Time (09:00 a.m. Namibian time) on September 24, 2021 in order to obtain a secure code and instructions to access the conference call;
- will be required to provide reasonably satisfactory identification; and
- will be billed separately by their own telephone service providers for their telephone call to participate in the Annual General Meeting.

### **Voting at the Annual General Meeting**

In order to record votes more effectively and give effect to the intentions of members, voting on all resolutions will be conducted by way of a poll.

By order of the Board  
Apex Fund & Corporate Services (Mauritius) Ltd  
Company Secretary  
Mauritius

Date: 01 September 2021

**This form must be completed in BLOCK LETTERS.**

The Company Secretary  
Bravura Holdings Limited  
C/o Apex Fund & Corporate Services (Mauritius) Ltd  
Lot 15 A3, 1<sup>st</sup> Floor,  
Cybercity, Ebene 72201,  
Mauritius

Dear Sir/Madam,

I/We \_\_\_\_\_ being shareholder(s) of Bravura Holdings Limited  
hereby appoint:

1. \_\_\_\_\_ or  
failing him/her;
2. \_\_\_\_\_ or  
failing him/her;
3. the chairman of the Annual General Meeting  
as my/our proxy to vote for me/us at the Annual General Meeting of the Company to be held on **24 September 2021 at 11:00 a.m. Mauritian Time (09:00 a.m. Namibian time)** at c/o Apex Fund & Corporate Services (Mauritius) Ltd, Lot 15 A3, 1<sup>st</sup> Floor, Cybercity, Ebene 72201, Mauritius.

	For	Against	Abstain
<b>Ordinary Resolution number 1</b> (To receive and consider the auditor's report and the annual report of the Company for the year ended 31 March 2021 and to adopt the audited financial statements for the year ended 31 March 2021)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Ordinary Resolution number 2.1</b> (Re-election of Mr. Rajkamal Taposeea as Independent Non-Executive Director)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Ordinary Resolution number 2.2</b> (Re-election of Mr. Uday Kumar Gujadhur as Independent Non-Executive Director)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Ordinary Resolution number 2.3</b> (Re-election of Ms. Sophia Maria Hay as Executive Director)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Ordinary Resolution number 3</b> (To authorise the directors to determine the remuneration of the Company's independent auditor)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Ordinary Resolution number 4</b> (Approval of remuneration of non-executive directors)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Ordinary Resolution number 5</b> (Authorise directors and Company Secretary to sign documentation)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

**Consent in terms of Section 327 of the Mauritian Companies Act 2001**

I/We as shareholder(s) of the Company, hereby consent to receive notices, statements, reports, accounts, or any other documents pertaining to the Company at the following email address until such authority is revoked:

Email Address: \_\_\_\_\_

I/We undertake to advise the Company within 5 days at the below address of any change in my/our email address.

This consent may be revoked at any time on the provision of 5 days' notice in writing to the Company at the address (bravuraholdings@gfingroup.com) of the Company Secretary.

**Shareholder name:** \_\_\_\_\_

**Signed:** \_\_\_\_\_

**Signed this** \_\_\_\_\_ **day of** \_\_\_\_\_ **2021**

**Note**

1. Any alteration or correction made to this form of proxy must be initialed by the signatory(ies);
2. Such proxy (ies) appointed pursuant to this form of proxy may participate in, speak and vote at the Annual General Meeting in the place of that member at the Annual General Meeting. The person whose name stands first on the form of proxy and who is present at the meeting will be entitled to act as proxy to the exclusion of those whose names follow. If no proxy is named on a lodged form of proxy, the chairperson shall be deemed to be appointed as the proxy;
3. A member or his/her proxy is not obliged to use all the votes exercisable by the member, but the total of the votes cast or abstained may not exceed the total of the votes exercisable in respect of the shares held by the member;
4. Documentary evidence appointing a proxy or establishing the authority of a person signing this form of proxy in a representative capacity must be attached to this form of proxy, unless previously recorded by the Company or the Company Secretary or waived by the chairperson of the Annual General Meeting.
5. This form is for use by members of the Company holding shares in certificated form and/or dematerialised form held through the Central Depository & Settlement Co Ltd ("CDS") or broker. Dematerialised shareholders may provide instructions to their appointed broker in the form as stipulated in the agreement entered into between the shareholder and the broker.