

# PROXY FORM



I/We ..... of ..... being shareholder(s) of IPRO Growth Fund Ltd (the “Company”), hereby appoint ..... of ..... or, failing him/her ..... of ..... as my/our proxy to represent me/us and vote for me/us and on my/our behalf at the Annual Meeting of the Shareholders (the “Meeting”) of the Company to be held on 30 December 2022 at 10:30 hours, at Brainstorm Meeting Room, The Pod, Vivéa Business Park, Moka, Mauritius, and at any adjournment thereof.

**(Please vote with a tick)**

RESOLUTIONS	FOR	AGAINST
1. To approve the Minutes of Proceedings of the Annual Meeting held on 20 December 2021.		
2. To receive, consider and adopt the Company’s Audited Financial Statements for the year ended 30 June 2022, including the Annual Report and the Auditor’s Report, in accordance with section 115(4) of the Companies Act 2001.		
3. To re-elect as Director, Mr. Khushhal Chand Khushiram who offers himself for re-election to hold office until the next Annual Meeting in accordance with Section 138(6) of the Companies Act 2001.		
4. To elect Mr. Mohammad Salah-Ud-Din Surfraz who was appointed as Director in the Board Meeting held on Friday 09 September 2022 and who offers himself for election.		
5. To re-elect, as Directors of the Company to hold office until the next Annual Meeting, the following persons who offer themselves for re-election (as separate resolutions): (a) Mr. Siong Seng Leung Yin Kow; (b) Mr. Stéphane Henry; (c) Mr. Philippe Dylan Koch; and (d) Mrs. Sharmila Chakowa.		
6. To take note of the appointment of Messrs. RSM (Mauritius) LLP in replacement of Ernst & Young as Auditor of the Company in accordance with Section 200 of the Companies Act 2001 and to authorise the Board of Directors to fix their remuneration.		
7. To ratify the remuneration paid to the Auditor for the year ended 30 June 2022.		

Dated this ..... day of ..... 2022.

Signature/s .....

## NOTES:

- (a) Any member of the Company entitled to attend and vote at the Meeting may appoint a proxy, whether a member or not, to attend and vote on his behalf;
- (b) If the instrument appointing the proxy is returned without an indication as to how the proxy shall vote on any particular resolution, the proxy will exercise his discretion as to whether, and if so, how he votes; and
- (c) The duly signed proxy form should reach the Distributor’s Office, 3<sup>rd</sup> Floor, Ebène Skies, Rue de l’Institut, Ebène, Mauritius, not less than 24 hours before the Meeting, and in default, the instrument of proxy shall not be treated as valid.

