



Ciel Textile

Organisational Chart and Statement of Accountabilities

CIEL Textile’s Organisational Chart and Statement of Accountabilities

The Board of CIEL Textile is ultimately accountable and responsible for the performance and affairs of the Group which operates within a defined governance framework through delegation of authorities and clear lines of responsibility while enabling the Board to retain effective control. It has approved appropriate job descriptions of the key senior governance positions. The organisational structure and statement of accountabilities, as approved by CTL’s Board, are as follows:



Board Size and Structure

The Board of CIEL Textile is composed of Directors coming from different industries and backgrounds with strong business, international and management experience which are important considering the nature and scope of the Group’s business and the number of board committees. The Board is satisfied that its actual composition is balanced and commensurate with the Company’s business activity.

Directors’ Profiles of the Current Board Composition

The biographical details of the Directors of the Company are provided hereunder.

Guillaume Dalais

Non-Executive Director/Chairman of CIEL Textile since 01 July 2024

Joined the Board in September 2019

Member of the Audit & Risk Committee until 30 June 2024

Member of the Corporate Governance, Ethics, Nomination & Remuneration Committee

Skills and experience:

- D** Group Chief Executive of CIEL since 01 July 2024
- DD** Deputy Group Chief Executive of CIEL between 01 January 2023 and 30 June 2024
- DDD** CEO of CIEL Properties between 01 July 2020 and 31 December 2023
- DD** Former experience in the investment Banking sector by working at Métier Investments & Advisory Services in South Africa and CIEL Capital Limited in Mauritius
- DD** Joined the CIEL Textile Group in 2010
- DDDD** Executive Director of the Knits Cluster of the CIEL Textile Group in 2012
- DDDD** Chief Executive Officer of the Knitwear cluster of the CIEL Textile Group from July 2016 to 30 June 2020
- DD** Holder of a Master 2 from the Ecole Supérieure de Gestion (now Paris School of Business) in Finance and Accounting, Paris, France; also completed HEC Paris Executive Education

Directorship in listed companies in Mauritius: Alteo Limited, CIEL Limited, C-Care (Mauritius) Limited (Chairman), Miwa Sugar Limited, SUN Limited (Chairman)

Core competencies: Private equity, textile, manufacturing, entrepreneurship, strategic business development, deal structuring

Jean-Pierre Dalais

Non-Executive Director

Joined the Board in February 2014 – Chairman of the Board between 18 June 2019 and 30 June 2024

Member of the Corporate Governance, Ethics, Nomination & Remuneration Committee

Skills and experience:

- Joined CIEL Group in January 1992 and has been its Group Chief Executive between January 2017 and 30 June 2024, overseeing all Group operations
- He is the Vice Chairman of the Board of CIEL since 01 July 2024
- Was formerly Executive Director at CIEL, focusing particularly on the development of the Group's Hotels & Resorts, Financial Services and Healthcare clusters
- Before that, Jean-Pierre Dalais was the Chief Executive Officer of CIEL Investment Limited
- Graduated with an MBA from the International University of America, San Francisco, and previously worked at Arthur Andersen (Mauritius and France)
- Has been Chairman of Business Mauritius and is now Member of its Advisory Committee

Directorships in listed companies in Mauritius: CIEL Limited, Sun Limited

Core competencies: Strategy and corporate finance, building business partnership, international development, new business opportunities

Mark van Beuningen

Non-Executive Director

Joined the Board on 01 July 2024

Member of the Audit & Risk Committee as from 01 July 2024

Skills and experience:

- Joined the CIEL Group in May 2024 as Strategic & Investment Executive
- Held several posts at CIM Group since January 2016 prior to becoming its Group CEO between October 2017, role he assumed until end of March 2024
- Member of the Young Presidents Organisation (YPO) Mauritius since December 2016
- Started as consultant for the Boston Consulting Group in July 2010 and became its Principal in November 2011, role he assumed until December 2015
- Manager at Macquarie Bank in Australia between May 2007 and December 2008
- Manager at KPMG South Africa between March 2003 to June 2006
- Holds a Master in Business Administration (MBA) with AGSM @ UNSW Business School and a Post Graduate Diploma in Accounting, Tax and Audit from the University of Cape Town

Directorship in listed companies in Mauritius: None

Core competencies: Strategic business development, insurance, Finance, accounting & audit

