

Cavell Touristic Investments Ltd

NOTICE PURSUANT TO SECTION 246(4)(B) OF THE COMPANIES ACT 2001

Further to the cautionary announcement dated 10 June 2025 whereby the shareholders of Cavell Touristic Investments Ltd ("**CTIL**") were informed of the proposed amalgamation of CTIL with and into Terra Hospitality and Leisure Ltd ("**THLL**"), a wholly owned subsidiary of Terra Mauricia Ltd (the "**Amalgamation**"), the board of directors of CTIL (the "**Board**") hereby gives notice to the public and more specifically to its shareholders and creditors, as well as to any person to whom CTIL may be under an obligation of the following:

- (a) The proposed amalgamation of CTIL and THLL to continue as one company which shall be THLL.
- (b) The Board resolved on 11 August 2025 to recommend to its shareholders the Amalgamation.
- (c) A special resolution for the purpose of approving the Amalgamation will be proposed at a Special Meeting of the shareholders of CTIL on 30 September 2025.
- (d) The Amalgamation will be effected in accordance with sections 244 to 246 and 248 of the Companies Act 2001. When the Amalgamation takes effect, the shares of CTIL shall not be converted into shares of THLL and all shareholders of CTIL shall instead receive a cash consideration of MUR 50.00 per share from THLL, as the Amalgamated Company.
- (e) If the Amalgamation is approved, CTIL shall be removed from the register of companies maintained by the Registrar of Companies and THLL will continue as the Amalgamated Company in terms of Part XVI of the Companies Act 2001.
- (f) The effective date of the Amalgamation has been set for 31 October 2025.
- (g) Copies of the Amalgamation Proposal are available for inspection by any shareholder or creditor of CTIL or any person to whom CTIL is under an obligation, at its registered office at Beau Plan Business Park, Pamplemousses 21001, Mauritius during normal business hours.
- (h) A shareholder or creditor of CTIL or any person to whom CTIL is under an obligation will be supplied free of charge with a copy of the Amalgamation Proposal upon request.
- (i) The board of directors of CTIL is of the opinion that the Amalgamation is in the best interests of CTIL and is satisfied that THLL, as the Amalgamated Company shall, immediately after the Amalgamation becomes effective, satisfy the solvency test.

By order of the board

**Box Office Ltd
Secretary**

This 11 August 2025

This notice is issued pursuant to Section 246(4)(b) of the Companies Act 2001.

The board of directors of CTIL accepts full responsibility for the accuracy of the information contained in this notice.