

## OMNICANE LIMITED (the 'Company')

# Notice of Annual General Meeting

Notice is hereby given that the **98<sup>th</sup> Annual Meeting** of the members of the Company will be held in the conference room of Holiday Inn Mon Trésor on **28 June 2024 at 10 a.m.** to transact the following business:

1. To consider and approve the Annual Report including the audited financial statements for the year ended 31 December 2023.
2. to 5. To re-appoint as Directors the following persons who retire by rotation in terms of Clause 20.5 of the Constitution and, being eligible, offer themselves for re-election (as separate resolutions):
  2. **Mr Jimmy TONG SAM**
  3. **Mr Jacques M. D'UNIENVILLE, gosk**
  4. **Mr Nelson MIRTHIL**
  5. **Mr Harold MAYER**
6. To re-appoint as directors, Ms Maheswarae MADHUB and Mrs Madoobala JEETAH, of whom appointed as directors since the last annual meeting, retire in terms of the Constitution and, being eligible, offer themselves for re-election.
7. To fix for the period starting from 1 January 2024 and ending 31 December 2024, the fees of (i) the Directors of the Company at MUR 25,000 per month and MUR 7,500 per Board sitting; and (ii) the Chairperson of the Company at MUR 250,000 per month and MUR 15,000 per Board sitting, pursuant to clause 22.1.1.1 of the new constitution of the Company.
8. To re-appoint RSM (Mauritius) as auditors until the conclusion of the next Annual Meeting of the Company and to authorise the Board to fix their remuneration.

A member entitled to attend and vote is entitled to appoint a proxy to attend, speak and vote in his/her stead. The proxy need not be a member of the Company but the proxy forms should reach the Company's registered office: **2<sup>nd</sup> Floor, Omnicane House, Mon Trésor Business Gateway, New Airport Access Road, Plaine Magnien** not less than twenty-four hours before the time for holding the meeting.

By order of the Board



**Eddie AH CHAM, FCCA**  
for Omnicane Management & Consultancy Limited  
Company Secretary

24 May 2024

### 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 2023 of the Company can be viewed on the Company's website [www.omnicane.com](http://www.omnicane.com).
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 the registered office of the Company; **2<sup>nd</sup> Floor, Omnicane House, Mon Trésor Business Gateway, New Airport Access Road, Plaine Magnien** 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 31 May 2024.
4. The minutes of proceedings of the Annual Meeting of Shareholders held on 25 May 2023 are available for inspection at the Registered Office of the Company during normal office hours.

# Profile of Directors

## PROPOSED FOR RE-ELECTION/ELECTION/RE-APPOINTMENT

**Jimmy TONG SAM**  
Non-Executive Chairperson  
Appointed to the Board in 2018

Jimmy Tong Sam qualified as a Fellow Chartered Accountant (FCA) from the Institute of Chartered Accountants in England and Wales (ICAEW) in 1994 and then as an Expert-Comptable in Luxembourg. He also holds a bachelor's degree in Mathematics from Bristol University, UK. He first started with Royal Dutch Shell in Mauritius and Djibouti and is now the founder partner of Auren Luxembourg SARL, located in Luxembourg.

**Jacques M. D'UNIENVILLE, GOSK**  
Chief Executive Officer  
Appointed to the Board in 2001

Jacques M. d'Unienville holds a Bachelor's degree in Commerce from the University of Cape Town. Prior to joining Société Usinière du Sud (SUDS) as Chief Executive Officer in 2005, he was the Managing Director of Société de Traitement et d'Assainissement des Mascareignes. He has held office as Chief Executive Officer of MTMD (now Omnicane Limited) from 1 April 2007. He is the Chairperson of Omnicane Thermal Energy Operations (La Baraque) Limited and Omnicane Thermal Energy Operations (St Aubin) Limited, Omnicane Milling Operations Limited and is a director of Beau Vallon Hospitality Ltd and the Union Sugar Estates Co. Ltd. He is a board member of several sugar sector institutions in Mauritius and was the President of the Mauritius Sugar Producers Association in 2005, 2006, 2009, 2010 and was re-elected President in 2015.

**Nelson MIRTHIL**  
Chief Finance Officer  
Appointed to the Board in 2008

Nelson Mirthil is a Fellow Member of the Association of Chartered Certified Accountants (FCCA). He started his career in the Audit Department of De Chazal du Mée (now BDO & Co.) before joining Ernst & Young, where he was promoted to Audit Manager. He gained broad financial experience through his involvement in mergers, acquisitions and special assignments in Africa. He has also acted as Fund Manager of the Mauritius Development Investment Trust (MDIT), a listed investment company. Mr Mirthil joined Omnicane in 2003 as Chief Finance Officer. He is a board member of various companies within the Group, the main ones being Omnicane Milling Operations Limited, Omnicane Thermal Energy Operations (La Baraque) Limited, Omnicane Bio-Ethanol Operations Limited, Airport Hotel Ltd, and the Sugar Insurance Pension Fund.

**Harold MAYER**  
Non-Executive Director  
Appointed to the Board in 2019

J. Harold Mayer holds a Bachelor Degree in Commerce from the University of the Witwatersrand. He is a member of the South African Institute of Chartered Accountants. He began his career as the Head of Finance at New Island Clothing in 1990 and as General Manager of Aquarelle Clothing Ltd in 1995. Presently, J. Harold Mayer holds the position of Executive Director at CIEL Textile Ltd. Mr Mayer joined the board of Omnicane Limited in late June 2019. In October 2020, he was appointed as Chairperson of Omnicane Limited. In October 2021, he was appointed Director at Air Mauritius Limited.

**Madoobala JEETAH**  
Non-Executive Director  
Appointed to the Board in 2023

Mrs Madoobala Jeetah, OSK, has more than 20 years of experience in the insurance sector and currently works as a financial advisor in the financial industry. In March 2020, she was ranked as Officer of the Order of Star and Key of the Indian Ocean (OSK) for her contribution in the social field. Mrs Jeetah has previously been a Board member of the National Women Council and also Chairperson of the Moka Flacq Women Regional Committee for more than 12 years.

**Maheswaree MADHUB**  
Non-Executive Director  
Appointed to the Board in 2023

Ms Maheswaree Madhub is currently the Senior Chief Executive of the Ministry of Social Integration, Social Security and National Solidarity. She holds a BSc Major in Biochemistry and Botany from the Australian National University, a Diploma in Public Administration and Management from the University of Mauritius and a Certificate on "La Bonne Gouvernance et Réforme de l'État" from Institut Administration Publique/l'École Nationale d'Administration.

She started her career in the Public Service in 1988 as Assistant Secretary. She has wide experience in the Public Service, having served in the following Ministries, namely: Ministry of Agriculture and Natural Resources, Office of the President, Ministry of Finance and Economic Development, Prime Minister's Office (External Communications Division) and Cabinet Office, Ministry of Industrial Development, SMEs and Cooperatives and Ministry of Housing and Land Use Planning. She has served as Supervising Officer to the Ministry of Health and Wellness and Ministry of Agro-Industry and Food Security. She has also served as Secretary to the Electoral Supervisory Commission and Electoral Boundaries Commission and has served as Chairperson/Director in a number of Statutory Bodies and Government owned organisations.