

Notice of Annual Meeting

Notice is hereby given that the Annual Meeting of the Shareholders of **Cavell Touristic Investments Ltd** ('the Company') will be held at The Terrace, Terra's Head Office, Beau Plan Business Park, Pamplemousses, Mauritius on **Friday 20th December 2024** at **15:00** hours

Agenda:

1. To note that the Annual Report and Audited Financial Statements of the Company for the year ended 30th June 2024 are not yet ready for adoption and that, once finalised and approved by the Board, they shall be submitted for approval at a further special meeting called by the Board.
2. To authorise the Board of Directors to fix the remuneration of the External Auditors, BDO & Co, who have expressed their willingness to continue to act as External Auditors of the Company and are automatically reappointed.

Ordinary Resolution : *"Resolved that the Board of Directors is authorised to fix the remuneration of the External Auditors, BDO & Co, who have expressed their willingness to continue to act as External Auditors of the Company and are automatically reappointed"*

3. To re-elect as Directors of the Company by way of separate resolutions the following Directors, appointed under section 22.4 of the Company's constitution, who are eligible and who offer themselves for re-election:
 - (i) Mrs Ferial Aumeerally
 - (ii) Miss Marie Virginie Duvivier
 - (iii) Mr. Claude Pierre Nicolas Eynaud
 - (iv) Mr. Marie Donald Henri Harel
 - (v) Mr. Louis Denis Koenig
 - (vi) Mr. Nicolas Marie Edouard Maigrot
 - (vii) Mr. Bhoonesh Pandea

Ordinary Resolution: *"Resolved that the following persons be and are hereby re-elected as Directors of the Company (as separate resolutions):*

- (i) Mrs Ferial Aumeerally
- (ii) Miss Marie Virginie Duvivier
- (iii) Mr. Claude Pierre Nicolas Eynaud
- (iv) Mr. Marie Donald Henri Harel
- (v) Mr. Louis Denis Koenig
- (vi) Mr. Nicolas Marie Edouard Maigrot
- (vii) Mr. Bhoonesh Pandea."

4. To elect as Director of the Company Mr. Jean-Michel Colin, in replacement of Mr. Jean-Philippe Desvaux de Marigny.

Ordinary Resolution: *"Resolved that Mr Jean-Michel Colin be and is hereby elected as Director of the Company."*

By order of the Board of Directors



Sophie Gellé, ACG(CS)
Box Office Ltd
Company Secretary

Dated this 19.11.2024

P.T.O.

Note:

- i. A shareholder of the Company, entitled to attend and vote at this meeting, may appoint a proxy to attend and vote in his / her stead.
- ii. A proxy needs not be a member of the Company.
- iii. A proxy form is included in the document.
- iv. To be effective,
 - For individuals: the instrument of proxy and a power of attorney or other authority, if any, under which it is signed and a notarially certified copy of that power of attorney or authority;
 - For corporations: the instrument appointing a proxy and an extract of resolution of its Directors or other governing bodymust be deposited at the Secretary of the Company at C/o Box Office Ltd, 2nd Floor Palm Square, 90906 La Mivoie, Tamarin, Mauritius not less than 24 hours before the time scheduled for the meeting, i.e. by **Thursday 19th December 2024 at 15:00 hours**.
- v. For the purpose of this Annual Meeting, the Directors have resolved that, in compliance with Section 120 of the Companies Act 2001, the shareholders entitled to receive notice and vote at the Annual Meeting shall be those registered on the share registry of the Company on **Friday 22nd November 2024**.
- vi. A short C.V. of Mr Jean-Michel Colin can be found below.

Jean Michel Colin (43)

Fellow Member of the Association of Chartered Certified Accountants (FCCA)

Certificate in Strategic Management (HEC Paris)

With over 20 years of experience, Jean Michel began his career in 2004 in the real estate sector in London. He later joined BDO & Co in Mauritius in 2006, in the Audit and Transaction division and provided services across Mauritius and Africa. In 2012, he became CFO & COO at Forges Tardieu, overseeing finance and operations in both Mauritius and Africa. Jean Michel went on to serve as Group CFO at Harel Mallac in 2019, followed by a tenure as Group CFO at Rogers Hospitality in 2020 before joining Terra in October 2024 in the same capacity.

Cavell Touristic Investments Ltd

Proxy Form

I/We, of
being shareholders of the above-named Company, do hereby appoint
 of
 failing him/her
of
 or the Chairperson as my/our proxy to vote for me/us at the meeting
 of the Company to be held on Friday 20th December 2024 at 15:00 hours and at any adjournment thereof.

I/We direct my/our vote in the following manner:

AS ORDINARY BUSINESS

We direct my/our proxy to vote in the following manner (please vote with a tick):

	FOR	AGAINST	ABSTAIN
2. Resolved that the Board of Directors is authorised to fix the remuneration of the External Auditors, BDO & Co, who have expressed their willingness to continue to act as External Auditors of the Company and are automatically reappointed.			
3. Resolved that the following persons be and are hereby re-elected as Directors of the Company (as separate resolutions): (i) Mrs Feriel Aumeerally (ii) Miss Marie Virginie Duvivier (iii) Mr. Claude Pierre Nicolas Eynaud (iv) Mr. Marie Donald Henri Harel (v) Mr. Louis Denis Koenig (vi) Mr. Nicolas Marie Edouard Maigrot (vii) Mr. Bhoonesh Pandeia.			
4. Resolved that Mr Jean-Michel Colin be and is hereby elected as Director of the Company.			

Signed this.....day of 2024

Signature:

Notes:

- * A member of the Company, entitled to attend and vote at the Annual Meeting, may appoint a proxy (whether a member or not) to attend and vote in his/her stead.
- * Please mark in the appropriate box how you wish to vote. If no specific direction as to voting is given, the proxy will exercise his/her discretion as to how he/she votes.

Proxy forms must reach the Secretary of the Company at **C/o Box Office Ltd, 2nd Floor Palm Square, 90906 La Mivoie, Tamarin, Mauritius** not less than 24 hours before the time scheduled for the meeting, i.e. by **Thursday 19th December 2024 at 15:00 hours** (being the last business day before the meeting) at latest.