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# Shareholder's Corner

Notice of Annual Meeting

Proxy Form

# Notice of Annual Meeting

Notice is hereby given that the Annual Meeting of the Shareholders of IBL Ltd will be held at l'ibeloise, 6<sup>th</sup> Floor, IBL House, Caudan Waterfront, Port Louis on Thursday, 6 December 2018 at 9.30 hours to transact the following business:

## AGENDA

1. To consider the Integrated Report for the year ended 30 June 2018.
2. To receive the report of Messrs. Deloitte, the Auditors on the audited financial statements of IBL Ltd for the year ended 30 June 2018.
3. To consider and adopt the Group's and Company's audited financial statements of IBL Ltd for the year ended 30 June 2018.

### Ordinary Resolution

"Resolved that the audited financial statements of IBL Ltd for the year ended 30 June 2018 be hereby approved."

4. To elect as Director of IBL Ltd Mr. Benoit Lagesse, who has been nominated by the Board and who offers himself for election.

### Ordinary Resolution

"Resolved that Mr. Benoit Lagesse be and is hereby elected as Director of IBL Ltd."

5. To elect as Director of IBL Ltd Mr. Jean-Claude Béga, who has been nominated by the Board and who offers himself for election.

### Ordinary Resolution

"Resolved that Mr. Jean-Claude Béga be and is hereby elected as Director of IBL Ltd."

6. To re-elect by rotation, on the recommendation of the Board, Mr. Arnaud Lagesse, who offers himself for re-election as Director of IBL Ltd.

### Ordinary Resolution

"Resolved that Mr. Arnaud Lagesse be and is hereby re-elected as Director of IBL Ltd."

7. To re-elect by rotation, on the recommendation of the Board, Mr. Hugues Lagesse, who offers himself for re-election as Director of IBL Ltd.

### Ordinary Resolution

"Resolved that Mr. Hugues Lagesse be and is hereby re-elected as Director of IBL Ltd."

8. To re-elect by rotation, on the recommendation of the Board, Mr. Jean-Pierre Lagesse, who offers himself for re-election as Director of IBL Ltd.

### Ordinary Resolution

"Resolved that Mr. Jean-Pierre Lagesse be and is hereby re-elected as Director of IBL Ltd."

9. To re-elect by rotation, on the recommendation of the Board, Mr. Thierry Lagesse, who offers himself for re-election as Director of IBL Ltd.

### Ordinary Resolution

"Resolved that Mr. Thierry Lagesse be and is hereby re-elected as Director of IBL Ltd."

# Notice of Annual Meeting

10. To fix the remuneration of the Directors of IBL Ltd for the year ending 30 June 2019 and to ratify the fees paid to the Directors for the year ended 30 June 2018.

### Ordinary Resolution

"Resolved that the remuneration of the Directors of IBL Ltd for the year ending 30 June 2019 be fixed and the fees paid to the Directors for the year ended 30 June 2018 be hereby ratified."

11. To appoint, on the recommendation of the Board, Messrs. Ernst & Young as Auditors of the Company for the ensuing year and to authorise the Board to fix their remuneration.

### Ordinary Resolution

"Resolved that Messrs. Ernst & Young be appointed as Auditors of the Company for the ensuing year and that the Board be and is hereby authorised to fix the remuneration of the auditors."

12. To ratify the remuneration paid to the Auditors for the year ended 30 June 2018.

### Ordinary Resolution

"Resolved that the remuneration paid to the Auditors for the year ended 30 June 2018 be and is hereby ratified."

By Order of the Board



Doris Dardanne, FCIS  
Per IBL Management Ltd  
Company Secretary

21 November 2018

## Notes:

- 1) A shareholder of the Company entitled to attend and vote at this meeting may appoint a proxy of his/her own choice to attend and vote on his/her behalf. A proxy need not be a member of the Company.
- 2) The instrument appointing a proxy or any general power of attorney shall be deposited at the Share Registry and Transfer Office of the Company, MCB Registry & Securities Ltd, Sir William Newton Street, Port Louis, by Wednesday, 5 December 2018 at 9.30 hours and in default, the instrument of proxy shall not be treated as valid.
- 3) 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 who are entitled to receive notice of the meeting shall be those shareholders whose names are registered in the share register of the Company as at 6 November 2018.
- 4) The minutes of the Annual Meeting to be held on 6 December 2018 will be available for consultation and comments during office hours at the registered office of the Company, IBL House, Caudan Waterfront, Port Louis from 1 February to 15 February 2019.

# Proxy Form

I/We, ..... of ....., being a member / members of IBL Ltd, do hereby appoint: ..... of ..... or failing him/her, ..... of ..... or failing him/her the Chairman of the Meeting, as my/our proxy to vote for me/us and on my/our behalf at the Annual Meeting of the Company to be held at l'beloise, 6<sup>th</sup> Floor, IBL House, Caudan Waterfront, Port Louis on Thursday, 6 December 2018 at 9.30 hours and at any adjournment thereof.

I/We desire my/our vote(s) to be cast on the Ordinary Resolutions as follows:

		FOR	AGAINST	ABSTAIN
1.	To consider the Integrated Report for the year ended 30 June 2018			
2.	To receive the report of Messrs. Deloitte, the Auditors on the audited financial statements of IBL Ltd for the year ended 30 June 2018			
3.	To consider and adopt the Group's and Company's audited financial statements of IBL Ltd for the year ended 30 June 2018			
4.	To elect as Director of IBL Ltd Mr. Benoit Lagesse, who has been nominated by the Board and who offers himself for election			
5.	To elect as Director of IBL Ltd Mr. Jean-Claude Béga, who has been nominated by the Board and who offers himself for election			
6.	To re-elect by rotation, on the recommendation of the Board, Mr. Arnaud Lagesse, who offers himself for re-election as Director of IBL Ltd			
7.	To re-elect by rotation, on the recommendation of the Board, Mr. Hugues Lagesse, who offers himself for re-election as Director of IBL Ltd			
8.	To re-elect by rotation, on the recommendation of the Board, Mr. Jean-Pierre Lagesse, who offers himself for re-election as Director of IBL Ltd			
9.	To re-elect by rotation, on the recommendation of the Board, Mr. Thierry Lagesse, who offers himself for re-election as Director of IBL Ltd			
10.	To fix the remuneration of the Directors of IBL Ltd for the year ending 30 June 2019 and to ratify the fees paid to the Directors for the year ended 30 June 2018			
11.	To appoint, on the recommendation of the Board, Messrs. Ernst & Young as Auditors of the Company and to authorise the Board to fix their remuneration			
12.	To ratify the remuneration paid to the Auditors for the year ended 30 June 2018			

Signed this ..... day of ..... 2018.

.....  
Signature(s)

Notes:

- 1) A member of the Company entitled to attend and vote at this meeting may appoint a proxy of his/her own choice to attend and vote on his/her behalf. A proxy need not be a member of the Company.
- 2) Please mark in the appropriate box how you wish to vote. If no specific direction as to voting is given, the proxy will be entitled to vote or abstain from voting as he/she thinks fit.
- 3) The instrument appointing a proxy or any general power of attorney, duly signed, shall be deposited at the Share Registry and Transfer Office of the Company, MCB Registry & Securities Ltd, Sir William Newton Street, Port Louis, by Wednesday, 5 December 2018 at 9.30 hours and in default, the instrument of proxy shall not be treated as valid.