

# THE LUX COLLECTIVE LTD

("The company")

BRN: C11106691

## NOTICE TO SHAREHOLDERS

**Notice is hereby given that a Special Meeting of Shareholders of The Lux Collective Ltd ("The Company") will be held at Cyril Lagesse Auditorium, 1st Floor, IBL House, Caudan Waterfront, Port Louis on Thursday 20 June 2024 commencing at 10:30 a.m. and at any adjournment thereof for the purpose of passing, with or without modification, the following ordinary and special resolutions.**

### **SPECIAL RESOLUTION NUMBER 1**

"RESOLVED THAT, subject to and conditional upon the approval of the transfer of registration of The Lux Collective Ltd under section 301 of the Companies Act 2001 from the Republic of Mauritius to Guernsey (the "Transfer of Registration"), the adoption of a new Memorandum and Articles of Incorporation in compliance with the Companies (Guernsey) Law, 2008 (as amended), be and is hereby approved, to take effect upon the Transfer of Registration becoming effective, subject to any changes as may be required by the Guernsey authorities in order to implement the Transfer of Registration.

### **REASON FOR AND EFFECT OF SPECIAL RESOLUTION NUMBER 1**

The reason for Special Resolution Number 1 is to approve the adoption of the Memorandum and Articles of Incorporation. According to the Companies (Guernsey) Law, 2008 (as amended), every company shall have a new Memorandum and Articles of Incorporation which set out regulations for the conduct of the company. Accordingly, prior to the Transfer of Registration, The Lux Collective Ltd is required to adopt a Memorandum and Articles of Incorporation. The Memorandum and Articles of Incorporation shall only be effective post the Transfer of Registration.

The effect of Special Resolution Number 1 will be the adoption of a new Memorandum and Articles of Incorporation in compliance with the Companies (Guernsey) Law, 2008 (as amended).

### **ORDINARY RESOLUTION NUMBER 1**

"RESOLVED THAT any one director or the Company Secretary be and is hereby authorized to sign all such documents and do all such things as may be required to give effect to the special and ordinary resolutions passed at the special meeting of shareholders."

By Order of the Board

**IBL Management Ltd**  
**Company Secretary**

6 May 2024

*A shareholder of the Company entitled to attend and vote at this meeting may appoint a proxy (in the case of an individual shareholder) or a representative (in the case of a shareholder company, by way of a written board resolution), whether a member or not, to attend and vote on his behalf.*

*The instrument appointing a proxy, any general power of attorney or the written resolution appointing a representative should reach the Registered Office of the Company, Pierre Simonet Street, Floreal, Mauritius, not less than twenty four hours before the time appointed for the holding of the meeting or adjourned meeting. In default, the instrument of proxy shall not be treated as valid.*

*For the purpose of this Special Meeting, the Directors have resolved in compliance with Section 120 (3) of the Companies Act 2001, that the shareholders who are 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 23 May 2024.*

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*This notice is issued pursuant to relevant provisions of Companies Act 2001.*

*The Board of The Lux Collective Ltd accepts full responsibility for the accuracy of the information contained in this notice.*