

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS OF LABEL'VIE

Dear Shareholders,

You are hereby invited to attend the Annual General Meeting of LABEL'VIE Company, a Public Limited Company with a capital of 289,395,700 Dirhams. The meeting will take place at the company's administrative headquarters located in Skhirat, rural commune of Assabah, prefecture of Skhirat Temara, Ouled Othmane, National Road No. 1, on :

June 3, 2024 at 10:00 AM

For the purpose of deliberating on the following agenda :

- * Reports of the Board of Directors and the Statutory Auditors on the accounts for the fiscal year ended December 31, 2023, approval of said reports
- * Special report of the Statutory Auditors on transactions covered by Article 56 of Law 17.95 as amended and supplemented by Law 20-05; Approval of transactions concluded or executed during the fiscal year ;
- * Approval of the annual social and consolidated financial statements
- * Discharge to the directors and the statutory auditors
- * Allocation of profits
- * Approval of the appointment of a new director
- * Renewal of the mandate of a director
- * Renewal of the mandate of a statutory auditor
- * Appointment of a new statutory auditor
- * Powers to be conferred
- * Various questions

It is to be noted that shareholders may attend this Annual General Meeting upon simple proof of identity. To this end, owners of bearer shares must deposit or have their bank send to the head office, prior to the Annual General Meeting, certificates attesting to their registration with an authorized financial intermediary, and owners of registered shares must have been previously registered, either in pure form or administered form, prior to the Annual General Meeting.

Shareholders meeting the conditions required by Article 121 of Law No. 17-95 on public limited companies as amended and supplemented (the «Law») and holding the required stake under Article 117 of said Law, have a period of 10 days from the publication of this notice to request the inclusion of draft resolutions on the agenda of this Annual General Meeting. Their requests must reach the head office by registered letter with acknowledgment of receipt.

The documents required by law are made available to shareholders at the head office and at the address of the meeting.

A shareholder may be represented by another shareholder holding a proxy, by their spouse, or by an ascendant or descendant, as well as by any legal entity whose corporate purpose is the management of securities portfolios.

It is specified that in accordance with the provisions of the third paragraph of Article 122 of the Law, this notice of meeting shall serve as a summons in the event that no request for the inclusion of draft resolutions on the agenda of this Annual General Meeting has been received under the conditions of Article 121 of the Law.

The draft resolutions to be submitted to this Annual General Meeting, as determined by the Board of Directors, are as follows :

**ANNUAL ORDINARY GENERAL MEETING OF JUNE 3, 2024
DRAFT RESOLUTIONS**

FIRST RESOLUTION

The General Meeting, having heard the reading of the management report of the Board of Directors and the general report of the Statutory Auditors, approves said reports in their entirety, the financial statements and the social and consolidated accounts as at December 31, 2023 as presented and resulting in a net accounting profit, social accounts, of 160,942,521.85 DH.

It also approves the transactions reflected in these accounts or summarized in these reports

SECOND RESOLUTION

The General Meeting, having heard the reading of the special report of the Statutory Auditors on transactions covered by Article 56 of Law 17-95 as amended and supplemented, takes note of it and approves the transactions concluded or executed during the fiscal year.

THIRD RESOLUTION

In consequence of the adoption of the above resolution, the General Meeting gives discharge to the Directors and the Statutory Auditors for the performance of their mandates for the year 2023.

FOURTH RESOLUTION

The General Meeting approves, upon proposal of the Board of Directors, the following allocation of profits :

Net accounting profit		160 942 521,85 DH
Carried forward from previous years	(+)	258 175 013,19 DH
Legal reserve	(-)	0.00 DH
Balance		<u>419 17 535,04 DH</u>
Distribution of dividends	(-)	<u>280 000 000,00 DH</u>
Total to carried forward account		139 117 535,04 DH

It decides consequently to distribute a global dividend of two hundred eighty million dirhams (280,000,000.00 DH), payable on July 1, 2024, representing a per-share dividend of 96.75 DHS and to allocate the undistributed balance to the carried forward account, amounting to 139,117,535.04 DH.

FIFTH RESOLUTION

The General Meeting, upon proposal of the Board of Directors, approves the appointment, as director, for a term of six (06) years, of :

- Mrs Natasha BRAGINSKY MOUNIER.

Her term will expire on the date of the Ordinary General Meeting called to approve the accounts for the fiscal year ended December 31, 2029.

SIXTH RESOLUTION

The General Meeting, upon proposal of the Board of Directors, decides to renew for a term of six (06) years, the mandate of :

- SANLAM ASSURANCES, as director, represented by Mr. Yahia CHRAIBI

His term will expire at the end of the Ordinary General Meeting which will approve the accounts for the fiscal year ended December 31, 2029.

SEVENTH RESOLUTION

The General Meeting, upon proposal of the Board of Directors, decides to renew, for a term of three (03) years, the mandate of the statutory auditor :

- WORLD CONSEIL AUDIT firm, represented by Mr. Omar SEKKAT.

His term will expire at the end of the Ordinary General Meeting which will approve the accounts for the fiscal year ended December 31, 2026.

EIGHTH RESOLUTION

The General Meeting notes the expiration of the mandate of the statutory auditor CROW, represented by Mr. Adib BENBRAHIM, and decides to appoint for a term of three (03) years, as statutory auditor::

- COOPERS AUDIT MAROC firm, represented by Mr. Abdellah LAGHCHAOUI.

His term will expire at the end of the Ordinary General Meeting which will approve the accounts for the fiscal year ended December 31, 2026.

NINTH RESOLUTION

The General Meeting grants all powers to the holder of an original copy, an excerpt, or an extract of these minutes to carry out all legal formalities.

THE BOARD OF DIRECTORS