

## MAURITIUS INSTITUTE OF DIRECTORS

### NOTICE OF ANNUAL MEETING OF MEMBERS

Notice is hereby given that the Annual Meeting of Members of the MAURITIUS INSTITUTE OF DIRECTORS (the “Company”) will be held at Signal Mountain View Room, Les Suites, The Docks 2, Port Louis, Mauritius on **26<sup>th</sup> September 2024** commencing at **10.00 hours** to transact the following business:

#### ORDINARY RESOLUTIONS:

1. To consider the Annual Report 2024 of the Company;
2. To receive the report of HLB APPAVOO & ASSOCIATES, the external auditors of the Company;
3. To consider and adopt the audited financial statements of the Company for the year ended 30<sup>th</sup> June 2024;

#### **ORDINARY RESOLUTION I.**

“RESOLVED THAT the audited financial statements of the Company for the financial year ended 30<sup>th</sup> June 2024 be hereby adopted.”

4. To re-appoint, by way of separate resolutions, as Directors of the Company to hold office until the next Annual Meeting, the persons listed at II. To VIII below<sup>1</sup>, who offer themselves for re-election;

#### **ORDINARY RESOLUTIONS II. TO VIII.**

“RESOLVED THAT the following persons be hereby re-appointed as Directors of the Company.”

- II. Anuradha (Vimi) APPADOO
- III. Dev Harish HURKOO
- IV. Mohamad Fardeen JEETOO
- V. Shalini JUGESSUR
- VI. Sashi Kumar (Roshan) KOONJA
- VII. Thiwantee (Pooja) RAMGUTTY
- VIII. Caleyvarny (Kevina) TAKOORDYAL

5. To appoint, as Director of the Company, the person listed at IX below<sup>1</sup>, who has been recommended for election by the Board of Directors of the Company:

#### **ORDINARY RESOLUTION IX.**

“RESOLVED THAT the following person be hereby appointed as Director of the Company.”

- IX. Sarawon PUDDOO

6. To appoint, by way of separate resolutions, as Directors of the Company, the persons listed at X. to XII. below<sup>2</sup>, who have been recommended for election by the Board of Directors of the Company:

#### **ORDINARY RESOLUTION X TO XII.**

“RESOLVED THAT the following persons be hereby appointed as Directors of the Company.”

- X. Anusha DABEE-RAMPHUL
- XI. Stéphane LANGLOIS

XII. Tony Lim Tat Voon LIONG KEE

7. To re-appoint HLB APPAVOO & ASSOCIATES as auditors of the Company to hold office until the next Annual Meeting of Members and to authorise the Board of Directors to fix their remuneration;

**ORDINARY RESOLUTION XIII.**

“RESOLVED THAT HLB APPAVOO & ASSOCIATES be hereby re-appointed as auditors of the Company to hold office until the next Annual Meeting of Members and to authorise the Board of Directors to fix their remuneration.”

**SPECIAL RESOLUTION:**

8. To revoke the existing Constitution of the Company and to adopt a new Constitution.

**SPECIAL RESOLUTION I.**

“RESOLVED THAT the existing Constitution of the Company dated 25<sup>th</sup> September 2014 be revoked and THAT a new Constitution be adopted in replacement of the existing Constitution”.

**BY ORDER OF THE BOARD,**

**Navitas Corporate Services Ltd**  
*Company Secretary*

21<sup>st</sup> August 2024

**Notes:**

- (a) A member of the Company entitled to attend and vote at this meeting may:
- **Either** appoint a proxy being a member, to attend and vote on his/her behalf ;
  - **Or** cast his/her vote by post.
- (b) The instrument appointing the proxy should reach the Company Secretary by post or by email, not less than 24 hours before the start of the Annual Meeting of Members (i.e. **at latest on the 25<sup>th</sup> September 2024 at 10.00 hours**) and the notice for casting a postal vote must be made in writing on the attached form and should reach the Company Secretary by post or by email, not less than 48 hours before the start of the Annual Meeting of Members (i.e. **at latest on the 24<sup>th</sup> September 2024 at 10.00 hours**) at the address below:
- By post:* Mrs. Vidou Seetaram  
Navitas Corporate Services Ltd  
Navitas House  
Robinson Road  
Floréal
- By email:* [vseetaram@navitascorporate.com](mailto:vseetaram@navitascorporate.com)
- (c) The Constitution of the Company is available for consultation online on the Company's website [www.miod.mu](http://www.miod.mu) or in hard copy at the offices of the Company Secretary at Navitas Corporate Services Ltd, Navitas House, Robinson Road, Floréal, Mauritius.

