

NOTICE OF ANNUAL MEETING

to the shareholders of CIEL Limited



Notice is hereby given that the annual meeting of the shareholders ("the Meeting") of CIEL Limited ("the Company") will be held on **20 December 2021 at 14:00 hours** at the registered office of the Company, **5th Floor, Ebène Skies, rue de l'Institut, Ebène** to transact the following business in the manner required for passing ordinary resolutions:

1. To receive, consider and approve the Group's and Company's audited financial statements for the financial year ended 30 June 2021, including the annual report and the auditor's report, in accordance with section 115(4) of the Companies Act 2001.
2. To authorise, in accordance with section 138(6) of the Companies Act 2001, Mr. Marc Ladreit de Lacharrière to continue to hold office as a director until the next annual meeting of the shareholders of the Company.
3. To authorise, in accordance with section 138(6) of the Companies Act 2001, Mr. Xavier Thiéblin to continue to hold office as a director until the next annual meeting of the shareholders of the Company.
4. To authorise, in accordance with section 138(6) of the Companies Act 2001, Mr. M. A. Louis Guimbeau to continue to hold office as a director until the next annual meeting of the shareholders of the Company.
- 5-16. To re-elect, as directors of the Company to hold office until the next annual meeting of the shareholders of the Company, the following persons who offer themselves for re-election (as separate resolutions):

5. Mr. P. Arnaud Dalais	11. Mr. Pierre Danon
6. Mr. Sébastien Coquard	12. Mr. L. J. Jérôme De Chasteauneuf
7. Mr. Guillaume Dalais	13. Mr. Roger Espitalier Noël
8. Mr. Jean-Pierre Dalais	14. Mr. J. Harold Mayer
9. Mr. Marc Dalais	15. Mrs. Catherine McIlraith
10. Mr. R. Thierry Dalais	16. Mr. Jean-Louis Savoye
17. To take note of the automatic re-appointment of PricewaterhouseCoopers Ltd as auditor of the Company for the financial year ending 30 June 2022, in accordance with section 200 of the Companies Act 2001 and to authorise the board of directors of the Company to fix their remuneration.
18. To ratify the remuneration paid to the auditor for the financial year ended 30 June 2021.

By Order of the Board

CLOTHILDE DE COMARMOND, ACIS
Per CIEL Corporate Services Ltd
Group Company Secretary

29 October 2021

Notes:

- (a) A shareholder of the Company is entitled to attend and vote at the Meeting and may appoint a proxy, whether a member or not, to attend and vote in his/hers/its stead. A proxy need not be a shareholder of the Company. Proxy Forms should be deposited at the Company's Share Registry & Transfer Office, MCB Registry & Securities Limited, Ground Floor, Raymond Lamusse Building, 9-11 Sir William Newton Street, Port Louis, not less than 24 hours before the Meeting, and in default, the instrument of proxy shall not be treated as valid.
- (b) Postal votes should reach the Company's Share Registry & Transfer Office, Ground Floor, Raymond Lamusse Building, 9-11 Sir William Newton Street, Port Louis, not less than 48 hours before the Meeting, and in default, the postal vote shall not be treated as valid.
- (c) A proxy form and postal vote are available at the Registered Office of the Company.
- (d) For the purpose of this Meeting, the shareholders who are entitled to receive notice and attend such Meeting shall be those shareholders whose names are registered in the share register of the Company as at 22 November 2021.
- (e) The minutes of the Annual Meeting held on 18 December 2020 are available for consultation by the shareholders during normal trading office hours, at the Registered Office of the Company.
- (f) The profiles and categories of Directors proposed for appointment and re-election are set out under the corporate governance section of the annual report.

This Notice is issued pursuant to Listing Rule 11.16 and Rule 14(a) of the Securities (Disclosure Obligations of Reporting Issues) Rules 2007. The Board of Directors of CIEL Limited accepts full responsibility for the accuracy of the information contained in this notice. Arrangements shall be made so that the holding of the Meeting be in conformance with the prevailing sanitary protocols.

BRN : C06000717