Heba Capdevila

Independent Non-Executive Director

Joined the Board in October 2022

Skills and experience:

- Chief Executive Officer of the Cementis Group (Indian Ocean), with a perimeter which includes Mauritius, Reunion, Mayotte, Comoros and Seychelles
- Holds a solid track record in leadership roles throughout her career and over 30 years of professional and international experience in a diversity of business sectors including Industrial, Exports, Retail, Logistics & Distribution, Service based industries, etc
- Her professional and leadership experience and track record spans across the business: operations, sales & marketing, human resources, strategy, and development
- UK Graduate with an M.Sc. in Organisation Development
- Engaged in Social and Community engagement through Soroptimist International Port Louis as President (Gender Empowerment NGO) and the MIOD's Women Directors Forum
- Former Chairperson of the Mauritius Institute of Directors and currently Vice-President of Mauritius export Association

Directorships in listed companies in Mauritius: None

Core competencies: Manufacturing, sales & marketing, human resources, strategy, and development

L. J. Jérôme De Chasteauneuf

Non-Executive Director

Joined the Board in February 2016

Member of the Audit & Risk Committee

Skills and experience:

- D** Qualified from The London School of Economics - BSc Econ (Accounting & finance)
- D** Gained strong foundation in financial expertise during former working experience at PriceWaterhouse Coopers in the UK, where he qualified as a Chartered Accountant
- D** Transitioned into a key leadership role within the CIEL Group, becoming its Head of Finance in 2000
- D** Over decades, has steered CIEL Group towards optimal financial health, streamlined operational efficiencies, and paved pathways for sustained growth
- D** Pioneered and executed intricate financial re-engineering strategies that intricately accompanied the CIEL Group's growth journey
- D** Instrumental in shaping the financial trajectory during pivotal moments, including strategic Initial Public Offerings (IPOs), international expansions, M&A transactions, and holistic corporate restructuring efforts
- D** Strong advocate for risk management, compliance, transparency, and accountability
- D** Currently representing CIEL Group on numerous boards of subsidiaries
- D** Serves as independent non-executive director on the Board of the Stock Exchange of Mauritius Ltd

Directorships in listed companies in Mauritius: Alteo Limited (Chairman), CIEL Limited, Harel Mallac & Co. Limited Miwa Sugar Limited, Sun Limited

Core competencies: Business development and finance, accounting & audit, strategic development, deal structuring

Eric Dorchies

Executive Director

Joined the Board in September 2014

Skills and experience:

- D** Chief Executive Officer of CIEL Textile since 1 July 2020
- D** Has a long-standing career in the CTL Group, having joined the CTL Group in 1998 as Chief Executive Officer of Consolidated Fabrics Limited
- D** Was appointed Managing Director of Aquarelle Clothing Ltd in 2003 and became the Chief Executive Officer of the woven cluster from 2008 till 2019, instrumental in driving several strategic initiatives for the Group bringing it to an international level
- D** In October 2017, was appointed as CIEL Textile's Chief Operations Officer
- D** Prior to joining CIEL Textile, Eric was leading his own textile company in Europe
- D** Had graduated in Business and Finance from ESCP Europe (Ecole Supérieure de Commerce de Paris)

Directorships in listed companies in Mauritius: none

Core competencies: Leadership, business management, textile and strategic development

Sarbajit Ghose

Executive Director

Joined the Board in September 2019

Skills and experience:

- D** Holds an MBA from IIM Ahmedabad
- D** Previously worked for the Unilever group and the Tata group
- D** Joined Laguna Clothing India in 2005
- D** Designated Managing Director of Laguna Clothing India in 2013
- D** Designated Executive Director of CIEL Textile's Asian operations as from January 2019

Directorships in listed companies in Mauritius: None

Core competencies: Leadership, textile, business management and strategic development

Rashmi S. Joshi

Independent Non-Executive Director

Joined the Board on 05 July 2024

Chair of the Audit & Risk Committee as from 23 September 2024

Skills and experience over 35 years:

