

Cimfinance >>

Building
RESILIENCE

Integrated Report 2022

NOTICE OF ANNUAL MEETING

TO THE SHAREHOLDERS OF CIM FINANCIAL SERVICES LTD

Notice is hereby given that the Annual Meeting of Shareholders of CIM Financial Services Ltd (the "Company") will be held Ground Floor, Cim House, c/r Edith Cavell & Mère Barthélemy streets, Port Louis on 29 March 2023 at 09:30 hours to transact the following business:

1. To consider the Company's Annual Report for 2022.
2. To receive the Auditors' report for the year ended 30 September 2022.
3. To consider and approve the Company's audited financial statements for the year ended 30 September 2022.

Ordinary Resolution I

"Resolved that the Company's audited financial statements for the year ended 30 September 2022 be hereby approved."

4. To re-elect Mr Timothy TAYLOR¹ as Director of the Company to hold office until the next Annual Meeting in accordance with Section 138 (6) of the Companies Act 2001.

Ordinary Resolution II

"Resolved that Mr Timothy TAYLOR be hereby re-elected as Director of the Company to hold office until the next Annual Meeting in accordance with Section 138 (6) of the Companies Act 2001."

5. To re-elect Mr Louis Amédée DARGA¹ as Director of the Company to hold office until the next Annual Meeting in accordance with Section 138 (6) of the Companies Act 2001.

Ordinary Resolution III

"Resolved that Mr Louis Amédée DARGA be hereby re-elected as Director of the Company to hold office until the next Annual Meeting in accordance with Section 138 (6) of the Companies Act 2001."

6. To re-elect Mr Fareedooddeen JAUNBOCUS¹ as Director of the Company to hold office until the next Annual Meeting in accordance with Section 138 (6) of the Companies Act 2001.

Ordinary Resolution IV

"Resolved that Mr Fareedooddeen JAUNBOCUS be hereby re-elected as Director of the Company to hold office until the next Annual Meeting in accordance with Section 138 (6) of the Companies Act 2001."

7. To re-elect by way of separate resolutions the following as Directors¹ of the Company: Mrs Aisha TIMOL, Messrs Denis MOTET, David SOMEN, Alexander Matthew TAYLOR, Colin Geoffrey TAYLOR, Philip Simon TAYLOR and Mark John VAN BEUNINGEN.

Ordinary Resolutions V to XI

"Resolved that Mrs/Mr [*] be hereby re-elected as Director of the Company."

- V. Aisha TIMOL
 - VI. Denis MOTET
 - VII. David SOMEN
 - VIII. Alexander Matthew TAYLOR
 - IX. Colin Geoffrey TAYLOR
 - X. Philip Simon TAYLOR
 - XI. Mark John VAN BEUNINGEN
8. To re-appoint Messrs BDO & Co Ltd as auditors of the Company to hold office until the next Annual Meeting of Shareholders and to authorise the Board of Directors to fix their remuneration for the financial year 2022/2023.

Ordinary Resolution XII

“Resolved that Messrs BDO & Co Ltd be re-appointed as auditors of the Company to hold office until the next Annual Meeting of Shareholders and that the Board of Directors of the Company be hereby authorised to fix the auditors’ remuneration for the financial year 2022/2023.”

9. Shareholders’ question time.

By order of the Board
Cim Administrators Ltd
Company Secretary
7 March 2023

Note 1:

A shareholder of the Company entitled to attend and vote at this meeting may appoint a proxy or a representative (in the case of a shareholder company), whether a shareholder of the Company or not, to attend and vote on his/her behalf. A proxy needs not be a shareholder of the Company.

Note 2:

The instrument appointing the proxy or the representative should reach the Company Secretary, Cim Administrators Ltd, c/r Edith Cavell & Mère Barthélemy streets, Port-Louis, not less than twenty-four (24) hours before the Meeting or any adjourned meeting at which the person named on such instrument proposes to vote, and in default, the instrument of proxy shall not be treated as valid.

Note 3:

The Directors of the Company have resolved that, for the purposes of the Annual Meeting of Shareholders and in compliance with Section 120 (3) of the Companies Act 2001, only those shareholders whose names are registered in the share register of the Company as at 27 February 2023 will be entitled to receive this Notice and accordingly be allowed to attend and vote at the Annual Meeting.

Note 4:

A proxy form and a corporate resolution form are included in the 2022 Integrated Report. They are also available at the Registered Office of the Company, c/r Edith Cavell & Mère Barthélemy streets, Port-Louis and can also be downloaded on the Company’s website: www.cimfinance.mu.

Note 5:

The minutes of proceedings of the last Annual Meeting of Shareholders held on 11 February 2022 are available for consultation at the registered office of the Company during business hours.

