

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 ABC Banking Private Lounge, Royal Road, Port Louis, on Friday 20 December 2019 at 14.00 to transact the following business:

1. To receive the Annual Report for the financial year ended 30 June 2019.
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 2019.
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 Patrick Andrew Dean Ah-Chuen
 - (iii) Mr Sydney Ah Yoong
 - (iv) Hon. Ah Foon Chui Yew Cheong
 - (v) Me. Marie Danielle Low Kwan Sang
 - (vi) Mr Bhanu Pratabsingh Jaddoo
6. Remuneration of directors
 - (i) To ratify the revised fees payable to SMC members for the period from 1 July 2017 – 31 December 2018
 - (ii) To ratify the fees paid to the Directors for the year ended 30 June 2019
 - (iii) To fix the remuneration of the Directors of the bank for the year ending 30 June 2020
7. To ratify the remuneration paid to the External Auditors for the year ended 30 June 2019.
8. To re-appoint Ernst & Young as External Auditors of the bank for the financial year ending 30 June 2020 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

27 November 2019

- 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 at 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 2019.
- Note 3 The fees paid to Messrs. Ernst & Young Mauritius during the year ended 30 June 2019 are set out in the Annual Report 2019.

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 20 December 2019 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 receive the Annual Report for the financial year ended 30 June 2019			
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 2019			
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 Patrick Andrew Dean Ah-Chuen (ii) Mr David Brian Ah-Chuen (iii) Mr Sydney Ah Yoong (iv) Hon. Ah Foon Chui Yew Cheong (v) Me. Marie Danielle Low Kwan Sang (vi) Mr Bhanu Pratabsingh Jaddoo			
6	(i) Remuneration of directors. (ii) To ratify the revised fees payable to SMC members for the period from 1 July 2017 – 31 December 2018 (iii) To ratify the fees paid to the Directors for the year ended 30 June 2019 (iv) To fix the remuneration of the Directors of the bank for the year ending 30 June 2020			
7	To ratify the remuneration paid to the External Auditors for the year ended 30 June 2019			
8	To re-appoint Ernst & Young as External Auditors of the bank for the financial year ending 30 June 2020 and to authorize the Board of Directors to fix their remuneration.			

Signature:

Signed this day of 2019