

# NOTICE OF MEETING

## NEW MAURITIUS HOTELS LIMITED

Reference is made to the Annual Meeting of New Mauritius Hotels Limited initially convened for 20 March 2020 and which had to be cancelled due to the confinement measures in force in Mauritius at that time.

Following the lifting of the confinement measures, notice is hereby given that the Annual Meeting of Ordinary shareholders of New Mauritius Hotels Limited will now be held at Hennessy Park Hotel, 65 Cybercity Ebene on **30 July 2020 at 10.30 a.m.**, to transact the following business:

### AS ORDINARY BUSINESS

1. To consider the Integrated Annual Report for the year ended 30 September 2019.
2. To receive the report of the auditors of the Company.
3. To consider and approve the audited financial statements of the Company for the year ended 30 September 2019.  
**Ordinary Resolution**  
*"Resolved that the audited financial statements of the Company for the year ended 30 September 2019 be hereby approved."*
4. To elect Mr Marie Maxime Hector Espitalier-Noël who retires by rotation in accordance with Section 23.6 of the Company's Constitution and, being re-eligible, offers himself for re-election.  
**Ordinary Resolution**  
*"Resolved that Mr Marie Maxime Hector Espitalier-Noël be hereby re-elected as Director of the Company in accordance with Section 23.6 of the Company's Constitution."*
5. To elect Mr François Roland Venin who retires by rotation in accordance with Section 23.6 of the Company's Constitution and, being re-eligible, offers himself for re-election.  
**Ordinary Resolution**  
*"Resolved that Mr François Roland Venin be hereby re-elected as Director of the Company in accordance with Section 23.6 of the Company's Constitution."*
6. To reappoint Mr Joseph René Herbert Maingard Couacaud, who is over the age of 70 years, to continue to hold office as a Director of the Company until the next Annual Meeting of the Company under Section 138 (6) of The Companies Act 2001.  
**Ordinary Resolution**  
*"Resolved that Mr Joseph René Herbert Maingard Couacaud be hereby reappointed as Director of the Company to hold office until the next Annual Meeting of the Company."*
7. To reappoint Mr Sunil Kishore Banymandhub, who is over the age of 70 years, to continue to hold office as a Director of the Company until the next Annual Meeting of the Company under Section 138 (6) of The Companies Act 2001.  
**Ordinary Resolution**  
*"Resolved that Mr Sunil Kishore Banymandhub be hereby re-appointed as Director of the Company to hold office until the next Annual Meeting of the Company."*
8. To take note of the automatic reappointment of BDO & Co. as auditors under Section 200 of The Companies Act 2001 and to authorise the Board to fix their remuneration.  
**Ordinary Resolution**  
*"Resolved that the Board of Directors be authorised to fix the remuneration of BDO & Co. who are being automatically appointed as auditors of the Company under Section 200 of The Companies Act 2001."*

### AS SPECIAL BUSINESS

9. To cancel the dividend of Rs 0.15 per ordinary share declared by the Board on 7 February 2020, due to the unforeseeable and unprecedented economic impact caused by the COVID-19 pandemic (the 'Pandemic') on the Mauritian and global tourism industry, coupled with the significant adverse effects of the Pandemic on the Company's financial position.  
**Special Resolution**  
*"Resolved that, due to the unforeseeable and unprecedented economic impact caused by the Pandemic on the Mauritian and global tourism industry, coupled with the significant adverse effects of the Pandemic on the Company's financial position, the dividend of Rs 0.15 per ordinary share declared by the Board on 7 February 2020, be and is hereby cancelled and not legally payable by the Company."*
10. Shareholders' Question Time.

**Note:** *The profiles and categories of the Directors proposed for re-election/reappointment are set out on pages 78 to 79 of the Integrated Annual Report 2019.*

By order of the Board

Preety Gopaul, ACIS  
For ENL Secretarial Services Limited  
Company Secretary

### 03 July 2020

*A shareholder of the Company entitled to attend and vote at this meeting may appoint a proxy, whether a shareholder or not, to attend and vote on his/her behalf or may cast his vote by post.*

*The appointment of proxy must be made in writing on the attached form, and the document deposited at the registered office of the Company, Beachcomber House, Botanical Garden Street, Curepipe, Mauritius, not less than twenty-four hours before the meeting is due to take place.*

*The notice for casting a postal vote must be made in writing on the attached form, and the document deposited at the registered office of the Company, Beachcomber House, Botanical Garden Street, Curepipe, Mauritius, not less than forty-eight (48) hours before the time fixed for holding the meeting..*

*For the purpose of this annual meeting, the Directors have resolved, in compliance with Section 120(3) of the Companies Act 2001, that the shareholders entitled to receive notice of the meeting and attend such meeting shall be those shareholders whose names are registered in the share register of the Company as at 1 July 2020.*

*The Annual Meeting is an important day in the calendar as it enables the Board to engage with its shareholders on a range of matters concerning the business of the meeting. In addition, it provides a valuable forum for shareholders to ask questions. We are closely monitoring the evolution of the Covid-19 in Mauritius. If it becomes necessary or appropriate to make further changes to the arrangements for the holding of the Annual Meeting, we will ensure that shareholders are given as much notice as possible. Please watch our website for any update or contact our Share Registry on + 230 6019279.*

*In case Government imposes restrictions on the permitted size of gatherings, access to the Annual Meeting may be limited to number of shareholders on a first come basis. Shareholders are encouraged to exercise their right to vote at the annual meeting by casting a postal vote (postal vote form enclosed).*

*The Annual Report of the Company is available on the Company's website: [www.beachcomber.com](http://www.beachcomber.com)*

*This Notice is issued pursuant to Rule 14(a) of the Securities (Disclosure Obligations of Reporting Issuers) Rule 2007.*

*The Board of New Mauritius Hotels Limited accepts full responsibility for the accuracy of the information contained in this Notice.*