

To our Shareholders

You are cordially invited to attend the Annual Meeting of the Shareholders of Kolos Cement Ltd (the “Company”), which will be held at the Hilton Mauritius Resort & Spa, Wolmar, Flic en Flac, Mauritius, on Friday 24 June 2022 at 10.45 a.m.

The Agenda for the Annual Meeting is set out in the accompanying Notice of Annual Meeting. A Proxy Form is also herein attached so as to allow you to either appoint a proxy to vote on your behalf or to cast your votes by way of postal votes, by duly completing and returning the said Form.

Sanitary Measures

1. Given the sanitary restrictions on the number of persons to be physically present in any gathering, the Company strongly encourages its Shareholders to exercise their right to vote at the Annual Meeting by way of proxy (Proxy Form enclosed) in favour of the Chairperson or by casting a postal vote (Postal Vote Form enclosed).
2. For Shareholders who intend to attend the Meeting in person, please be reminded that strict sanitary measures will be applicable throughout the Meeting:
 - Only fully vaccinated persons shall be given access to the premises, and the approved vaccines are AstraZeneca Covishield; AstraZeneca Vaxzeria, Covaxin; Johnson & Johnson; Moderna; Pfizer; Sinopharm; Sinovac-CoronaVac; and Sputnik V;
 - Vaccination Card or Pass must be presented at the entrance together with the National Identity Card, before that temperature checks shall be effected. No access will be given to any person whose body temperature is equal to or in excess of 37.4°C;
 - Attendees must ensure that they keep their masks over their mouth and nose at all times;
 - 1 metre social distancing shall be maintained at all times and attendees are not allowed to gather in group; and
 - In view of the strict sanitary measures to be deployed, attendees will be requested to promptly leave the premises in batch as the Meeting ends and no refreshment will be served.

Failure to abide by the sanitary measures shall not be accepted.

Kindly bring along *this Booklet and your ID card* in order to participate in the Meeting and voting session.



KOLOS CEMENT LTD
(the "Company")

NOTICE OF ANNUAL MEETING

Notice is hereby given that the Annual Meeting of Shareholders of Kolos Cement Ltd will be held at the Hilton Mauritius Resort & Spa, Wolmar, Flic en Flac, Mauritius, on Friday 24 June 2022 at 10.45 a.m.

AGENDA

1. To consider the Annual Report for the Company for the financial year ended 31 December 2021.
2. *To consider and if thought fit to pass with or without modifications(s), the following resolution:*
"RESOLVED THAT the audited consolidated financial statements of the Group and of the Company for the year ended 31 December 2021 be adopted."
3. *To ratify the following resolution:*
"RESOLVED THAT an interim dividend (Rs3.30 per share) and a final dividend (Rs1.97 per share) declared by the Board for the financial year ended 31 December 2021, be hereby ratified."
4. *To consider and if thought fit to pass with or without modifications(s), the following resolutions by way of separate resolution:*
 - 4.1. "RESOLVED THAT Mr Chian Tat Ah Teck (also called Tommy Ah Teck) be re-elected as a member of the Board of Directors and Executive Chairman of the Company for a further term of office of one year, expiring upon completion of the Annual Meeting 2023."
(Qualifications: BSC (Hons) Engineering; MPhil Mechanical Engineering)
 - 4.2. "RESOLVED THAT Mr Chian Luck Ah Teck (also called Patrice Ah Teck) be re-elected as a member of the Board of Directors of the Company for a further term of office of one year, expiring upon completion of the Annual Meeting 2023."
(Qualifications: BA (Hons) Accounting & Finance)
 - 4.3. "RESOLVED THAT Mr Dominique Billon be re-elected as a member of the Board of Directors of the Company for a further term of office of one year, expiring upon completion of the Annual Meeting 2023."
(Qualifications: Scientific Baccalaureate; School of Management)
 - 4.4. "RESOLVED THAT Mr Jack Michael Jason Ah Teck (also called Jason Ah Teck) be re-elected as a member of the Board of Directors of the Company for a further term of office of one year, expiring upon completion of the Annual Meeting 2023."
(Qualifications: BEng Materials Engineering with Management; Masters in Management)
 - 4.5. "RESOLVED THAT Mrs Jacqueline Sitorus be re-elected as a member of the Board of Directors of the Company for a further term of office of one year, expiring upon completion of the Annual Meeting 2023."
(Qualifications: Bachelor in Business Management)
 - 4.6. "RESOLVED THAT Mr Javier De Benito be re-elected as a member of the Board of Directors of the Company for a further term of office of one year, expiring upon completion of the Annual Meeting 2023."
(Qualifications: Bachelor's degree in Business Administration and Economics; Advanced Management Program at Harvard University)
 - 4.7. "RESOLVED THAT Mr Paul Halpin be re-elected as a member of the Board of Directors of the Company for a further term of office of one year, expiring upon completion of the Annual Meeting 2023."
(Qualifications: B.Com; Chartered Accountant; FCA)



