NOTICE OF
SPECIAL MEETING OF SHAREHOLDERS

harel mallac
for the better

NOTICE IS HEREBY GIVEN that a Special Meeting of Shareholders of HAREL MALLAC & CO. LTD (the "Company") will be held at the registered office of the Company, 18 Edith Cavell Street, Port Louis, on Tuesday 25 August 2026 at 14:00 hours, for the purpose of considering and, if thought fit, passing the following resolutions:

AGENDA

1. **Special resolution: Migration from the Official Market of The Stock Exchange of Mauritius to the Development and Enterprise Market**

   "WHEREAS Harel Mallac & Co. Ltd (the "Company") no longer meets the free float requirements under the Listing Rules of The Stock Exchange of Mauritius (the "SEM Rules"), as Rule 6.21 of the SEM Rules requires that at least 25% of the Company's equity be held in public hands and this requirement is no longer being met.

   WHEREAS, as a result, the Company's shares must be migrated from the Official Market of The Stock Exchange of Mauritius to the Development and Enterprise Market in order to remain listed, given that the Company meets the requirement under Rule 1.1(iii) of the Development and Enterprise Market Rules to have at least 10% of its share capital held in public hands."

   RESOLVED THAT, the Company be and is hereby authorised to submit its final application to The Stock Exchange of Mauritius for its shares to be migrated from the Official Market of The Stock Exchange of Mauritius to the Development and Enterprise Market.

   FURTHER RESOLVED THAT the Board of Directors and/or the Company Secretary be authorised to take all required actions for the execution of the above.

2. **Special resolution: Alterations to the constitution of the Company subject to and conditional upon the approval of Special Resolution 1 above.**

   RESOLVED THAT, on the recommendation of the Board of Directors of the Company and pursuant to section 44 of the Companies Act 2001 and subject to all other applicable approvals (if any), the constitution of the Company be altered by amending clauses 1.1 and 8.1 thereof, in the manner and form set out below:

Clause	Current	Proposed Amendments
Clause 1.1	Associate means in relation to a Director or a company the meaning set out in the Listing Rules of The Stock Exchange of Mauritius Limited.	Associate means in relation to a Director or a company the meaning set out in the DEM Rules of The Stock Exchange of Mauritius Limited.
Clause 1.1	Listing Rules means the Listing Rules issued by The Stock Exchange of Mauritius Limited.	DEM Rules means the rules for the Development and Enterprise Market companies issued by The Stock Exchange of Mauritius Limited.
Clause 8.1	8.1 Existing Shares (a) The Company has on issue Eleven Million Two Hundred And Fifty Nine Thousand Three Hundred And Eighty Eight (11,259,388) ordinary shares having the rights set out in paragraph 8.2. below. (b) The Company has in issue to the public the minimum percentage of its Shares as provided for by Rule 6.21 and 6.22 of the Listing Rules.	8.1 Existing Shares (a) The Company has on issue Eleven Million Two Hundred And Fifty Nine Thousand Three Hundred And Eighty Eight (11,259,388) ordinary shares having the rights set out in paragraph 8.2. below. (b) The Company has in issue to the public the minimum percentage of its Shares as provided for by Rule 31 of the DEM Rules.

RESOLVED FURTHER THAT the amended clauses 1.1 and 8.1, referred to above, shall take effect in the event and on the day the Company's shares are migrated to and admitted on the Development and Enterprise Market of The Stock Exchange of Mauritius.

3. **Special resolution: Additional Alteration to the Constitution of the Company**

RESOLVED THAT, on the recommendation of the Board of Directors of the Company and pursuant to section 44 of the Companies Act 2001 and subject to all other applicable approvals (if any), the Constitution of the Company be altered by amending clause 21.5 (a) thereof, in the manner and form set out below:

Clause	Current	Proposed Amendment
Clause 21.5 (a)	Written notice of the time and place of a General Meeting shall be sent to every Shareholder entitled to receive notice of the General Meeting and to every Director, secretary and auditor of the Company not less than fourteen (14) days before the General Meeting.	Written notice of the time and place of a General Meeting shall be sent to every Shareholder entitled to receive notice of the General Meeting and to every Director, secretary and auditor of the Company not less than twenty-one (21) days before the General Meeting.

RESOLVED FURTHER THAT the amended clause 21.5(a) shall take immediate effect.

4. **Ordinary resolution: Authority to give effect to special resolutions 2 and 3**

RESOLVED THAT the Board of Directors and/or the Company Secretary of the Company be authorised to complete and do all such acts, deeds, matters and things as may be necessary or desirable to give full effect to the Special Resolutions 2 and 3 above, including but not limited to the filing of all required notices and documents with the Registrar of Companies and The Stock Exchange of Mauritius.

By order of the Board

for HM SECRETARIES LTD.
Company Secretary

18, Edith Cavell Street
Port Louis

28 July 2026