*Footnote 1: The profile and categories of the Directors proposed for re-appointment are set out on pages 24 to 27 of the Annual Report 2024 and on the website [www.miod.mu](http://www.miod.mu).*

*Footnote 2: The short profile of each Director proposed for appointment is found hereunder.*

**Me. Anusha Dabee-Ramphul**

I am a qualified Barrister, called to the Bar of South Australia, England and Wales and Mauritius with over 15 years of experience nationally and internationally, reflecting my global acumen and international exposure. With a robust background in corporate governance, strategic planning, and a deep commitment to advancing professional standards in boardrooms, I am passionate about directorship positions. Having practiced as an in-house lawyer in the largest conglomerates in Mauritius, namely IBL and CIEL, I have developed a specialized practice in corporate and commercial law across a diverse range of sectors including in the healthcare sector, pharmaceuticals, energy, hospitality, textiles, financial services, property amongst others.

I am well versed on the legal requirements applicable to companies in Mauritius and alive of the business realities faced by directors in Mauritius and internationally. Throughout my career where I have been instrumental in advising on complex legal matters, I have honed my ability and acumen in providing prompt practical commercially sound legal advice to a particular issue.

My experience as a litigator during my tenancy at Benoit Chambers where I was involved in complexed commercial cases and transactions and advised a cross-section of high-profile national and international clients across various industries have been instrumental in my career.

My present role as Senior Legal Advisor at IBL have further sharpened my ability to provide practical legal advice to complexed issues across meaningful sectors of the economy.

My extensive legal experience through both litigation and advisory work throughout my career combined with a strategic and pragmatic approach that I strive to adopt would undoubtedly equip me with the relevant skills to add value to the proceedings of the board of the MIOD and provide insightful governance and legal oversight on matters of importance to the company.

**Mr. Stéphane Langlois**

With 35 years of experience in accounting, finance, internal audit and business administration; Stéphane has built his career within well-established organisations in Mauritius.

He started his professional journey at Ernst & Young before moving to West East Limited (F.U.E.L. Group) in 1994, and was promoted Group Financial Accountant in 1998. From 2001 to 2016, he worked within the Eclasia Group of Companies (Food & Allied) as Internal Audit Manager before taking up in 2006 the positions of General Manager of MADCO, in 2010 Corporate Manager of M&D Corporate Services and in 2012 Finance and Administration Director of Circus Group. In 2016 he joined Omnicane Management & Consultancy Limited as Finance and Administration Executive – Industrial cluster. In September 2018, he was appointed Chief Finance Officer of Rogers Aviation (Mauritius) Ltd.

He acted as Secretary of Audit & Risks Committees of listed companies and Director of some private companies since 2004. Presently Director of 13 private companies in Mauritius, Madagascar, South Africa, and Mozambique.

Born in 1969, Stéphane is a Fellow member of the Association of Chartered Certified Accountant, holds a Master of Business Administration from the Edinburgh Business School – Heriot Watt University, Fellow of the Mauritius Institute of Directors and member of the Mauritius Institute of Professional Accountant.

**Lim Tat Voon LIONG KEE (Tony Lim)**

Tony Lim is the Managing Director of Swan Forex Ltd (formerly Cim Forex Ltd), a role he has held since October 2014. With over thirty-five years of professional experience, Tony has established a distinguished career in financial management and corporate leadership.

Over the past two decades, Tony has been integral to the Cim Group, serving in various senior roles including Group Financial Controller, General Manager-Finance, and eventually Managing Director of Cim Forex Ltd. His tenure at Cim Group has equipped him with a deep knowledge and expertise in financial management, capital and debt structuring, and treasury management amongst others.

Before joining the Cim Group, Tony held senior managerial positions across diverse sectors such as textiles, retail, and services. This extensive background has provided him with a broad perspective and hands-on experience in various operational environments.

Following the acquisition of Cim Forex Ltd by the Swan Group in July 2022, Tony seamlessly transitioned to Swan Forex Ltd, continuing his impactful leadership under the new ownership.

Tony Lim is a Fellow of the Association of Chartered Certified Accountants (ACCA), underscoring his commitment to the highest standards of professional excellence.