

Proxy Form

I/We.....

of.....

being shareholder/shareholders of Ascencia Limited (the 'Company') hereby appoint

Mr/Mrs/Ms

of.....

or failing him/her the Chairman of the Special Meeting of Shareholders of the Company to be held in the 'Educator' boardroom, 4th floor, Voilà Hotel, Bagatelle Mall, Reduit, on Wednesday 30 October 2019 immediately after the Annual Meeting of Shareholders held on the same day as my/our proxy to attend and vote for me/us and on my/our behalf at the said Special Meeting of Shareholders of the Company, and any adjournment thereof, and that my/our vote(s), on the resolutions set out below, be cast as follows:

I/We desire my/our vote(s) to be cast on the resolutions set out below as follows:

Resolutions

For **Against** **Abstain**

I **SPECIAL RESOLUTION**

Resolved that the Constitution of the Company be hereby amended by deleting clause 21.1, which reads as follows: "The Board shall consist of not less than four (4) and not more than twelve (12) Directors" and inserting in its place the following new clause 21.1:

"The Board shall consist of not less than four (4) and not more than fourteen (14) Directors."

II **ORDINARY RESOLUTION**

Resolved that, subject to the Special Resolution being passed, Mrs. Belinda Vacher be appointed as director of the Company.

By order of the Board
Company Secretary

13 September 2019

Signed this day of 2019.

Signature(s)

- Note 1:** A shareholder of the company entitled to attend and vote at this meeting may appoint a proxy, whether a shareholder of the Company or not, to attend and vote on his/her/its behalf.
- Note 2:** The proxy form appointing a proxy should reach the Company Secretary, Ascencia Limited, 5th floor, Rogers House, No. 5, President John Kennedy Street, Port Louis by Tuesday 29 October 2019 at 11h30.
- Note 3:** If the proxy form appointing a proxy is returned without an indication as to how the proxy shall vote on any particular resolution, the proxy will exercise his/her discretion as to whether, and if so, how he/she votes.

A short profile of Mrs. Belinda Vacher is set out hereunder.

VACHER, Belinda

Qualifications

- Master in Business Administration and a BSc (Hons) Finance, both from the University of Mauritius
- Certificate in Business Accounting
- Chartered Institute of Management Accountants (CIMA)

Experience

- Belinda has extensive experience in corporate finance, valuation, investment appraisal, investor relations, fund management, capital raising, project management and business development.