

**THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.** If you are in any doubt about what action you should take, you are recommended immediately to seek advice from your legal, tax and other professional advisers.

If you have sold or otherwise transferred all of your Common Shares, or depositary interests representing Common Shares, please forward this document, together with the accompanying BLUE form of proxy (the "**Form of Proxy**") and PURPLE form of instruction (the "**Form of Instruction**") at once to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected for delivery to the purchaser or transferee.

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## **DOLPHIN CAPITAL INVESTORS LIMITED**

*(Incorporated in the British Virgin Islands with registered number 660270)*

### **NOTICE OF THE FIRST ANNUAL GENERAL MEETING**

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Notice of the first Annual General Meeting (the "**AGM**") of the Company to be held at 10.00 a.m. (UK Time) on 18 October 2022 at the offices of FIM Capital Limited, 55 Athol St, Douglas, Isle of Man IM1 1LA is set out at the end of this document.

The Form of Proxy for use at the AGM accompanies this document and, to be valid, should be completed and returned in accordance with the instructions set out therein as soon as possible but, in any event, so as to reach Computershare Investor Services BVI, C/O The Pavilions, Bridgewater Road, Bristol, BS99 6ZY by no later than 14 October 2022 being 48 hours before the time appointed for the holding of the meeting. Completion and return of a Form of Proxy will not prevent a shareholder from attending the meeting and voting in person if he or she so wishes.

Shareholders are reminded that there is now the option of receiving an email when your annual report and other shareholder communications become available or continuing to receive a printed copy. To register for this service, please respond to the consent form circulated by Computershare or register online at [www.investorcentre.co.uk](http://www.investorcentre.co.uk)

**DOLPHIN CAPITAL INVESTORS LIMITED**  
**(the “Company”)**

*(Incorporated in the British Virgin Islands with registered number 660270)*

**NOTICE OF THE FIRST ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the first Annual General Meeting of the Company will be held at the offices of FIM Capital Limited, 55 Athol St, Douglas, Isle of Man IM1 1LA at 10.00 am (UK Time) on 18 October 2022 for the following purpose:

**ORDINARY BUSINESS**

To consider and, if thought fit, to pass the following resolutions which will be proposed as ordinary resolutions:

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|--------------|--|
| Resolution 1 | To receive and adopt the Annual Report and audited accounts of the Company for the year ended 31 December 2021, together with the Directors’ and Auditor’s reports thereon.                                      |
| Resolution 2 | To re-appoint Martin Michael Adams as a Director of the Company in accordance with Article 21.1.1, as this is the first Annual General Meeting and he was appointed by the Directors of the Company.             |
| Resolution 3 | To re-appoint Nicolai Henri Pierre Hubert Huls as a Director of the Company in accordance with Article 21.1.1, as this is the first Annual General Meeting and he was appointed by the Directors of the Company. |
| Resolution 4 | To re-appoint Miltos Kambourides as a Director of the Company in accordance with Article 21.1.3 as he has held office with the Company for a continuous period of nine years or more.                            |
| Resolution 5 | To re-appoint Nicholas Paris as a Director of the Company in accordance with Article 21.1.1, as this is the first Annual General Meeting and he was appointed by the Directors of the Company.                   |
| Resolution 6 | To re-appoint KPMG, Nicosia, Cyprus as auditors of the Company and authorise the Directors to determine the remuneration of KPMG as auditors of the Company  |

Dated: 06 September 2022

By Order of the Board

*Registered Office:  
Tortola Pier Park,  
Building 1,  
Wickhams Cay 1,  
Road Town, Tortola,  
British Virgin Islands*

#### NOTES

1. Pursuant to Regulation 41 of the UK Uncertificated Securities Regulations 2001 the Company specifies that only those holders of Common Shares registered in the registrar of members of the Company, or Depositary Interests registered in the register of Depositary Interest holders as at close of business (GMT) on 14 October 2022 (or, if the AGM is adjourned, Shareholders entered on the Company's register of members or Depositary Interest holders not later than 48 hours before the time fixed for the adjourned meeting) shall be entitled to attend and vote at the AGM in respect of the number of Common Shares of Depositary Interests (as appropriate) registered in their name at that time. Changes to entries on the registers after close of business (GMT) on 14 October 2022 shall be disregarded in determining the right of any person to attend or vote at the AGM.
2. To be valid, the Form of Proxy and the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power must reach Computershare Investors Services BVI, c/o The Pavilions, Bridgwater Road, Bristol, BS99 6ZY, (during normal business hours) by not less than not less than 48 working hours before the appointed time for holding the AGM or adjournment (as the case may be).
3. To be valid, the Form of Instruction and the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power must reach Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY, by not less than 72 working hours before the appointed time for holding the AGM or adjournment (as the case may be).
4. The completion of the Form of Proxy will not preclude a Shareholder from attending the AGM and voting in person. If, a shareholder has appointed a proxy and attends the AGM in person, the proxy appointment will automatically be terminated.
5. The completion of the Form of Instruction will not preclude a Shareholder from attending the AGM and voting in person. If you wish to attend the AGM and/or vote at the AGM, you should contact: [!UKALLDITeam2@computershare.co.uk](mailto:UKALLDITeam2@computershare.co.uk).