4.8. "RESOLVED THAT Mrs Sui Lien Chong Ah-Yan (also called Marie Claire Chong Ah-Yan) be re-elected as a member of the Board of Directors of the Company for a further term of office of one year, expiring upon completion of the Annual Meeting 2023."

(Qualifications: Bachelor's Degree in arts; Bachelor degree in Human Resources Management; FT Non-Executive Director Diploma)

4.9. "RESOLVED THAT Mr Twalha Dhunnoo be re-elected as a member of the Board of Directors of the Company for a further term of office of one year, expiring upon completion of the Annual Meeting 2023."

(Qualifications: MEng Electrical and Information Sciences; Fellow of the Institute of Chartered Accountants in England and Wales)

4.10. "RESOLVED THAT Mr Vivekananda Challa Reddy be re-elected as a member of the Board of Directors of the Company for a further term of office of one year, expiring upon completion of the Annual Meeting 2023."

(Qualifications: CFA; Graduation in Veterinary Medicine; Post-graduation in Management)

5. To consider and if thought fit to pass with or without modifications(s), the following resolution:

"RESOLVED THAT Messrs Ernst & Young Mauritius be re-appointed as the Company's auditors to hold office until the conclusion of the next Annual Meeting and to authorise the Board of Directors to fix their remuneration."

Dated: 19 May 2022

By order of the Board

Gamma Corporate Services Ltd
Company Secretary

Notes:

1. Please refer to pages 3 to 5 of the Annual Report to view the detailed profiles of the Directors proposed for re-election. Same may also be viewed on the Company's website www.koloscement.com.
2. Shareholders not being able to attend and vote at the Annual Meeting may appoint a proxy to attend and vote on their behalf. The proxy may not be a shareholder of the Company.
3. The signed proxy form or any power of attorney shall be deposited at the office of the Company, c/o Gamma Corporate Services Ltd, Royal Road, Chapman Hill, Beau Bassin, Mauritius, not less than twenty-four hours before the day fixed for the meeting, i.e. Thursday 23 June 2022 at 10.45 am latest, failing which the signed proxy or the power of attorney shall not be treated as valid and the proxy shall not be entitled to attend the meeting.
4. For postal votes, the postal vote form must be completed, signed and should reach the Company Secretary's Office by post or email not less than 48 hours before the start of the Annual Meeting, i.e., by latest 22 June 2022 at 10.45 a.m. at the hereunder address:

By Post: The Company Secretary
 Gamma Corporate Services Ltd
 Royal Road, Chapman Hill
 Beau Bassin
 Mauritius

By email: gcsi@gamma.mu
5. A proxy form/postal vote form is available on the Company's website www.koloscement.com and at the Company's registered office. Either the Proxy Form or the Postal Vote Form, but not both, must be filled in.
6. For the purpose of this Annual Meeting, the shareholders who are entitled to receive notice of the meeting shall be those shareholders whose names are registered in the share register of the Company as at 18 May 2022.
7. The minutes of the Annual Meeting held on 29 October 2021 are available for consultation by the shareholders at the office of the Company Secretary, Gamma Corporate Services Ltd, Royal Road, Chapman Hill, Beau Bassin, Mauritius, Tel: +230 460 8005/ 460 8006, upon prior written request made to the Company Secretary.



