



Annual Meeting 2022



(230) 211 5484

Level 8, Newton Tower,
Sir William Newton Street, Port Louis- 11328,
Mauritius

E-mail: info@nit.mu Website: www.nitmru.com

BRN: C10011104

Notice of Meeting

Notice is hereby given that the Annual Meeting Shareholders of National Investment Trust Ltd ("the Company") will be held on Wednesday 7 December 2022 at 10.00 a.m at the Caudan Arts Centre Port Louis, to transact the following business.

AGENDA

By Ordinary Resolution

1. To approve the Minutes of Proceedings of the Annual Meeting of Shareholders held on 29th December 2021.
2. To consider the Annual Report 2022 of the Company
3. To receive the report of Messrs Deloitte, auditors of the Company
4. To consider and approve the Audited Financial Statements of the Company for the year ended 30 June 2022.
5. To re-elect Mrs Amélie Vitry AUDIBERT as director of the Company;
6. To appoint Mrs Priscilla BALGOBIN-BHOYRUL as director of the Company;
7. To re-elect Mr Teddy BLACKBURN as director of the Company;
8. To re-elect Mr Kooshiramsing BUSSAWAH as director of the Company;
9. To re-elect Mr Aslam KATHRADA as director of the Company;
10. To re-elect Mr Roger KOENIG as director of the Company;
11. To re-elect Mr Veenay RAMBARASSAH as director of the Company;
12. To appoint Deloitte as auditors of the Company until the next Annual Meeting and to authorise the Board of Directors to fix their remuneration.

By Special Resolution

13. To approve pursuant to Section 62 of the Companies Act 2001 the reduction of the Company's stated capital from Rs 274,050,000 to Rs 27,405,000.

"RESOLVED THAT (i) pursuant to Section 62 of the Companies Act 2001, the stated capital of the Company, currently amounting to Rs 274,050,000, divided into 27,405,000 ordinary shares, be reduced to Rs 27,405,000 still divided into 27,405,000 ordinary shares, (ii) following the capital reduction, the Board be authorised to make a distribution in such amount and at such time as it thinks fit having regard to the affairs of the Company, and (iii) for the purpose of giving effect to this resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as they may deem necessary for effectively implementation of the resolution."

14. To amend the Constitution of the Company.

"RESOLVED THAT the Constitution of the Company dated 12 December 2006 be amended with immediate effect to include a new paragraph [18(i)] to read as follows:

All dividends unclaimed for one year after having been authorized may be invested or otherwise made use of by the Board for the benefit of the Company until claimed, and all dividends unclaimed for five years after having been declared may be forfeited by the Board for the benefit of the Company. The Board may however annul such forfeiture and agree to pay to a claimant who produces evidence of entitlement to the Board's satisfaction the amount of their forfeited dividends unless, in the opinion of the Board, such payment would embarrass the Company."

An authenticated copy of the above Constitution is available for inspection at the registered office of the Company, situated at Level 8, Newton Tower, Sir William Newton Street, Port Louis, during office hours.



Executive Services Limited

Per Christian Angseesing

Company Secretary

08 November 2022

Notes:

1. A member of the Company entitled to attend and vote at this meeting may appoint a proxy (whether a member or not) to attend and vote on his behalf. The appointment of a proxy must be made in writing on a proxy form and deposited at the Registered Office of the Company, Level 8 Newton Tower, Sir William Newton Street, Port Louis not less than twenty-four hours before the meeting.
2. For the purpose of this Annual meeting, the Directors have resolved, in compliance with Section 120(3) of the Companies Act 2001, that the shareholders who are entitled to receive notice of the meeting and attend such meeting shall be those shareholders whose names are registered in the share register of the Company as at 8 November 2022.
3. Free parking will be available for shareholders attending the meeting.

NATIONAL INVESTMENT TRUST LTD
("the Company")
PROXY FORM

I/We

.....
of

.....
being a member of NATIONAL INVESTMENT TRUST LTD, do hereby appoint

.....
of

.....
or in his absence

.....
of

.....
as my/our proxy, to vote for me/us and on my/our behalf at the Annual Meeting of the Shareholders to be held on 07 December 2022 and
at any adjournment thereof.

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

RESOLUTIONS	For	Against	Abstain
By Ordinary Resolution:			
1. To approve the Minutes of Proceedings of the Annual Meeting of Shareholders held on 29th December 2021.			
2. To consider the Annual Report 2022 of the Company.			
3. To receive the report of Messrs Deloitte, auditors of the Company			
4. To consider and approve the Audited Financial Statements of the Company for the year ended 30 June 2022.			
5. To re-elect Mrs Amélie Vitry AUDIBERT as director of the Company;			
6. To appoint Mrs Priscilla BALGOBIN-BHOYRUL as director of the Company;			
7. To re-elect Mr Teddy BLACKBURN as director of the Company;			
8. To re-elect Mr Kooshiramsing BUSSAWAH as director of the Company;			
9. To re-elect Mr Aslam KATHRADA as director of the Company;			
10. To re-elect Mr Roger KOENIG as director of the Company;			
11. To re-elect Mr Veenay RAMBARASSAH as director of the Company;			
12. To appoint Deloitte as auditors of the Company until the next Annual Meeting and to authorise the Board of Directors to fix their remuneration.			
By Special Resolution			
13. To approve pursuant to Section 62 of the Companies Act 2001 the reduction of the Company's stated capital from Rs 274,050,000 to Rs 27,405,000. <i>"RESOLVED THAT (i) pursuant to Section 62 of the Companies Act 2001, the stated capital of the Company, currently amounting to Rs 274,050,000, divided into 27,405,000 ordinary shares, be reduced to Rs 27,405,000 still divided into 27,405,000 ordinary shares, (ii) following the capital reduction, the Board be authorised to make a distribution in such amount and at such time as it thinks fit having regard to the affairs of the Company, and (iii) for the purpose of giving effect to this resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as they may deem necessary for effectively implementation of the resolution."</i>			

<p>14. To amend the Constitution of the Company. <i>"RESOLVED THAT the Constitution of the Company dated 12 December 2006 be amended with immediate effect to include a new paragraph [18(i)] to read as follows:</i> <i>All dividends unclaimed for one year after having been authorized may be invested or otherwise made use of by the Board for the benefit of the Company until claimed, and all dividends unclaimed for five years after having been declared may be forfeited by the Board for the benefit of the Company. The Board may however annul such forfeiture and agree to pay to a claimant who produces evidence of entitlement to the Board's satisfaction the amount of their forfeited dividends unless, in the opinion of the Board, such payment would embarrass the Company."</i></p>			
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2. For the purpose of this Annual meeting, the Directors have resolved, in compliance with Section 120(3) of the Companies Act 2001, that the shareholders who are entitled to receive notice of the meeting and attend such meeting shall be those shareholders whose names are registered in the share register of the Company as at 8 November 2022.

Signed this day of 2022
Signature of shareholder/s