



## Notice of Meeting to Shareholders

Notice is hereby given that the Annual Meeting of Shareholders of MUA Ltd ('the Company') will be held at the Registered Office of the Company, 4 Léoville L'Homme Street, Port-Louis, Mauritius, on Friday 6 December 2024 at 10h00 hours, to transact on the following business:

### Agenda

1. To take note that, due to the delay encountered in the implementation of the new accounting standards, IFRS 17, applicable to insurers, the annual report 2023 is not ready to be submitted to the approval of the shareholders at the annual meeting to be held on Friday 6 December 2024, [please refer to note (a)].
2. To re-appoint under separate resolution the following persons as directors of the Company:
  - a) Brian AH CHUEN
  - b) Bruno de FROBERVILLE
  - c) Olivier de GRIVEL
  - d) Joerg WEBER
3. To appoint Mrs. Nelly BROSSARD as director of the Company [please refer to note (g)].
4. To appoint Mrs. Sheila UJODHA as director of the Company [please refer to note (h)].
5. To appoint Mrs. Namita HARDOWAR as director of the Company [please refer to note (i)].
6. In accordance with Section 138(6) of the Companies Act 2001 to re-appoint Mr. Alfred BOUCKAERT as director of the Company.
7. In accordance with Section 138(6) of the Companies Act 2001 to re-appoint Mr. Dominique GALEA as director of the Company.
8. In accordance with Section 138(6) of the Companies Act 2001 to re-appoint Mr. Mushtaq OOSMAN as director of the Company.
9. To take note of the automatic reappointment of PricewaterhouseCoopers ('PwC') as external auditors of the Company in compliance with Section 200 of the Companies Act 2001 and to authorize the Board of Directors to fix their remuneration.
10. Shareholders' question time

By order of the Board  
**ECS Secretaries Ltd**  
**per Marie-Anne Adam, ACG**  
Company Secretary

25 October 2024

## Notes:

- (a) The Annual Report 2023 will be presented for approval by the shareholders at a special meeting, which will be convened as soon as practicable after the Board of Directors has approved the Annual Report 2023.
- (b) A member of the Company, entitled to attend and vote at this Meeting, may appoint a proxy (whether a shareholder or not) to attend and vote on his behalf, or may cast his vote by post. If no specific direction as to voting is given, the proxy will exercise his/her discretion as to how he/she votes.
- (c) Any power of attorney appointing a proxy shall be deposited with the share registry, SBM Fund Services Ltd, Level 3, Lot 15A3, Hyvec Business Park, Wall Street, Ebene Cybercity 72201, Mauritius at latest on Thursday 5 December 2024 at 10h00 hours and in default, the instrument of proxy shall not be treated as valid.
- (d) The notice for casting a postal vote must be made in writing on the attached form and shall be deposited with the share registry, SBM Fund Services Ltd, Level 3, Lot 15A3, Hyvec Business Park, Wall Street, Ebene Cybercity 72201, Mauritius at latest on Wednesday 4 December 2024 at 10h00 hours, and in default, the notice of postal vote shall not be treated as valid.
- (e) For the purpose of this Meeting, the Directors have resolved, in compliance with section 120 of the Companies Act 2001, that the shareholders who are entitled to receive notice and attend the Meeting, shall be those shareholders whose names are registered in the share register of the Company as at 7 November 2024.
- (f) The minutes of proceedings of the Annual Meeting of MUA Ltd held on 20 June 2023 are available to its shareholders for inspection at the Registered Office during normal trading office hours.
- (g) The board of directors appointed Mrs. Nelly BROSSARD as independent director of the Company on the 24 August 2023 until the forthcoming annual meeting to be held on 6 December 2024 where, as recommended by the Corporate Governance, Nomination and Remuneration Committee and by the Board of Directors, her appointment will be proposed to the shareholders of the Company. The profile of Mrs. Nelly BROSSARD can be found below:

Independent Non-Executive Director

Citizen and Resident of France  
Born in 1970

Appointed: August 2023

Qualifications: Master in Marketing 1994 and in Management 1993 - University of Paris I Panthéon-Sorbonne

### Skills & Experience:

- Over 25 years professional experience in different types of structures - brokerage, start-ups, mutuals, insurance companies -with a common thread: development, innovation, e-commerce, digital, and marketing;
- Held various positions in Marketing, Digital & Communication: Marketing and Communication Director of Protegys (now Wakam) from 2000 to 2004, Marketing and Digital Director of MAIF (from 2016 to 2018), Marketing and Distribution Director of Group Groupama (from 2014 to 2016);
- Was Chief Executive Officer of Amaguiz / Amaline assurances, a Group Groupama subsidiary from 2010 to 2014 and Deputy Chief Executive Officer of Mutuelle des Motards from 2018 to 2020;
- Now Consultant and Advisor in the insurance sector and member the board of "College Assurtech de France Fintech"; and
- Currently holds position on Boards outside Mauritius.

Board Committee memberships: none.

Directorship in other listed companies: none.

**Notes:**

- (h) The board of directors appointed Mrs. Sheila UJODHA as independent director of the Company on the 1 September 2023 until the forthcoming annual meeting to be held on 6 December 2024 where, as recommended by the Corporate Governance, Nomination and Remuneration Committee and by the Board of Directors, her appointment will be proposed to the shareholders of the Company. The profile of Mrs. Sheila UJODHA can be found below:

Independent Non-Executive Director

Citizen and Resident of Mauritius  
Born in 1971

Appointed: September 2023

Qualifications: BSc (Hons) in Accounting; Fellow of the Association of Chartered Certified Accountants and member of the Mauritius Institute of Directors and the Mauritius Institute of Professional Accountants.

Skills and Experience: Mrs. Ujoodha is the Chief Executive Officer of the Mauritius Institute of Directors, with 24 years of hands-on experience in internal audit, risk management, corporate governance and process improvement on both the local and international market. She was previously the Managing Director of SmarTree Consulting Ltd and Chief Risk & Audit Executive of Rogers and CIM Group.

Board Committee memberships: Audit Committee, Corporate Governance, Nomination & Remuneration Committee (Chairperson).

Directorships in other listed companies: Innodis Ltd, Vivo Energy Mauritius, Alteo Limited and United Docks Ltd.

- (i) The board of directors appointed Mrs. Namita HARDOWAR as independent director of the Company on the 1 September 2024 until the forthcoming annual meeting to be held on 6 December 2024 where, as recommended by the Corporate Governance, Nomination and Remuneration Committee and by the Board of Directors, her appointment will be proposed to the shareholders of the Company. The profile of Mrs. Namita HARDOWAR can be found below:

Independent Director  
Citizen and Resident of Mauritius

Qualifications: BSc (Hons) in Management, MSc in HR (Distinction), University of Mauritius, Certification in Public Sector Reforms, University of Wellington, New Zealand  
Fellow Member of Mauritius Institute of Directors.

Skills & Experience:

- Held several posts in both the private and public sectors, having worked at Air Mauritius Ltd, CIEL Group, CMH Continent Ltee, Mauritius Institute of Training and Development, and the Financial Services Commission.
- Currently Co-Founder and Managing Director of Institutional Expert Services, engaged in management consulting and capacity building.
- Holds Director position in private non listed companies and is a Director on the COMESA Business Council.
- Past President of the MCCl, ex-Board member of Business Mauritius and Past President of Association Mauricienne des Femmes Chefs d'Entreprises.

Board Committee memberships: none.

Directorships in other listed companies: None.