- D** Chartered Accountant and Company Secretary
- DD** Group CFO and Executive Director Tide Water Oil Company India Ltd (Veedol) - From August 2023 till date
- DD** BP plc. Global Business Solutions, Head of Global Accounting, Reporting and Control, Pune - From 2021 to 2022
- DD** Chief Financial Officer and Whole Time Director (Castrol India Limited) - From May 2013 to Jan 2021
- D** Asia & Pacific Planning and Performance Manager for Automotive Lubricants Business of BP PLC (Singapore)
- D** Finance Manager for a Cluster of 5 Countries (Middle East, Saudi Arabia, Pakistan, Korea & Taiwan) - From April 2009 to April 2013
- DD** Transcon Regional Planning & Performance Manager - From July 2008 to March 2009
- DD** General Manager - Finance & Accounts - From 2005 to 2008
- DD** Held Finance leadership roles in FMCG, Pharma and Consumer Durables, prior to Castrol
- DD** Certified Independent Director by FICCI and Hong Kong University
- D** Trained ICF Executive Coach

Directorships in listed companies in Mauritius: None

Core competencies: Finance, Strategic and tactical business planning, Corporate governance, Risk & Compliance, Digitization and business transformation, People development & leadership, Diversity, equity & inclusion

J. Harold Mayer

Non-Executive Director

Joined the Board in July 2003

Skills and experience:

- D** Retired as CEO of the CIEL Textile Group on 30 June 2020
- DD** Was formerly Chief Executive Officer of the CIEL Textile Group since 2006
- D** He joined CIEL Textile in 1990 and has been holding key positions within the Group since then. He started his career as Head of Finance of New Island Clothing and was promoted General Manager of Aquarelle Clothing Ltd in 1995. He was also Chief Operating Officer of the clothing operations
- DD** He is a qualified Chartered Accountant and holds a Honours degree in Commerce
- D** Offers property advisory and transaction services (Horizon Property Partners) and is chairman of the Horizon Group (property cluster)
- D** Acts as corporate consultant on strategy, finance and operational excellence

Directorships in listed companies in Mauritius: CIEL Limited, Sun Limited, Omnicane Limited (Chairman)

Core competencies: Corporate finance, accounting, operational excellence, textile, entrepreneurship

Christophe A. J. Roussel

Independent Non-Executive Director

Joined the Board on 01 July 2024

Skills and experience:

- Strategic Advisory Board Member of Primark, Dublin – Sourcing & Supply Chain – Since March 2024
- Apparel and General Merchandise Consultant to Reliance Retail venture – Since March 2024
- Independent Non-Executive Director of CN Logistics International Holdings Ltd, Hong Kong – Since July 2023
- Strategic Advisor for Fashion A.I Hub, Singapore – Since September 2023
- Founder and CEO of Big Ideas Ltd, Hong Kong – April 2015 to January 2017 | December 2022 to present
- Vice-Chairman Asia Pacific New Business Ventures of Gap Inc. Hong Kong – March 2022 to November 2022 and its Executive
- Vice President Sourcing & Manufacturing of Gap Inc. Hong Kong – February 2017 to February 2022
- CEO International Sourcing & Supply Chain (Non-Food) for Tesco PLC UK and Hong Kong – January 2004 to March 2015

Directorships in listed companies in Mauritius: None

Core competencies: Strategy, Digital transformation and A.I., ESG, Ethical leadership, Talent development, Risk mitigation, Product development, Sourcing and manufacturing, Outbound logistics and transportation

Denis Terrien

Independent Non-Executive Director

Joined the Board in February 2018

Chairman of the Corporate Governance, Ethics, Nomination & Remuneration Committee

Skills and experience:

- Chairman IFA (French Institute of Directors) from 2019 to present
- Advisory board member at Concilio 2022 to present
- Board member at Cofidis 2009 - 2024
- CEO Southern & Central Europe at Salesforce 2020 - 2024
- Chairman of Novartex (Vivarte) France 2017 - 2019
- Chairman of Otto Group France 2013 - 2016
- Group CEO of 3 SI, sold to Otto Group 2009 - 2013
- Senior Partner Aloe - Private Equity 2008 - 2009
- President of Sanford Europe 2001 - 2007
- Founder and President of Amazon.fr 1999 - 2001
- Qualified with an MBA from Harvard Business School and a M. Sc, Computer Science from the University of Oxford

Directorships in foreign listed companies: Concilio

Core competencies: Governance, Leadership, textile, business strategy and e-commerce