

NOTICE OF ANNUAL MEETING



Notice is hereby given that the Annual Meeting of the shareholders of Caudan Development Limited will be held at its registered office, 8th floor, Dias Pier, Le Caudan Waterfront, Port Louis on Thursday 20th December 2018 at 11hrs, for the following purposes:

- 1 To consider the annual report for the year ended 30th June 2018.
- 2 To receive the auditors' report.
- 3 To consider and approve the group's and company's financial statements for the year ended 30th June 2018.
- 4 To re-elect as directors of the company the following persons, who retire from office and being eligible, offer themselves for re-election in accordance with the Constitution of the company:
 - › Mrs Catherine Fromet de Rosnay*
 - › Mr Gilbert Gnany*
 - › Mr René Leclézio*
 - › Mrs Jocelyne Martin*
 - › Mrs Seedha Lutcheemee Nullatemby*
 - › Mr Bernard Yen*
- 5 To re-elect Mr Bertrand de Chazal* to hold office as director of the company until the next Annual Meeting in accordance with section 138(6) of the Companies Act 2001 and the Constitution of the company.
- 6 To elect as directors of the company, Mr Assad Abdullatiff* and Mrs Stéphanie de la Hogue* who were appointed by the board of directors on 6th April 2018.
- 7 To elect Mr Jean-Philippe Coulier** as director of the company.
- 8 To fix the directors' remuneration.
- 9 To appoint Messrs BDO & Co as auditors of the company until the next Annual Meeting and to authorise the board of directors to fix their remuneration.

By order of the Board

Jocelyne Martin

Company Secretary

26th November 2018

* The profiles of directors proposed for re-election are available in the annual report 2018.

** Profile of the proposed new director

Mr Jean-Philippe Coulier is the holder of a 'Diplôme d'Études Supérieures en Droit' and 'Diplôme de l'Institut d'Études Politiques de Paris' (France). During his career, he has accumulated extensive experience in the banking sector, having worked for the Société Générale Group for some 40 years, where he has assumed a range of high-level responsibilities, acting as director, chief operating officer and chief executive officer in its various offices based worldwide. Before his retirement from Société Générale in early 2013, he was the vice chairman and managing director of the National Société Générale Bank in Cairo, Egypt. He was appointed director of The Mauritius Commercial Bank Ltd in 2012 and held the chairmanship from 2014 to 2018. He is also a board member of MCB Forward Foundation, a subsidiary of MCB Group Ltd.

A member entitled to attend the meeting may appoint a proxy to attend and vote on his/her behalf. The instrument appointing a proxy shall be deposited at MCB Registry and Securities Limited, 9th Floor, MCB Centre, Sir William Newton Street, Port Louis, not less than **twenty four hours** before the day fixed for the meeting.

The minutes of proceedings of the Annual Meeting of shareholders held on 22nd December 2017 are available for inspection at the company's registered office, 8th floor, Dias Pier, Le Caudan Waterfront, Port Louis.

For the purpose of this meeting and in compliance with Section 120 of the Companies Act 2001, the shareholders who are entitled to receive the notice of meeting shall be those whose names are registered in the company's register as at 26th November 2018.

This notice is issued pursuant to listing rule 11.16.

The Board of Directors of Caudan Development Limited accepts full responsibility for the accuracy of the information contained in this notice.