

# Corporate Resolution

NAME OF SHAREHOLDER COMPANY: .....  
WRITTEN RESOLUTION IN LIEU OF HOLDING A BOARD MEETING [IN ACCORDANCE WITH ARTICLE ..... OF THE CONSTITUTION OF THE COMPANY/AS PER SECTION 7 OF THE EIGHTH SCHEDULE OF THE COMPANIES ACT 2001] – DATED THIS .....

We, the undersigned, being directors of .....  
[Name of the shareholder company], who at the date of this written resolution are entitled to attend and vote at a Board meeting of the Company, hereby certify that the following written resolution, for entry in the Minutes Book of the Company has been delivered to and approved by us.

Resolved that Mr/Mrs/Ms .....  
or failing him/her, the Chairman of the Special Meeting of Shareholders to be held in the 'Educator' boardroom, 4<sup>th</sup> floor, Voilà Hotel, Bagatelle Mall, Réduit on Wednesday, 30 October 2019 immediately after the Annual Meeting of Shareholders held on the same day, be authorised to act as the representative of the company and to vote on its behalf at the said Special Meeting of Shareholders of Ascencia Limited and any adjournment thereof and that its vote, on the resolutions set out below, be cast as follows:

## Resolutions

	For	Against	Abstain
<b>I SPECIAL RESOLUTION</b> 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 as follows:  "The Board shall consist of not less than four (4) and not more than fourteen (14) Directors."	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
<b>II ORDINARY RESOLUTION</b> Resolved that, subject to the Special Resolution being passed, Mrs. Belinda Vacher be appointed as director of the Company.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

By order of the Board  
Company Secretary  
**13 September 2019**

**Director** .....

**Director** .....

**Director** .....

**Director** .....

**Director** .....

**Note 1:** A shareholder of the company entitled to attend and vote at this meeting may appoint a representative by way of a corporate resolution, in the case of a shareholder company, whether a shareholder of the Company or not, to attend and vote on his/her/its behalf.

**Note 2:** The corporate resolution appointing a representative 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 corporate resolution appointing the representative is returned without an indication as to how the representative shall vote on any particular resolution, the representative 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.