



STOCK EXCHANGE OF MAURITIUS

Communiqué: Restructuring of Rogers & Company Ltd and ENL Limited

Notice is hereby given that the Listing Executive Committee of the Stock Exchange of Mauritius Ltd (SEM) has approved an application submitted in the context of a proposed restructuring of **Rogers & Company Ltd (RCL)** and **ENL Limited (ENL)**, which will entail the following:

- (i) The listing of 367,435,964 Ordinary Shares of NewENLRogers Ltd on the Official Market of the SEM by way of an introduction;
- (ii) The listing of 48,526,680 additional Ordinary A shares of ENL, to be issued as consideration for the acquisition of Rogers Corporate Services Ltd; and
- (iii) The listing of 119,462,607 additional Ordinary Shares of NewENLRogers Ltd, to be issued as consideration for the acquisition of the minority interests in RCL, following which RCL and Rogers Consolidated Shareholding Limited shall amalgamate with and into NewENLRogers Ltd.

The above approval has been granted subject to the Scheme of Arrangement being sanctioned by the Supreme Court and the special resolutions for the implementation of the scheme of arrangement being approved by the shareholders of RCL and ENL.

Dealings in the shares of RCL on the Official Market shall be suspended as from market close on 26 June 2025 and shall be subsequently withdrawn as from market close on 14 July 2025. In the event that the Court Order sanctioning the scheme is not received at latest on 27 June 2025, dealings in the shares of RCL shall be reinstated on the next business day. Any changes to these dates shall be communicated by the SEM.

The documents relating to the Scheme of Arrangement are available on the website of the SEM (www.stockexchangeofmauritius.com) and at the registered offices of RCL and ENL, situated at ENL House, Vivéa Business Park, Moka.

21 April 2024