## VOTING INSTRUCTIONS

Whether or not Shareholders propose to attend the AGM, they should complete and return the Form of Proxy or Form of Instruction (as appropriate) in accordance with the instructions below.

### **Common Shares held in certificated form (i.e. Common Shares NOT held in uncertificated Depository Interest form in CREST)**

Shareholders holding Common Shares in certificated form should complete and return the BLUE Form of Proxy indicating how they wish to vote to **Computershare Investor Services BVI, c/o The Pavilions, Bridgwater Road, Bristol BS99 6ZY** so as to be received not later than 9.00am GMT on 14 October 2022.

The completion and return of a Form of Proxy will not preclude a Shareholder from attending the AGM and voting in person if they subsequently wish to do so.

### **Common Shares held in uncertificated form (i.e. Common Shares held in uncertificated Depository Interest form in CREST)**

Holders of Depository Interests will be invited to attend the AGM by Computershare Company Nominees Limited in its capacity as custodian for the Depository Interests and on behalf of the Company. If you wish to attend, please contact: [!UKALLDITeam2@computershare.co.uk](mailto:UKALLDITeam2@computershare.co.uk).

Holders of Depository Interests in CREST may transmit voting instructions by utilising the CREST voting service in accordance with the procedures described in the CREST Manual. CREST personal members or other CREST sponsored members, and those CREST members who have appointed a voting service provider, should refer to their CREST sponsor or voting service provider, who will be able to take appropriate action on their behalf.

In order for instructions made using the CREST voting service to be valid, the appropriate CREST message (a "**CREST Voting Instruction**") must be properly authenticated in accordance with Euroclear's specifications and must contain the information required for such instructions, as described in the CREST Manual (available via [www.euroclear.com/CREST](http://www.euroclear.com/CREST)).

To be effective, the CREST Voting Instruction must be transmitted so as to be received by the Company's agent (3RA50) no later than 13 October 2022. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the CREST Voting Instruction by the CREST applications host) from which the Company's agent is able to retrieve the CREST Voting Instruction by enquiry to CREST in the manner prescribed by CREST. Holders of Depository Interests in CREST and, where applicable, their CREST sponsors or voting service providers should note that Euroclear does not make available special procedures in CREST for any particular messages. Normal system timings and limitations will therefore apply in relation to the transmission of CREST Voting Instructions. It is the responsibility of the holder of Depository Interests concerned to take (or, if the holder of Depository Interests is a CREST personal member or sponsored member or has appointed a voting service provider, to procure that the CREST sponsor or voting service provider takes) such action as shall be necessary to ensure that a CREST Voting Instruction is transmitted by means of the CREST voting service by any particular time. In this connection, holders of Depository Interests and, where applicable, their CREST sponsors or voting service providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.

Depository Interest holders can alternatively vote using the PURPLE Form of Instruction and return such Form of Instruction to **Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY** so as to be received not later than 9.00 am (GMT) on 13 October 2022.

The completion and return of the Form of Instruction will not preclude a Shareholder from attending the AGM and voting in person if they so wish. Should a Shareholder wish to attend the AGM contact: [!UKALLDITeam2@computershare.co.uk](mailto:UKALLDITeam2@computershare.co.uk).

**GENERAL**

The quorum for the AGM is two Shareholders present in person or by proxy entitled to vote at the AGM. In the event that a quorum is not achieved the AGM will be adjourned until the same time on 25 October 2022, and the adjourned AGM will be held at the same place as the original meeting.

Shareholders are requested to complete and return the relevant Form of Proxy or Form of Instruction whether or not they intend to attend the AGM. These forms can be returned to Computershare by post using the enclosed pre-paid envelope.

If you have any queries regarding the AGM please contact Computershare Investor Services during normal business hours on +44 370 702 0000. Please note that Computershare Investor Services can only give procedural advice in relation to the AGM and is not authorised to provide investment advice.