

IN THE SUPREME COURT OF MAURITIUS  
(Bankruptcy Division)

In the matter of:  
**Ex Parte**

**C-CARE (MAURITIUS) LTD**

And in the matter of:

**THE COMPANIES ACT 2001**

**NOTICE**

**To a Special Meeting of Ordinary Shareholders of C-CARE (MAURITIUS) LTD to consider:  
SCHEME OF ARRANGEMENT  
Under section 261 and following of the Companies Act 2001**

Notice is hereby given that by an Order dated 19 June 2025 (the "**Order**"), the Supreme Court (Bankruptcy Division) has directed a Special Meeting to be convened of the holders of the ordinary shares in C-Care (Mauritius) Ltd (the "**Company**") for the purpose of considering and, if thought fit, approving with or without modification, a Scheme of Arrangement (the "**Scheme**") proposed to be made between the Company, and the holders of ordinary shares in the Company and that such meeting shall be held on **Thursday 24 July 2025, at 9.30 am** at the registered office of the Company, 5<sup>th</sup> Floor, Ebène Skies, Rue de l'Institut, Ebène.

A copy of the Explanatory Letter, the Scheme, the Order and the Proxy required to be furnished, are enclosed herewith.

Any shareholder may attend the Special Meeting and vote thereat either in person or by proxy.

The resolutions to be voted by the shareholders of the Company are set out in **Schedule 1** hereto and the Supreme Court has fixed the threshold for approving the Scheme to be the same as for a special resolution, that is to say, approved by a majority of 75% of the votes of those shareholders present, entitled to vote and voting on the Scheme.

The Court has appointed, Mr. Guillaume Dalais, director of the Company to be the Chairperson of the Special Meeting, and in his absence alternatively Mr. Yougendranath (Yogesh) Kissoondary, director of the Company, to report the results of the said Special Meeting to the Supreme Court upon presentation of the Petition to sanction the Scheme.

The Scheme shall be subject to the subsequent approval of the Supreme Court by way of a Petition.

This 25 June 2025



**Reshma Curpen, ACG**  
For and on behalf of  
CIEL Corporate Services Ltd  
Company Secretary

**Notes:**

1. Should you be unable to attend the Special Meeting, you are entitled to appoint a proxy (a copy of the proxy form has been enclosed and is also available on the website of the Company, <https://c-care.com/mu/investors-corner>, as well as at the registered office of the Company, 5<sup>th</sup> Floor, Ebène Skies, Rue de l'Institut, Ebène) to attend and vote in your stead.
2. A proxy needs not be a member of the Company. Proxy forms should be deposited at the Share Registry and Transfer Office of CCM, MCB Registry & Securities Ltd, Ground Floor, Raymond Lamusse Building, 9-11, Sir William Newton Street, Port Louis not less than twenty-four (24) hours before the time fixed for holding the Special Meeting and in default, the instrument of proxy shall not be treated as valid.
3. For the purpose of this Special Meeting and in compliance with Section 120 of the Companies Act 2001, the ordinary shareholders who are entitled to receive the notice of the Special Meeting shall be those whose names are registered in the Company's register as at 25 June 2025.

# **SCHEDULE 1 - RESOLUTIONS**

## **SPECIAL MEETING OF ORDINARY SHAREHOLDERS 24 July 2025**

The shareholders will be required to vote on the following Resolutions (capitalised terms having the same definition as in the Scheme) by way of special resolutions:

1. to approve the Scheme;
2. that subject to First Resolution being approved, reduction of the stated capital and reserves of CCM by the net value of the purchased shares by CCM, be and is hereby approved; and
3. that subject to the Second Resolution being approved, the amendment of constitution of the Company from a public company to a private company, be and is hereby approved.