Kolos Cement Ltd
(the "Company")

Proxy Form

Dear Sir/Madam

I/We, _____ of _____

bearing NIC being a shareholder of
Kolos Cement Ltd hereby appoint Mr/Mrs/Miss _____

bearing NIC of _____

or failing him/her, _____

bearing NIC of _____

or failing him/her, the Chairman of the meeting as my/our Proxy to vote for me/us at the Annual Meeting of the Company to be held on Friday 24 June 2022 at 10.45 a.m. at the Hilton Mauritius Resort & Spa, Wolmar, Flic en Flac, Mauritius and at any adjournment thereof in the manner indicated below.

	For	Against	Abstention
2 RESOLVED THAT the audited consolidated financial statements of the Group and of the Company for the year ended 31 December 2021 be adopted.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 RESOLVED THAT the payment of an interim dividend (Rs3.30 per share) and a final dividend (Rs1.97 per share) declared by the Board for the financial year ended 31 December 2021, be hereby ratified.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.1 RESOLVED THAT Mr Chian Tat Ah Teck (also called Tommy Ah Teck) be re-elected as a member of the Board of Directors of the Company and Executive Chairman for a further term of office of one year, expiring upon completion of the Annual Meeting 2023.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.2 RESOLVED THAT Mr Chian Luck Ah Teck (also called Patrice Ah Teck) be re-elected as a member of the Board of Directors of the Company for a further term of office of one year, expiring upon completion of the Annual Meeting 2023.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.3 RESOLVED THAT Mr Dominique Billon be re-elected as a member of the Board of Directors of the Company for a further term of office of one year, expiring upon completion of the Annual Meeting 2023.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.4 RESOLVED THAT Mr Jack Michael Jason Ah Teck (also called Jason Ah Teck) be re-elected as a member of the Board of Directors of the Company for a further term of office of one year, expiring upon completion of the Annual Meeting 2023.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.5 RESOLVED THAT Mrs Jacqueline Sitorus be re-elected as a member of the Board of Directors of the Company for a further term of office of one year, expiring upon completion of the Annual Meeting 2023.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.6 RESOLVED THAT Mr Javier De Benito be re-elected as a member of the Board of Directors of the Company for a further term of office of one year, expiring upon completion of the Annual Meeting 2023.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

(Please turn over)



Kolos Cement Ltd
(the "Company")

PROXY FORM (CONT'D)

	For	Against	Abstention
4.7 <i>RESOLVED THAT Mr Paul Halpin be re-elected as a member of the Board of Directors of the Company for a further term of office of one year, expiring upon completion of the Annual Meeting 2023.</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.8 <i>RESOLVED THAT Mrs Sui Lien Chong Ah-Yan (also called Marie Claire Chong Ah-Yan) be re-elected as a member of the Board of Directors of the Company for a further term of office of one year, expiring upon completion of the Annual Meeting 2023.</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.9 <i>RESOLVED THAT Mr Twalha Dhunnoo be re-elected as a member of the Board of Directors of the Company for a further term of office of one year, expiring upon completion of the Annual Meeting 2023.</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.10 <i>RESOLVED THAT Mr Vivekananda Challa Reddy be re-elected as a member of the Board of Directors of the Company for a further term of office of one year, expiring upon completion of the Annual Meeting 2023.</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5 <i>RESOLVED THAT Messrs Ernst & Young Mauritius be re-appointed as the Company's auditors to hold office until the conclusion of the next Annual Meeting and to authorise the Board of Directors to fix their remuneration.</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Signed this _____ day of _____ 2022

Signature: _____

Note:

1. Only shareholders or their duly authorised proxy will be entitled to attend, speak and vote at the Annual Meeting.
2. Shareholders not being able to attend, speak and vote at the Annual Meeting may appoint a proxy to attend and vote on their behalf. The proxy needs not be a shareholder of the Company.
3. The original signed proxy form or power of attorney must be deposited at the office of Gamma Corporate Services Ltd, Royal Road, Chapman Hill, Beau Bassin, Mauritius, not less than twenty-four hours before the day fixed for the meeting i.e. Thursday 23 June 2022 at 10.45 am latest, failing which the signed proxy form or the power of attorney shall not be treated as valid and the proxy shall not be entitled to attend the meeting.
4. Any person representing a company/ société/ succession is requested to produce documentary evidence in the form of a letter issued by the said company/ société/ succession authorizing him to attend and vote on behalf of the said company/ société/ succession and bearing the seal of the company/ société/ succession, wherever applicable.



