

NOTICE OF ANNUAL GENERAL MEETING

FOR THE YEAR ENDED 28 FEBRUARY 2020

Notice is hereby given that the Annual General Meeting of Dale Capital Group Limited's shareholders will be held on Tuesday 27 July 2021 at 11h30 (Mauritius time). In light of the current global Covid-19 pandemic and restrictions in travelling across borders, the belated Annual General Meeting will be held via Zoom.

Shareholders wishing to participate in the Annual General Meeting are requested to register via the Office of the CEO via e-mail: normann@dale-capital.com. The matters below will be considered at the Annual General Meeting.

1. To receive, consider and adopt the Annual Report, report of the auditors and annual financial statements of the Company for the financial year ended 28 February 2020.

Shareholders are hereby also informed that the Annual Report and annual financial statements of the Company for the year ended 28 February 2021 are being finalised, and will be considered and adopted at a subsequent special meeting of shareholders.

2. To re-elect the following directors, each by way of a separate vote, who accordingly retire and offer themselves for re-election (which shall be valid until conclusion of the next Annual General Meeting):

- 2.1. Norman Theodore Noland
- 2.2. Mark Foulds
- 2.3. Robert Goff

3. To confirm the appointment of Parker Russell (Mauritius) as independent auditors of the company for the financial year-ended February 2021 and the financial-year ending February 2022.

4. To authorize the Board of Directors to determine the remuneration of the Company's auditors.

5. To authorize the Board of Directors to allot and issue up to 100,000,000 additional shares of the Company.

6. To transact such other business as may be transacted at an Annual General Meeting.

Voting and Proxies

Resolutions 1 to 5 are ordinary resolutions and will require the support of more than 50% of the total votes exercisable by members of the Company, present in person or by proxy to pass the resolutions.

A shareholder entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy or proxies to attend, speak and vote in his/her stead. A proxy need not be a member of the company. For the convenience of registered members of the company, a form of proxy is enclosed and is only to be completed by those shareholders who:

- Hold ordinary shares in certificated form
- Have dematerialised their ordinary shares through the Central Depository & Settlement Co. Ltd (CDS) or broker and wish to attend the annual general meeting. Shareholders must instruct the CDS or broker to provide them with the relevant Letter of Representation, or they must provide the CDS or broker with their voting instructions in terms of the relevant custody agreement entered into between them and the CDS or broker.

Proxy forms should be forwarded to reach the Company Secretary at least 48 hours before the time of the meeting (Excluding Saturdays, Sundays and public holidays in Mauritius).

By order of the board
NWT Secretarial Services Ltd
Company Secretary
5 July 2021

FORM OF PROXY

FOR THE YEAR ENDED 28 FEBRUARY 2020

Dale Capital Group Limited

Share code: DCPL.N000

For use only by ordinary shareholders at the annual general meeting (meeting) of the company to be held via Zoom on Tuesday 27 July 2021 at 11h30 (Mauritius time).

I / We (full registered name) _____

of (full registered address) _____

Being the holder of Ordinary shares (enter number) _____

Do hereby appoint

1. _____ or failing him/her

2. _____ or failing him/her

3. The Chairman of the meeting as my/our proxy to act for me/us at the meeting for the purposes of considering and, if deemed fit, passing, with or without modifications, the resolutions to be proposed at each adjournment thereof, to vote for and/or against the resolutions and/or to abstain from voting for and/or against the resolutions in respect of the shares registered in my/our name in accordance with the following instructions:

Resolutions		Number of shares		
		For	Against	Abstain
1.	To receive, consider and adopt the Annual Report, report of the auditors and annual financial statements of the company for the financial year ended 28 February 2020.			
2.	To re-elect the following directors each by way of a separate vote, who accordingly retire and offer themselves for re-election (which shall be valid until conclusion of the next Annual General Meeting): 2.1. Norman Theodore Noland 2.2. Mark Foulds 2.3. Robert Goff			
3.	To confirm the appointment of Parker Russell (Mauritius) as independent auditors of the company for the financial year ended 28 February 2021 and financial year ending 28 February 2022.			
4.	To authorize the Board of Directors to determine the remuneration of the Company's auditors.			
5.	To authorize the Board of Directors to allot and issue up to 100,000,000 additional shares of the Company.			

Signed at _____ on _____ 2021

Signature _____

FORM OF PROXY

FOR THE YEAR ENDED 28 FEBRUARY 2020

NOTES TO THE FORM OF PROXY

1. The form of proxy must only be used by certificated or dematerialised shareholders.
2. Shareholders are reminded that the onus is on them to communicate with the CDS or broker.
3. A shareholder entitled to attend and vote may insert the name of a proxy or the names of an alternative proxy of the shareholder's choice.
4. A shareholder is entitled to one vote on a show of hands and, on a poll, one vote in respect of each share held. A shareholder's instructions to the proxy must be indicated by inserting the relevant number of votes exercisable by the shareholder in the appropriate box(es). Failure to comply with this will be deemed to authorise the proxy to vote as he/she deems fit.
5. Documentary evidence establishing the authority of the person signing the form of proxy in a representative capacity must be attached to this form, unless previously recorded by the company or unless this requirement is waived by the Chairman of the meeting.
6. Where there are joint holders of shares, any one holder may sign the form of proxy.
7. Forms of proxy must be lodged with or mailed to the Company Secretary (Lavineea CHETTY) via e-mail lchetty@axys-group.com to be received no later than 48 hours before the time of the meeting (Excluding Saturdays, Sundays and public holidays in Mauritius).
8. Any alterations or corrections made to this form of proxy, other than the deletion of alternatives, must be initialled by the signatory/ies.