



# MFD Group Limited

Freeport Zone 5, Mer Rouge, Port Louis

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## **NOTICE OF MEETING**

Notice is hereby given that the Annual Meeting of Shareholders of MFD Group Limited ('the Company') will be held at its Registered Office, Freeport Zone 5, Mer Rouge, Port Louis on Wednesday 26 August 2020 at 11.00 a.m. to transact the following business:

1. To adopt the minutes of proceedings of the last Annual Meeting of Shareholders held on 15 May 2019.
2. To consider the Annual Report for the year ended 31 December 2019.
3. To receive the report of Messrs PricewaterhouseCoopers, the auditors of the Company.
4. To consider and approve the audited financial statements of the Company for the year ended 31 December 2019.

### **Ordinary Resolution**

*"Resolved that the audited financial statements of the Company for the year ended 31 December 2019 be hereby approved."*

5. To elect Mr Sheo Gujadhur who retires by rotation in accordance with Section 21.5bis of the Company's constitution and being re-eligible, offers himself for re-election.

### **Ordinary Resolution**

*"Resolved that Mr Sheo Gujadhur be hereby re-elected as Director of the Company in accordance with Section 21.5bis of the Company's Constitution."*

6. To elect Mr François Dalais who retires by rotation in accordance with Section 21.5bis of the Company's constitution and being re-eligible, offers himself for re-election.

### **Ordinary Resolution**

*"Resolved that Mr François Dalais be hereby re-elected as Director of the Company in accordance with Section 21.5bis of the Company's Constitution."*

7. To elect Mr Norbert Dentressangle who retires by rotation in accordance with Section 21.5bis of the Company's constitution and being re-eligible, offers himself for re-election.

### **Ordinary Resolution**

*"Resolved that Mr Norbert Dentressangle be hereby re-elected as Director of the Company in accordance with Section 21.5bis of the Company's Constitution."*



8. To approve BDO & CO as auditors of the Company in replacement of Messrs PricewaterhouseCoopers under Section 202 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 appointed as auditors of the Company under Section 202 of the Companies Act 2001.”*

**Note:** *The profiles and categories of the directors proposed for re-election/reappointment are set out on pages 8 to 12 of the Annual Report 2019.*

By order of the Board

Executive Services Limited  
Company Secretary

*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 should be deposited at the registered office of the Company Secretary, Executive Services Limited, 2<sup>nd</sup> Floor, Les Jamalacs Building, Vieux Conseil Street, Port Louis not less than twenty four hours before the time fixed for holding of 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 25 June 2020.*

*This Notice is issued pursuant to Rule 14(a) of the Securities (Disclosure Obligations of Reporting Issuers) Rule 2007. The Board of MFD Group Limited accepts full responsibility for the accuracy of the information contained in this Notice.*

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