

corporate information

directors

Jean-Philippe Coulier
Chairperson

Richard Arlove

Priscilla Balgobin-Bhojrul

Bernard D'Hotman de Villiers

Catherine Fromet de Rosnay

Gilbert Gnany

Jocelyne Martin

Philippe Raffray

Bernard Yen

remuneration, corporate governance and ethics committee

Priscilla Balgobin-Bhojrul
Chairperson

Jean-Philippe Coulier

Jocelyne Martin

Philippe Raffray

audit and risk monitoring committee

Bernard D'Hotman de Villiers
Chairperson

Richard Arlove

Catherine Fromet de Rosnay

Bernard Yen

management company

Promotion and Development Ltd
8th Floor, Dias Pier,
Le Caudan Waterfront
Port Louis, Mauritius

company secretary

MCB Group Corporate Services Ltd
Sir William Newton Street
Port Louis, Mauritius

auditors

Ernst & Young
6th Floor, IconEbene,
Rue de L'Institut
Ebene, Mauritius

registrar and transfer office

MCB Registry & Securities Ltd
Sir William Newton Street
Port Louis, Mauritius

registered and postal address

Promotion and Development Ltd
8th Floor, Dias Pier,
Le Caudan Waterfront
Port Louis, Mauritius

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date of incorporation

February 17th 1989

directorate

The Board comprises 9 members, including 3 female members: 1 executive, 6 non-independent non-executive and 2 independent non-executive directors.

Profiles of the executive and non-executive directors of Caudan Development Limited are shown below.

Jean-Philippe Coulier

Chairperson and non-independent non-executive director

Holder of a 'Diplôme d'Études Supérieures en Droit' and 'Diplôme de l'Institut d'Études Politiques de Paris' (France). During his career, Jean-Philippe has accumulated extensive experience in the banking sector, having worked for the Société Générale Group for some 40 years. Over this period, he has assumed a range of high-level responsibilities within the group, acting as Director, Chief Operating Officer and Chief Executive Officer in its various offices based worldwide. Before his retirement from Société Générale in early 2013, he was the Vice Chairman and Managing Director of the National Société Générale Bank in Cairo, Egypt. He was appointed Director of The Mauritius Commercial Bank in 2012 and held the chairmanship from 2014 to 2018. In 2018, he was appointed director and Chairperson of Promotion and Development and Caudan Development. He is also a director of MCB Group, MCB Factors, MCB Microfinance, Fincorp Investment, Constance Hotel Services.

Richard Arlove

Non-independent non-executive director

Fellow member of the Association of Chartered Certified Accountants. Founder of Arphilia Consulting, he counts close to 40 years' experience as a professional accountant, business leader, professional entrepreneur and member of the senior leadership team of a global firm. After a 20-year career as a professional accountant in Big Four accounting firms and as general manager of businesses in garment manufacturing and marketing of international brands, he co-founded and was the CEO of ABAX, a regulated financial, corporate and fiduciary services company providing services to international companies and private equity firms doing business primarily in Africa and Asia. On the acquisition of ABAX by Ocorian in 2018, he was appointed Regional Head of Africa, Middle East and Asia and group ExCo member of Ocorian and retired in 2020. Director of IBL, Livestock Feed and Promotion and Development.

Priscilla Balgobin-Bhoyrul

Non-independent non-executive director

Senior partner and the chairperson of Dentons Mauritius. She graduated at the London School of Economics and Political Science in 1997, with a LLB (Hons) and has been called both to the Bar of England and Wales at the Middle Temple in 1998 and to the Mauritian Bar in 1999. She has also followed the Authentic Leadership Development Program at Harvard Business School. Priscilla specialises mostly in civil, commercial and industrial law matters. She has a keen interest in the fields of Fintech, Real Estate and ESG (Environment, Social, Governance) matters. Director of Alteo.

Bernard D'Hotman de Villiers

Independent non-executive director

Mr Bernard D'Hotman de Villiers holds a "Licence en Droit" delivered by the "Faculté de Droit de l'Université de la Réunion". He was appointed notary in 1987 and has been practising as such ever since. He has served four terms as member of the Chamber of Notaries and one term as its chairman. He also holds directorship positions in various private companies.

Catherine Fromet de Rosnay*Non-independent non-executive director*

Director at LEGIS & Partners, a law firm registered under the Law Practitioners Act. Holds a ‘Magistère de Juriste d’Affaires’ and ‘Diplôme de Juriste et Conseil d’Entreprise (D.J.C.E)’ from the Université de Paris II, Panthéon Assas. Practised as an in-house lawyer for nearly 8 years at the legal department of Nexans in Paris, formerly known as Alcatel Cable France. Currently involved in the negotiation and drafting of commercial and joint-venture agreements, corporate due diligence exercise, M&A operations, legal and tax advice. Director of Promotion and Development, Hotelest and Constance Hotels Services and of various other private companies controlled by French investors. Also board member of the Chambre de Commerce et d’Industrie France-Maurice.

