
Dear Shareholder,

You are cordially invited to attend the 48th Annual Meeting of the shareholders of Innodis Ltd (“the Company”), which will be held at Innodis Ltd, 3rd Floor, Innodis Building, Caudan, Port Louis, on Thursday 3rd December 2020 at 11:00 a.m.

The Agenda for the said meeting as well as a proxy form are attached. Should you wish to appoint a proxy to vote on your behalf, you are invited to complete and return the form as indicated therein.

Kindly note that, in accordance with the Practice Direction (No.5 of 2020) issued by the Registrar of Companies pursuant to Section 20A of the Companies Act 2001 on “Sending of Annual Report”, our Annual Report can be viewed on the Company’s website www.innodisgroup.com. You may also request a printed or soft copy of the report from our Company Secretary by sending an email on admin@box-office.mu or by addressing a letter to the latter at the following address:

Box Office Ltd
The Company Secretary - Innodis Ltd
2nd Floor, Palm Square
90906 La Mivoie
Tamarin

You are encouraged to go through the Annual Report to become better acquainted with the Company’s financial performance, its current operations, business model, corporate governance and future strategy.

We hope to welcome you at the annual meeting. In this regard, kindly ensure that you bring your ID or any other suitable identification when you attend the meeting.

By order of the Board of Directors

26 October 2020

Agenda

Notice is hereby given that the 48th Annual Meeting of the shareholders of Innodis Ltd ("the Company") will be held at Innodis Ltd, 3rd Floor, Innodis Building, Caudan, Port Louis, on Thursday 3rd December 2020 at 11:00 a.m.

1. To consider and adopt the Group's and the Company's Audited Financial Statements for the year ended 30th June 2020, to receive the Auditor's Report and to consider the Annual Report in accordance with section 115(4) of the Companies Act.
2. To authorise the Board of Directors to fix the remuneration of the external auditors, Messrs E&Y, Public Accountants, who have expressed their willingness to continue to act as external auditors of the Company and will be automatically re-appointed in accordance with Section 200 of the Companies Act 2001.
3. To authorise Mr. Maurice de Marassé Enouf to continue to hold office as Director of the Company until the next Annual Meeting in accordance with Section 138(6) of the Companies Act 2001.
4. To re-elect as Directors of the Company and by way of separate resolutions, to hold office until the next Annual Meeting, the following persons who offer themselves for re-election:
 - a. Mr. Victor Cheh Seeyave
 - b. Mr. Jean-Pierre Lim Kong
 - c. Mr. Imrith Ramtohul
 - d. Miss Pauline Seeyave
 - e. Mr. Jean Hok Yui How Hong
 - f. Mrs. Sheila Ujoodha
 - g. Mr. Richard Luk Tong
 - h. Mr. Vivekanand Ramtohul

By order of the Board of Directors



Sophie Gellé, ACIS
Box Office Ltd
Company Secretary
26 October 2020

Note

A shareholder of the Company, entitled to attend and vote at this meeting, may appoint a proxy to attend and vote in his / her stead.

A proxy needs not be a member of the Company.

A proxy form is included in the document.

To be effective,

- For individuals: the instrument of proxy and a power of attorney or other authority, if any, under which it is signed and a notarially certified copy of that power of attorney or authority;
- For corporations: the instrument appointing a proxy and an extract of resolution of its Directors or other governing body; must be deposited at the registered office of the Company at Innodis Building, Caudan, Port Louis not less than 24 hours before the time scheduled for the meeting, i.e. by Wednesday 2nd December 2020 at 11:00.

For the purpose of this Annual Meeting, the Directors have resolved that, in compliance with Section 120 of the Companies Act 2001, the shareholders entitled to receive notice and vote at the Annual Meeting shall be those registered on the share registry of the Company on Friday 6th November 2020.

Proxy Form

I / we

of

being a shareholder(s) of the above named company do hereby appoint

of

or failing him / her

of

as my / our proxy to vote for me / us at the Annual Meeting of the Company to be held at Innodis Ltd, 3rd Floor, Innodis Building, Caudan, Port Louis on Thursday 3rd December 2020 at 11:00 and at any adjournment thereof.

I / We direct my / our vote in the following manner: *(Please tick as appropriate)*

Resolution	For	Against	Abstain
1. To consider and adopt the Group's and the Company's Audited Financial Statements for the year ended 30 th June 2020, to receive the Auditor's Report and to consider the Annual Report in accordance with section 115(4) of the Companies Act.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To authorise the Board of Directors to fix the remuneration of the external auditors, Messrs E&Y, Public Accountants, who have expressed their willingness to continue to act as external auditors of the Company and will be automatically re-appointed in accordance with Section 200 of the Companies Act 2001.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To authorise Mr. Maurice de Marassé Enouf to continue to hold office as Director of the Company until the next Annual Meeting in accordance with Section 138(6) of the Companies Act 2001.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-elect as Directors of the Company and by way of separate resolutions, to hold office until the next Annual Meeting, the following persons who offer themselves for re-election:			
a. Mr. Victor Cheh Seeyave	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b. Mr. Jean-Pierre Lim Kong	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c. Mr. Imrith Ramtohul	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d. Miss. Pauline Seeyave	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
e. Mr. Jean Hok Yui How Hong	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
f. Mrs. Sheila Ujoodha	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
g. Mr. Richard Luk Tong	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
h. Mr. Vivekanand Ramtohul	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Dated this

Signature(s)

Notes

- Please mark in appropriate box how you wish to vote. If no specific direction as to voting is given, the proxy will exercise his discretion as to how he votes, or whether or not he abstains from voting.
- To be effective, this proxy form, duly filled in and signed, must be deposited at the registered office of the Company at Innodis Building, Caudan, Port Louis not less than 24 hours before the time scheduled for the meeting, i.e. by Wednesday 2nd December 2020 at 11:00.
- For the purpose of this Annual Meeting, the Directors have resolved, in compliance with Section 120 of the Companies Act 2001, that the shareholders entitled to receive notice and vote at the Annual Meeting shall be those registered on the share registry of the Company on Friday 6th November 2020.