

Notice of Special Meeting of Shareholders of Medine Limited

Notice is hereby given that a Special Meeting of the Shareholders of Medine Limited (the “**Company**”) will be held at 5 Uniciti Office Park, Rivière Noire Road, Bambous on Tuesday 25 June 2019 at 10.00 a.m., to consider and if thought fit, to adopt the following resolutions as special resolutions:

Agenda

To approve the cancellation of admission of the Company on the Development & Enterprise Market

Special Resolutions

1. “That the cancellation of admission of the shares of the Company on the Development & Enterprise Market (“**DEM**”) be and is hereby approved”;
2. “That the board of directors of the Company be and is hereby authorised to take all actions as may be required to give effect to the above resolution and to take the necessary actions to implement the migration from the DEM to the Official Market of the Stock Exchange of Mauritius Ltd”.

A shareholder of the Company may appoint a proxy to attend and vote on his/her behalf. The instrument appointing the proxy must be deposited at 4 Uniciti Office Park, Rivière Noire Road, Bambous, not less than twenty-four hours before the meeting.

By order of the Board



Patricia Goder
Company Secretary

03 June 2019

Note: A circular addressed to the shareholders of the Company as well as the proxy form are annexed to this notice in Annex 1 and Annex 2 respectively.



Annex 1

Circular to shareholders of Medine Limited

The board of directors of the Company (the “**Board**”) has approved the cancellation of the admission of the Company on the Development & Enterprise Market (“**DEM**”) on 09 May 2019. Such cancellation is subject to a special resolution of the shareholders of the Company in accordance with the rule 37.1 of the DEM and is deemed to occur on or around 31 July 2019.

The reason for seeking the cancellation is to enable the Company to simultaneously make an application for the listing of its shares on the Official Market (“**Official Market**”) of the Stock Exchange of Mauritius Ltd (“**SEM**”). Accordingly, once the Listing Division of the SEM has granted its approval in relation to the migration, the shares of the Company will be listed and traded on the Official Market.

This migration (i) will help in providing more visibility on the Company; (ii) may be more attractive to potential investors than on the DEM; (iii) may provide more liquidity to shareholders and (iv) would be more adapted to an entity of the size of the Company.



Annex 2

MEDINE LIMITED

PROXY FORM

I/We,..... of being a shareholder/shareholders of Medine Limited (the “**Company**”), hereby appoint of or failing him/her..... of, as my/our proxy to vote for me/us and on my/our behalf at the **Special Meeting of the Shareholders** of the Company to be held at 5 Uniciti Office Park, Rivière Noire Road, Bambous, on Tuesday 25 June 2019 at 10.00 a.m. and at any adjournment thereof.

I/We desire my /our vote(s) to be cast on the **Special Resolutions** as follows (please vote with a tick):

SPECIAL RESOLUTIONS		FOR	AGAINST	ABSTAIN
1.	“That the cancellation of admission of the shares of the Company on the Development & Enterprise Market (“ DEM ”) be and is hereby approved”;			
2.	“That the board of directors of the Company be and is hereby authorised to take all actions as may be required to give effect to the above resolution and to take the necessary actions to implement the migration from the DEM to the Official Market of the Stock Exchange of Mauritius Ltd”.			

Signed this day of.....2019

.....

Signature(s)

Notes:

1. A member may appoint a proxy of his own choice.
2. If the appointor is a corporation, this form must be under its common seal or under the hand of some officer or attorney duly authorised in that behalf.
3. In the case of joint holders, the signature of any one holder will be sufficient, but the names of all the joint holders should be stated.
4. If this form is returned without any indication as to how the person appointed proxy shall vote, he will exercise his discretion as to how he votes or whether he abstains from voting.
5. To be valid, this form must be completed and deposited at the registered office of the Company, 4 Uniciti Office Park, Rivière Noire Road, Bambous 90203, not less than twenty-four hours before the time fixed for holding the meeting or adjourned meeting.