Note 6:

Though COVID-19 restrictions were eased by the authorities in July 2022, attendees of the Annual Meeting of Shareholders are encouraged to apply sanitary measures which they deem appropriate.

Note 7:

Should there be a full or partial lockdown on 29 March 2023, the Annual Meeting of Shareholders of the Company will be postponed to a later date. We will communicate such date through the media and via our website www.cimfinance.mu.

¹ Profiles and categories of the Directors proposed for re-election can be found on pages 24 to 28 of the Company’s Integrated Report 2022.

CORPORATE RESOLUTION

NAME OF SHAREHOLDER COMPANY:

WRITTEN RESOLUTIONS 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 company], who at the date of these written resolutions are entitled to attend and vote at a board meeting of the Company, hereby certify that the following written resolutions for entry in the Minutes Book of the Company have been delivered to and approved by us.

Resolved that Mr/Mrs/Ms..... be authorised to act as the representative of the Company and to vote on its behalf at the Annual Meeting of Shareholders of CIM Financial Services Ltd to be held Ground Floor, Cim House, c/r Edith Cavell & Mère Barthélemy streets, Port Louis on 29 March 2023 at 09:30 hours and at any adjournment thereof and that its vote 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. Resolved that the audited financial statements of the Company for the year ended 30 September 2022 be hereby approved.			
II. Resolved that Mr Timothy TAYLOR be hereby re-elected as Director of the Company to hold office until the next Annual Meeting in accordance with Section 138 (6) of the Companies Act 2001.			
III. Resolved that Mr Louis Amédée DARGA be hereby re-elected as Director of the Company to hold office until the next Annual Meeting in accordance with Section 138 (6) of the Companies Act 2001.			
IV. Resolved that Mr Fareedooddeen JAUNBOCUS be hereby re-elected as Director of the Company to hold office until the next Annual Meeting in accordance with Section 138 (6) of the Companies Act 2001.			
V. Resolved that Mrs Aisha TIMOL be hereby re-elected as Director of the Company.			
VI. Resolved that Mr Denis MOTET be hereby re-elected as Director of the Company.			
VII. Resolved that Mr David SOMEN be hereby re-elected as Director of the Company.			

Resolutions	For	Against	Abstain
VIII. Resolved that Mr Alexander Matthew TAYLOR be hereby re-elected as Director of the Company.			
IX. Resolved that Mr Colin Geoffrey TAYLOR be hereby re-elected as Director of the Company.			
X. Resolved that Mr Philip Simon TAYLOR be hereby re-elected as Director of the Company.			
XI. Resolved that Mr Mark John VAN BEUNINGEN be hereby re-elected as Director of the Company.			
XII. Resolved that Messrs BDO & Co Ltd be re-appointed as auditors of the Company to hold office until the next Annual Meeting of Shareholders and that the Board of Directors of the Company be hereby authorised to fix the auditors' remuneration for the financial year 2022/2023.			

Director

Director

Director

Director

Director

Note 1: A shareholder company may appoint a representative (whether a shareholder of the Company or not) to attend and vote on its behalf. A proxy needs not be a shareholder of the Company.

Note 2: 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.

Note 3: The corporate resolution appointing the representative should reach the Company Secretary, Cim Administrators Ltd, c/r Edith Cavell & Mère Barthélemy streets, Port Louis, by not less than twenty-four (24) hours before the Meeting or any adjourned meeting at which the person named on such instrument proposes to vote, and in default, the instrument of proxy shall not be treated as valid.

Note 4: The minutes of proceedings of the last Annual Meeting of Shareholders held on 11 February 2022 are available for consultation at the registered office of the Company during business hours.

Note 5: Though COVID-19 restrictions were eased by the authorities in July 2022, attendees of the Annual Meeting of Shareholders are encouraged to apply sanitary measures which they deem appropriate.

Note 6: Should there be a full or partial lockdown on 29 March 2023, the Annual Meeting of Shareholders of the Company will be postponed to a later date. We will communicate such date through the media and via our website www.cimfinance.mu.

PROXY FORM

I/We.....of.....
being a shareholder/shareholders of CIM Financial Services Ltd
 (the "Company") hereby appoint Mr/Mrs/Ms.....of.....
or failing him/her the Chairperson of the Company as my/
 our proxy to attend and vote for me/us and on my/our behalf at the Annual Meeting of Shareholders of the
 Company to be held Ground Floor, Cim House, c/r Edith Cavell & Mère Barthélemy streets, Port Louis on 29
 March 2023 at 09:30 hours and at any adjournment thereof.

