

A publicly traded stock company (*société en commandite par actions*)

With a share capital of MAD 799,673,700

Casablanca, 22, boulevard Abdelkrim Al Khattabi

Trade Register under No. 180175 - Tax ID: 40165169

POSTAL VOTING FORM

ANNUAL ORDINARY GENERAL MEETING TO BE HELD ON APRIL 1st, 2021 AT 2.30 PM (hereinafter the "OGM")

Name/Company Name: _____

Address: _____

Holder of (*in both figures and in letters*) _____ shares of MUTANDIS SCA.

After having acknowledged the draft resolutions put to the vote of the OGM to be held on April 1st, 2021 at 2.30 pm, attached;

And pursuant to the provisions of article 131 *bis* of law n° 17-95 on joint stock companies, and to the provisions of article 32 of the articles of association of MUTANDIS SCA;

Votes as follows on said resolutions¹:

	Supporting (for)	Rejecting (against)	Abstention
First Ordinary Resolution	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Second Ordinary Resolution	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Third Ordinary Resolution	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Fourth Ordinary Resolution	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Fifth Ordinary Resolution	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Sixth Ordinary Resolution	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Seventh Ordinary Resolution	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Eighth Ordinary Resolution	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Ninth Ordinary Resolution	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

¹ Tick the box of the relevant answer.

First Extraordinary Resolution			
Second Extraordinary Resolution			
Third Extraordinary Resolution			

If new resolutions are proposed to the vote of the OGM, please tick the box of the relevant answer below:

- ☐ I give a proxy to the Chairman of the OGM to vote on my behalf;
- ☐ I give a proxy to _____ to vote on my behalf;
- ☐ I abstain on this resolution (will be equivalent to a vote against).

Important: please attach declaration of ownership to certify that you are holding MUTANDIS' shares. Kindly note that such a declaration must **mandatorily be issued by the custodian bank of said shares.**

On _____ 2021

Signature:

REMINDER OF THE LEGAL PROVISIONS GOVERNING THE POSTAL VOTING

Article 131 bis of law n° 17-95 on joint stock companies as amended:

“Articles of association may provide that any shareholder may vote by mail using a form.

Forms giving no sense of voting or expressing an abstention shall not be taken into consideration for the calculation of the majority of votes.

The voting form sent to the company for a meeting is valid for the meetings successively convened with the same agenda. As of the convening of the meeting, a postal voting form and its appendices shall be delivered or sent, at the expense of the company, to any shareholder requesting, by any means provided for in the articles of association or in the convening notice. The company must answer such requests no later than ten days before the date of the meeting. [...].

For the purpose of calculating the quorum, are only taken into account the forms received by the company prior to the meeting. The date on which the voting forms received by the company will no longer be taken into account may not be more than two days prior to the date of the meeting. The contents of the postal voting form and the documents to be annexed thereto are fixed by decree”.

Extract of article 3 of decree n° 2-09-481 dated of December 21st, 2009 for the incorporation of law n° 17-95 governing joint stock companies:

“Pursuant to article 131 bis of abovementioned law n° 17-95, the voting form includes a reminder of the provisions of paragraph 4 of said articles et must contain the following:

- Name or company name and address of the shareholder;
- An indication of compliance with the formalities provided for by article 130 of the abovementioned law n° 17-95;
- The resolutions, in the order of their presentation to the meeting;
- The vote either supporting or rejecting
- The date and the shareholder’s signature or legal representative’s signature.

The following documentation should be appended to the voting form:

- The draft resolutions including reasons and authors;
- An application for receiving the documents and information referred to in article 141 of the abovementioned law n° 17-95 and informing the shareholder that he may request the benefit of the provisions of article 151 of said law if provided for by the articles of association;
- Any document justifying the legal representative’s powers/duties”.

**APPLICATION FOR RECEIVING THE DOCUMENTS AND INFORMATION REFERRED TO IN ARTICLE 141
OF LAW N° 17-95 GOVERNING JOINT STOCK COMPANIES**

We/I

Name/Company Name: _____

Address: _____

Holder of (*in both figures and in letters*) _____ shares
of MUTANDIS SCA

Ask you to address me/us, to the abovementioned address, the following documentation, as provided for by article 141 of law n° 17-95 governing joint stock companies as amended:

1. The agenda of the OGM to be held on April 2nd, 2020;
2. The draft resolutions;
3. The board members' and manager's list;
4. The inventory, the financial statements of the past financial year, as closed by the manager, as well as, if applicable, the observations of the supervisory board;
5. The manager's report to be submitted to the OGM and if applicable the observations of the supervisory board;
6. The auditors' report to be submitted to the OGM and the special report on regulated agreements;
7. The proposition of allocation of income for the year ended December 31st, 2018;
8. The regulated agreements' list; and
9. The common agreements' list (i.e. concluded under normal conditions).

Signature