



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 19th December 2019 at 11hrs, for the following purposes:

1. To consider the annual report for the year ended 30th June 2019.
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 2019.
4. To re-elect as directors of the company, by way of separate resolutions, the following persons, who retire from office and being eligible, offer themselves for re-election in accordance with the Constitution of the company:
 - I. Mr Assad Abdullatiff*
 - II. Mrs Catherine Fromet de Rosnay*
 - III. Mr Gilbert Gnany*
 - IV. Mrs Stéphanie de la Hogue*
 - V. Mr René Leclézio*
 - VI. Mrs Jocelyne Martin*
 - VII. Mrs Seedha Lutcheemee Nullatemby*
 - VIII. Mr Bernard Yen*
5. To re-elect, by way of separate resolutions, the following persons to hold office as directors 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:
 - I. Mr Bertrand de Chazal*
 - II. Mr Jean-Philippe Coulier*
6. To elect as director of the company, Mr Philippe Raffray** who was appointed by the board of directors on 28th June 2019.
7. To fix the directors' remuneration.
8. To appoint Ernst & Young 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
MCB Group Corporate Services Ltd
Company Secretary
20th November 2019

** The profiles of directors proposed for re-election are available in the annual report 2019.*

*** Profile of the proposed new director*

Mr Philippe Raffray holds a BA in Politics from the University of York and a Masters degree in Marketing Management from the University of Lancaster (UK). He had an international career spanning over 35 years with L'Oreal in Europe, Africa and Asia. He developed 'emerging markets' sales and marketing strategies as General Manager of the FMCG Divisions in South Africa, India and Indonesia. He was then appointed Country Managing Director of the L'Oreal hubs in South Africa, Ukraine and finally Morocco and the Maghreb. He retired from L'Oreal in June 2019 and joined the Board of Caudan Development Ltd on the 28th June 2019.

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 Ltd, Raymond Lamusse Building, 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 20th December 2018 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 20th November 2019.

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.