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

Resolutions	For	Against	Abstain
I. Resolved that the audited financial statements of the Company for the year ended 30 September 2022 be hereby approved.			
II. Resolved that Mr Timothy TAYLOR be hereby re-elected as Director of the Company to hold office until the next Annual Meeting in accordance with Section 138 (6) of the Companies Act 2001.			
III. Resolved that Mr Louis Amédée DARGA be hereby re-elected as Director of the Company to hold office until the next Annual Meeting in accordance with Section 138 (6) of the Companies Act 2001.			
IV. Resolved that Mr Fareedooddeen JAUNBOCUS be hereby re-elected as Director of the Company to hold office until the next Annual Meeting in accordance with Section 138 (6) of the Companies Act 2001.			
V. Resolved that Mrs Aisha TIMOL be hereby re-elected as Director of the Company.			
VI. Resolved that Mr Denis MOTET be hereby re-elected as Director of the Company.			
VII. Resolved that Mr David SOMEN be hereby re-elected as Director of the Company.			
VIII. Resolved that Mr Alexander Matthew TAYLOR be hereby re-elected as Director of the Company.			

Resolutions	For	Against	Abstain
IX. Resolved that Mr Colin Geoffrey TAYLOR be hereby re-elected as Director of the Company.			
X. Resolved that Mr Philip Simon TAYLOR be hereby re-elected as Director of the Company.			
XI. Resolved that Mr Mark John VAN BEUNINGEN be hereby re-elected as Director of the Company.			
XII. Resolved that Messrs BDO & Co Ltd be re-appointed as auditors of the Company to hold office until the next Annual Meeting of Shareholders and that the Board of Directors of the Company be hereby authorised to fix the auditors' remuneration for the financial year 2022/2023.			

Signed this day of

Signature(s)

Note 1: An individual shareholder 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/her behalf. A proxy needs not be a shareholder of the Company.

Note 2: If the instrument appointing the 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.

Note 3: The instrument appointing the proxy should reach the Company Secretary, Cim Administrators Ltd, c/r Edith Cavell & Mère Barthélemy streets, Port Louis by not less than twenty-four (24) hours before the Meeting or any adjourned meeting at which the person named on such instrument proposes to vote, and in default, the instrument of proxy shall not be treated as valid.

Note 4: The minutes of proceedings of the last Annual Meeting of Shareholders held on 11 February 2022 are available for consultation at the registered office of the Company during business hours.

Note 5: Though COVID-19 restrictions were eased by the authorities in July 2022, attendees of the Annual Meeting of Shareholders are encouraged to apply sanitary measures which they deem appropriate.

Note 6: Should there be a full or partial lockdown on 29 March 2023, the Annual Meeting of Shareholders of the Company will be postponed to a later date. We will communicate such date through the media and via our website www.cimfinance.mu.

CONSENT TO RECEIVE CORPORATE COMMUNICATION ELECTRONICALLY

I/We consent to receive by e-mail, notice of shareholders' meetings, annual reports, accounts, credit advices and other shareholder documents made available to me/us in my/our capacity as shareholder of CIM Financial Services Limited ("CIM") and also agree to receive notification that documents such as annual reports and circulars have been posted on CIM's website for consultation. I/we further agree to abide to the Terms and Conditions defined below.

I/We
(Name of shareholder - primary shareholder in case of joint holding)

National Identity Card Business Registration Number
(for individuals) (for corporate bodies)

Email address

Name of signatory Signature/s

Contact number Date

TERMS AND CONDITIONS:

- I. Upon my/our signature(s) and receipt by CIM of the present form, issuance of paper notice of meetings, annual reports, accounts and other shareholder documents, shall be discontinued. However, in particular circumstances, CIM reserves the right to send documents or other information to its shareholders in hard copy rather than by e-mail.
- II. CIM shall not be held responsible for any failure in transmission beyond its control any more than it can for postal failures.
- III. The current instruction shall remain valid until written revocation is sent to MCB Registry & Securities Ltd, 9th Floor, MCB Centre, Sir William Newton Street, Port Louis.
- IV. The current instruction is valid for all my/our shares held in CIM. CIM shall take all reasonable precautions to ensure that viruses are not present in any communication it sends out and shall not accept responsibility for any loss or damage arising from the opening or use of any e-mail or attachments from CIM.
- V. As a corporate shareholder, we shall ensure that the e-mail address provided shall easily be read by/ accessible to employees responsible for our shareholding in CIM and that any de-activation of the said e-mail address will be notified promptly to CIM.
- VI. It is my/our responsibility to inform CIM of any change to my/our e-mail address.
- VII. I/We will hold CIM and/or its agents harmless in the execution of my/our present instructions.



CIM Financial Services Ltd

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Port Louis, 11302

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