



Proxy Form

I/We of

being a shareholder/shareholders of Rogers and Company Limited (the "Company") hereby appoint

Mr/Mrs/Ms

of.....

or failing him/her the Chairman of the Annual Meeting of Shareholders of the Company as my/our proxy to attend and vote for me/us and on my/our behalf at the said Annual Meeting of Shareholders to be held on Wednesday 03 February 2021 at 11h00 at Rogers House, 5th Floor, No.5, President John Kennedy Street, Port Louis and 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 Mr Eric Espitalier-Noël be hereby re-elected as director of the Company.			
II.	Resolved that Mr Gilbert Espitalier-Noël be hereby re-elected as director of the Company.			
III.	Resolved that Mr Hector Espitalier-Noël be hereby re-elected as director of the Company.			
IV.	Resolved that Mr Philippe Espitalier-Noël be hereby re-elected as director of the Company.			
V.	Resolved that Mr Damien Mamet be hereby re- elected as director of the Company.			
VI.	Resolved that Mr Vivian Masson be hereby re-elected as director of the Company.			
VII.	Resolved that Mr Jean-Pierre Montocchio be hereby re-elected as director of the Company.			
VIII.	Resolved that Mr Ashley Coomar Ruhee be hereby re-elected as director of the Company.			
IX.	Resolved that Mr Thierry Hugnin be hereby re-elected as director of the Company.			
X.	Resolved that Mr Deonanan Makoond be hereby re- elected as director of the Company.			
XI.	Resolved that Ms Aruna Radhakeesoon be hereby re-elected as director of the Company.			
XII.	Resolved that Dr Guy Adam be hereby re-appointed as director of the Company to hold office until the conclusion of the next Annual Meeting of Shareholders, in accordance with Section 138 (6) of the Companies Act 2001.			
XIII.	Resolved that Messrs. BDO & Co. be appointed as auditor 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 auditor's remuneration for the financial year 2020/2021.			

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.

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, Rogers and Company Limited, 5th Floor, Rogers House, No. 5, President John Kennedy Street, Port Louis by Tuesday 02 February 2021 at 11h00.

Note 4. The minutes of proceedings of the Annual Meeting of Shareholders held on 05 November 2019 are available free of charge on request. Kindly contact the Company Secretary on telephone number 202 6666 or at legal@rogers.mu.

Note 5. In accordance with The National Code of Corporate Governance for Mauritius (2016), all directors of the Company are submitting themselves for re-election. Biographical details and relevant skills of all directors are available on www.rogers.mu. The Board is satisfied that each of the directors standing for re-election continues to perform effectively and demonstrates commitment to his or her role in the long-term success of the Company.

Note 6. In accordance with The National Code of Corporate Governance for Mauritius (2016), the proxy report and results of the voting will be published on 03 February 2021 or as soon as reasonably practicable thereafter.

Note 7. In the event that this meeting cannot be held on 03 February 2021 due to a cyclone warning Class III or IV being in force in Mauritius or an extreme weather event¹, the meeting shall be held on the business day immediately following the day when the cyclone or extreme weather condition warning has been removed, at the same time and place.

Note 8. Should there be a full or partial lockdown on 03 February 2021, 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.rogers.mu.

Note 9. Since the audited financial statements of the Company for the year ended 30 June 2020 (the “AFS”) are not ready for approval, we propose that the AFS be approved at a Special Meeting of Shareholders of the Company to be convened for that purpose.

¹ An extreme weather event here means torrential rain, flood, flash flood, high waves, storm surge and includes any other weather condition likely to endanger life or property in the vicinity of the venue of such meeting.