Gilbert Gnany*Non-independent non-executive director*

Holds a ‘Licence ès Sciences Economiques (Economie Mathématique)’, ‘Maîtrise en Econométrie’ and ‘DESS en Méthodes Scientifiques de Gestion et Calcul Economique Approfondi’ (France). He previously worked as Senior Advisor on the World Bank Group’s Executive Board where he was responsible for issues relating mainly to the International Finance Corporation and the private and financial sectors. Prior to joining the World Bank, he was the MCB Group Chief Economist and Group Head of Strategy, Research & Development after having been the Economic Advisor to the Minister of Finance in Mauritius. During his career, he has been involved in various high-profile boards/ committees. Amongst others, he chaired the Stock Exchange of Mauritius Ltd, the Statistics Advisory Council and the Statistics Board of Mauritius as well as having been a member of the Board of Governors of the Mauritius Offshore Business Activities Authority, a director of the Board of Investment and of the Mauritius Sugar Authority. He was also a member of the IMF Advisory Group for sub-Saharan Africa and a member of the Senate of the University of Mauritius. He is currently a Board member of several companies within the MCB Group. On the institutional side, he is an external IMF expert in statistics, in particular, on data dissemination standards and strategy. Moreover, he is a member of the Financial Services Consultative Council. He also acts as Chairperson of the Economic Commission of Business Mauritius which serves, inter alia, as a platform for public-private sector dialogue. Director in other listed companies namely MCB Group, Promotion and Development, COVIFRA and Medine.

Jocelyne Martin*Executive director*

BSc (Hons) in Statistics, London School of Economics. Member of the Institute of Chartered Accountants of England and Wales. Trained with Deloitte Haskins + Sells (now part of PwC), London. After several years of experience in the UK, worked at De Chazal Du Mée before joining Promotion and Development in 1995 as Group Financial Controller. Was appointed Group Finance Director in 2004 and Group CEO with effect from January 1st 2022. Director of Promotion and Development, Medine, EUDCOS, MFD Group, Tropical Paradise, and Oceanarium.

Philippe Raffray*Independent non-executive director*

Holds a BA in Politics from the University of York and a Masters degree in Marketing Management from the University of Lancaster (UK). He had an international career spanning over 35 years with L’Oreal in Europe, Africa and Asia. He developed ‘emerging markets’ sales and marketing strategies as General Manager of the FMCG Divisions in South Africa, India and Indonesia. He was then appointed Country Managing Director of the L’Oreal hubs in South Africa, Ukraine and finally Morocco and the Maghreb. He retired from L’Oreal in June 2019 and joined the Board of Caudan Development Limited in June 2019. He is also a member of the management committee of BrandActiv and an independent non-executive director of CIPD, both part of the IBL group.

Bernard Yen*Non-independent non-executive director*

Fellow of the UK Institute and Faculty of Actuaries. Currently the Managing Director of AON in Mauritius, providing actuarial, pensions and other services in the African region. Has 35 years’ international consulting experience including 15 years with Mercer in Europe. Has served as the African representative on the Committee of Actuaries advising the UN staff pension fund for 15 years. Also director of Promotion and Development.

Profile of company secretary

MCB Group Corporate Services Ltd (the “Company” or “MCBGCS”) provides company secretarial services to the MCB Group Ltd, its subsidiaries and 2 of its associates (domestic companies) collectively referred to as (the “Group”). The Company has been granted approval by the Registrar of Companies under Section 164 (2) (b) of the Companies Act 2001 to generally act as Company Secretary. The Company has currently a team of three experienced Company Secretaries whose profiles are as follows:

Marivonne Oxenham, FCIS

Marivonne Oxenham is the Managing Director of MCB Group Corporate Services Ltd (“MCBGCS”). She is a fellow Member of The Chartered Governance Institute (previously known as The Institute of Chartered Secretaries and Administrators) and has over 25 years of work experience within the MCB Group. She was the Managing Director of MCB Registry & Securities Ltd which offered both Secretarial and Registrar and Transfer Agent services prior to a restructuring whereby the Secretarial services are now being offered by MCBGCS. She fulfils the Company Secretarial function for MCB Group Limited and The Mauritius Commercial Bank Limited and oversees the company secretarial services of the various other subsidiaries of the Group.

Sharen Ramkaloan-Ramsurrin, ACIS

Sharen Ramkaloan-Ramsurrin currently holds the post of Corporate Secretarial Manager at MCBGCS. Prior to joining the Company she held various functions within the MCB Group. Associate member of The Chartered Governance Institute (previously known as The Institute of Chartered Secretaries and Administrators), she has over 15 years of work experience in the Company Secretarial sector within the Company.

Marie-Christine Rosalie, ACIS

Marie-Christine Rosalie is an Associate Member of The Chartered Governance Institute (previously known as The Institute of Chartered Secretaries and Administrators). She joined The Mauritius Commercial Bank Limited in 1993 and held various functions within the MCB Group. She held the post of Investment Administration Manager prior to being appointed Corporate Secretarial Manager in November 2013.