

## COMPANY ANNOUNCEMENT

Company Announcement issued by GlobalCapital plc in compliance with Chapter 5 of the listing rules

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### Annual General Meeting

At the Annual General Meeting of GlobalCapital plc (the 'Company') held on the 11<sup>th</sup> July 2014 the shareholders considered the following resolutions:

#### Ordinary Business

1. To consider and approve the Company's accounts and the reports of the Directors and Auditors for the year ended 31 December 2013.
2. To appoint / elect Directors in place of those retiring.
3. To approve the amount of €320,000 as the maximum annual aggregate emoluments payable to the Directors (inclusive of any remuneration payable to those Directors employed with the Company in an executive capacity).
4. To re-appoint Deloitte Audit Limited as Auditors of the Company and to authorise the Directors to agree on their remuneration.

Resolutions 1, 3 and 4 were approved.

In accordance with the Company's Articles of Association all directors retire from office at the Annual General Meeting. The shareholders considered and voted on resolution 2 and:

Mr. Joseph R. Aquilina, Prof. Thomas St. John Neville Bates, Dr. Andrew Borg Cardona, Mr. Dawood Rawat, Mr. Moussa Rawat and Mr. Arun Shankardass, who served as directors before retiring at the Annual General meeting, were re-elected to the Board.

Mr. Oumeshsingh Sookdawoor of Royal Road, 7<sup>th</sup> Mile, Triolet Mauritius was also elected as non-executive director of the Company with effect from the date of the Annual General Meeting. Mr. Sookdawoor has been the President and Chief Executive Officer of BAI Co. (Mtius) Ltd. since November 2009. He has held various senior positions in private companies in Mauritius. He is a Fellow Chartered Member of the BCS UK. Mr. Sookdawoor holds a Master in Business Administration (MBA) with specialization in Marketing and a Master of Science (MSc) in Information Systems.

Mr. Sookdawoor has not held office as a director in any other listed company at any time in the previous five years. There is no matter concerning Mr. Sookdawoor requiring disclosure under Listing Rules 5.20.5 to 5.20.9.

The Board of Directors met after the Annual General Meeting and during this meeting the Board unanimously appointed Mr. Dawood Rawat as Chairman of the Board. Mr. Moussa Rawat was unanimously appointed Deputy Chairman of the Board.

The Board also appointed the committees of the Company, which committees will be composed as follows:

#### **Audit Committee**

Mr. Arun Shankardass – Chairman  
Dr. Andrew Borg Cardona  
Prof. Thomas St. John Neville Bates

#### **Nominations Committee**

Mr. Moussa Rawat – Chairman  
Mr. Dawood Rawat  
Prof. Thomas St John Neville Bates

#### **Remuneration Committee**

Prof. Thomas St. John Neville Bates – Chairman  
Dr. Andrew Borg Cardona  
Mr. Moussa Rawat

#### **Ethics Committee**

Prof. Thomas St. John Neville Bates – Chairman  
Dr. Andrew Borg Cardona

#### **Investment Committee**

Mr. Joseph R. Aquilina – Chairman  
Mr. Moussa Rawat  
Mr. Arun Shankardass

#### **Risk Committee**

Mr. Moussa Rawat – Chairman  
Mr. Joseph R. Aquilina  
Mr. Oumeshsingh Sookdawoor

#### **By order of the Board**

14<sup>th</sup> July 2014