Kolos Cement Ltd
(the "Company")

Postal Vote Form

Dear Sir/Madam

I/We, _____
of _____

bearing NIC being a shareholder of
Kolos Cement Ltd entitled to attend the Annual Meeting of the Company to be held on **Friday 24 June 2022 at 10.45 a.m.** at the Hilton Mauritius Resort & Spa, Wolmar, Flic en Flac, Mauritius and at any adjournment thereof in the manner indicated below.

(Please indicate your vote by ticking [✓] the appropriate box)

RESOLUTIONS

	For	Against	Abstention
2 RESOLVED THAT the audited consolidated financial statements of the Group and of the Company for the year ended 31 December 2021 be adopted.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 RESOLVED THAT the payment of an interim dividend (Rs3.30 per share) and a final dividend (Rs1.97 per share) declared by the Board for the financial year ended 31 December 2021, be hereby ratified.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.1 RESOLVED THAT Mr Chian Tat Ah Teck (also called Tommy Ah Teck) be re-elected as a member of the Board of Directors of the Company and Executive Chairman for a further term of office of one year, expiring upon completion of the Annual Meeting 2023.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.2 RESOLVED THAT Mr Chian Luck Ah Teck (also called Patrice Ah Teck) be re-elected as a member of the Board of Directors of the Company for a further term of office of one year, expiring upon completion of the Annual Meeting 2023.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.3 RESOLVED THAT Mr Dominique Billon be re-elected as a member of the Board of Directors of the Company for a further term of office of one year, expiring upon completion of the Annual Meeting 2023.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.4 RESOLVED THAT Mr Jack Michael Jason Ah Teck (also called Jason Ah Teck) be re-elected as a member of the Board of Directors of the Company for a further term of office of one year, expiring upon completion of the Annual Meeting 2023.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.5 RESOLVED THAT Mrs Jacqueline Sitorus be re-elected as a member of the Board of Directors of the Company for a further term of office of one year, expiring upon completion of the Annual Meeting 2023.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.6 RESOLVED THAT be Mr Javier De Benito re-elected as a member of the Board of Directors of the Company for a further term of office of one year, expiring upon completion of the Annual Meeting 2023.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

(Please turn over)



Kolos Cement Ltd
(the "Company")

POSTAL VOTE FORM (CONT'D)

(Please indicate your vote by ticking [✓] the appropriate box)

RESOLUTIONS

	For	Against	Abstention
4.7 RESOLVED THAT Mr Paul Halpin be re-elected as a member of the Board of Directors of the Company for a further term of office of one year, expiring upon completion of the Annual Meeting 2023.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.8 RESOLVED THAT Mrs Sui Lien Chong Ah-Yan (also called Marie Claire Chong Ah-Yan) be re-elected as a member of the Board of Directors of the Company for a further term of office of one year, expiring upon completion of the Annual Meeting 2023.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.9 RESOLVED THAT Mr Twalha Dhunnoo be re-elected as a member of the Board of Directors of the Company for a further term of office of one year, expiring upon completion of the Annual Meeting 2023.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.10 RESOLVED THAT Mr Vivekananda Challa Reddy be re-elected as a member of the Board of Directors of the Company for a further term of office of one year, expiring upon completion of the Annual Meeting 2023.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5 RESOLVED THAT Messrs Ernst & Young Mauritius be re-appointed as the Company's auditors to hold office until the conclusion of the next Annual Meeting and to authorise the Board of Directors to fix their remuneration.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Signed this _____ day of _____ 2022

Signature: _____

Note:

1. For postal votes, the Form must be completed, signed and should reach the Company Secretary's Office by post or email not less than 48 hours before the start of the Annual Meeting- i.e. by latest 22 June 2022 at 10.45 a.m. at the hereunder address:

By Post: *The Company Secretary
Gamma Corporate Services Ltd
Royal Road, Chapman Hill
Beau Bassin*

By email: gcs@gamma.mu

2. This Postal Vote Form must be signed by the shareholder.
3. If this Postal Vote Form is returned without any indication of vote in respect of a resolution, the shareholder shall be deemed to have abstained on such resolution.

