

NOTICE OF MEETING

Notice is hereby given that the Annual Meeting of the Shareholders of MCB Group Limited will be held at the MCB Ltd Auditorium, 3rd Floor, MCB St Jean, St Jean Roundabout, Quatre Bornes on Wednesday 9th December 2020 at 10.30 am.

AGENDA

1. To consider the Annual Report of the Company for the year ended 30th June 2020.
2. To receive the Auditors' report.
3. To consider and approve the Group's and the Company's Financial Statements for the year ended 30th June 2020.
4. To re-elect as Director of the Company Mr Pierre Guy Noël who retires by rotation and, being eligible, offers himself for re-election in accordance with the Constitution of the Company.
5. To re-elect as Director of the Company Mr Alain Rey who retires by rotation and, being eligible, offers himself for re-election in accordance with the Constitution of the Company.
6. To re-elect Mr Jean-Jacques Dupont de Rivalz de St Antoine who retires by rotation and, being eligible, offers himself for re-election in accordance with the Constitution of the Company and with Section 138 (6) of the Companies Act 2001 to hold office as Director of the Company until the next Annual Meeting of Shareholders.
7. To elect Mr Jean-Philippe Coulier as Director of the Company and in accordance with Section 138 (6) of the Companies Act 2001 to hold office as Director of the Company until the next Annual Meeting of Shareholders, in replacement of Mr Jean-Louis Mattei.
8. To elect Mr Stephen Davidson as Director of the Company in replacement of Mr Sunil Banyamandhub.
9. To fix the Directors' remuneration.
10. To appoint Deloitte as auditors of the Company for the financial year ending 30th June 2021 and to authorise the Board of Directors to fix their remuneration.

BY ORDER OF THE BOARD

MCB Group Corporate Services Ltd

Company Secretary
13th November 2020

Notes:

1. In accordance with the Practice Directions recently issued by the Registrar of Companies on the sending of Annual Reports, we wish to inform you that the Annual Report 2020 of the Company can be viewed on the Company's website www.mcbgroup.com.
Shareholders may request a hard copy of the Annual report to the Company Secretary by sending (i) an email on corporateservices@mcbgcs.mu or (ii) a letter on the following address: **MCB Group Corporate Services Ltd, 6th floor, MCB Centre, Sir William Newton Street, Port Louis.**
2. Should you be unable to attend the Meeting, you are entitled to appoint a proxy to attend and vote in your stead. A proxy need not be a member of the Company. All instruments appointing a proxy must be deposited at MCB Registry & Securities Ltd, Raymond Lamusse Building, Sir William Newton Street, Port Louis, not later than twenty-four hours before the day fixed for the holding of the meeting.
3. For the purpose of this meeting and in compliance with Section 120 of the Companies Act 2001, the shareholders who are entitled to receive notice and attend the meeting shall be those shareholders whose names are registered in the Company's register as at 10th November 2020.
4. The minutes of proceedings of the Annual Meeting of Shareholders held on 15th November 2019 are available for inspection at the Registered Office of the Company during normal office hours.