

NOTICE OF ANNUAL MEETING

Notice is hereby given that the Annual Meeting of Shareholders of ABC Banking Corporation Ltd (the "bank") will be held at the Labourdonnais Waterfront Hotel, on Friday 23 November 2018 at 14.00 to transact the following business:

1. To consider the Annual Report for the financial year ended 30 June 2018.
2. To receive the report of Messrs. Ernst & Young, External Auditors of the bank.
3. To consider and adopt the audited financial statements of the bank for the financial year ended 30 June 2018.
4. To re-elect (by way of separate resolutions) as directors of the bank to hold office until the conclusion of the next Annual Meeting of Shareholders, in accordance with Section 138 (6) of the Companies Act 2001 the following persons² who have been nominated by the Board on the recommendation of the Nominations and Remuneration Committee:
 - (i) Hon. Y. K. J. Yeung Sik Yuen, G.O.S.K
 - (ii) Professor Donald Ah-Chuen, G.O.S.K
5. To re-elect (by way of separate resolutions) as directors of the bank to hold office until the conclusion of the next Annual Meeting of Shareholders, the following persons² who have been nominated by the Board on the recommendation of the Nominations and Remuneration Committee:
 - (i) Mr David Brian Ah-Chuen
 - (ii) Mr Sydney Ah Yoong
 - (iii) Hon. Ah Foon Chui Yew Cheong
 - (iv) Mrs Stephanie Ha Chow
 - (v) Me. Marie Danielle Low Kwan Sang
6. To appoint Mr Bhanu Pratabsingh Jaddoo³, who has been nominated by the Board on the recommendation of the Nominations and Remuneration Committee, as independent director of the bank to hold office until the conclusion of the next Annual Meeting of Shareholders.
7. Remuneration of directors.
 - (i) To approve the fees payable to the Directors for the year ended 30 June 2018
 - (ii) To fix the remuneration of the Directors of the bank for the year ending 30 June 2019
8. To ratify the remuneration paid to the External Auditors for the year ended 30 June 2018⁴.
9. To re-appoint Ernst & Young as External Auditors of the bank for the financial year ending 30 June 2019 and to authorize the Board of Directors to fix their remuneration.

By order of the Board.

ABC Professional & Secretarial Services Ltd.

Company Secretary

Per Mahesh Ittoo, ACIS MCSI

1 November 2018

Note 1 A member of the Company entitled to attend and vote at this meeting but who is unable to attend may appoint a proxy to attend and vote on his behalf. A proxy need not be a member of the Company. The appointment should be made in writing and the instrument (copy annexed) must be deposited with the Secretary, ABC Professional & Secretarial Services Ltd, c/o ABC Banking Corporation Ltd, WEAL HOUSE, Duke of Edinburgh Avenue, Place d'Armes, 11328 Port Louis not less than 24 hours before the meeting.

Note 2 The profiles and categories of the directors proposed for re-election are set out in the Annual Report 2018.

Note 3 Mr Jaddoo is a Fellow Member of the Institute of Chartered Accountants in England and Wales, and is a Corporate Finance and Advisory specialist with a special focus on investment management.

During his career, Mr Jaddoo has held important executive roles and directorship in entities of the De Chazal Du Mée Group and was the Chief Financial Officer and Director of Titanium Resource Group Ltd, a mining company listed on the London Stock Exchange. He also held the position of Managing Director of the Board of Investment between 2005 and 2010, and was until recently the Secretary General of the Mauritius Chamber of Commerce and Industry (MCCI).

He currently sits on a number of Private Equity Funds and international boards as an independent director with a focus on risk management, governance issues and investment management.

Note 4 The fees paid to Messrs. Ernst & Young Mauritius during the year ended 30 June 2018 are set out in the Annual Report 2018.

PROXY FORM

I / We of being a member / members of ABC banking Corporation Ltd, hereby appoint of or failing him / her of as my / our proxy to vote for me / us on my / our behalf at the Annual Meeting of the Company to be held on Friday 23 November 2018 or at any adjournment thereof.

I/We desire my/our vote(s) to be cast on the Ordinary Resolutions as follows:

		For	Against	Abstain
1	To consider the Annual Report for the financial year ended 30 June 2018			
2	To receive the report of Ernst & Young, External Auditors of the bank			
3	To consider and adopt the Audited Financial Statements of the bank for the financial year ended 30 June 2018			
4	To re-appoint (by way of separate resolutions) as directors of the bank to hold office until the conclusion of the next Annual Meeting of Shareholders, in accordance with Section 138 (6) of the Companies Act 2001 the following persons who have been nominated by the Board on the recommendation of the Nominations and Remuneration Committee: (i) Hon. Y. K. J. Yeung Sik Yuen, G.O.S.K (ii) Professor Donald Ah-Chuen, G.O.S.K			
5	To re-appoint (by way of separate resolutions) as directors of the bank to hold office until the conclusion of the next Annual Meeting of Shareholders, the following persons who have been nominated by the Board on the recommendation of the Nominations and Remuneration Committee: (i) Mr David Brian Ah-Chuen (ii) Sydney Ah Yoong (iii) Hon. Ah Foon Chui Yew Cheong (iv) Mrs Stephanie Ha Chow (v) Me. Marie Danielle Low Kwan Sang			
6	To appoint Mr. Bhanu Pratabsingh Jaddoo, who has been nominated by the Board on the recommendation of the Nominations and Remuneration Committee, as independent director of the bank, to hold office until the conclusion of the next Annual Meeting of Shareholders.			
7	(i) To approve the fees payable to the Directors for the year ended 30 June 2018 (ii) To fix the remuneration of the Directors of the bank for the year ending 30 June 2019			
8	To ratify the remuneration paid to the External Auditors for the year ended 30 June 2018			
9	To re-appoint Ernst & Young as External Auditors of the bank for the financial year ending 30 June 2019 and to authorize the Board of Directors to fix their remuneration			

Signature:

Signed this day of 2018