

## ENGEN BOTSWANA LIMITED

**MINUTES OF THE 52<sup>nd</sup> ANNUAL GENERAL MEETING OF THE COMPANY HELD AT AVANI GABORONE RESORT & CASINO GABORONE ON TUESDAY 26 JUNE 2018 AT 09.00 AM**

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### **1. NOTICE OF MEETING**

The Chairman welcomed all to the meeting.

The secretaries confirmed the presence of a quorum consisting of 61 shareholders holding 147,584,263 shares representing 92.40% of the number of shares in issue represented in person or by proxy. The quorum present comprised of 59 shareholders represented by proxy and 2 shareholders represented in person. The notice convening the meeting having being circulated and the quorum being present, the Chairman declared the meeting duly constituted.

### **2. AUDITED FINANCIAL STATEMENTS**

#### **RESOLVE:**

“To receive and consider the audited financial statements for the year ended 31 December 2017.”

The Resolution was passed by 61 votes in favour present and represented in person or by proxy.

There were no votes against.  
There were no abstentions.  
The resolution was carried unanimously.

It was **RESOLVED** that the audited financial statements for the year ended 31 December 2017 be and are hereby adopted.

### **3. DIVIDEND**

#### **RESOLVE:**

“To approve the dividends as recommended by the directors.

The Resolution was passed by 61 votes in favour present and represented in person or by proxy.

There were no votes against.  
There were no abstentions.  
The resolution was carried unanimously.

It was **RESOLVED** that a special dividend of 40.7 thebe per share which was paid on 21 July 2017, an interim dividend of 15 thebe per share which was paid on 20 October 2017 and a final dividend of 31 thebe per share which was paid on 15 May 2018 as recommended by the directors respectively be and are hereby approved.

#### 4. RE-ELECTION OF DIRECTORS

##### RESOLVE:

“To elect directors of the Company who are retiring by rotation in terms of the Articles of Association: Messrs S Ndzinge, AM Siwawa and Ms C Mareka being eligible have offered themselves for re-election.”

4a) “To confirm the re-election of Dr S Ndzinge who retires by rotation in accordance with Article 62 of the Constitution and being eligible, offers himself for re-election.”

The Resolution was passed by 61 votes in favour present and represented in person or by proxy.

There were no votes against.  
There were no abstentions.  
The resolution was carried unanimously.

It was **RESOLVED** that the re-election of Dr S Ndzinge who retired by rotation in accordance with Article 62 of the Constitution and being eligible, offered himself for re-election be and is hereby confirmed.

4b) “To confirm the re-election of Mr AM Siwawa who retires by rotation in accordance with Article 62 of the Constitution and being eligible, offers himself for re-election.”

The Resolution was passed by 61 votes in favour present and represented in person or by proxy.

There were no votes against.  
There were no abstentions.  
The resolution was carried unanimously.

It was **RESOLVED** that the re-election of Mr AM Siwawa who retired by rotation in accordance with Article 62 of the Constitution and being eligible, offered himself for re-election be and is hereby confirmed.

4c) “To confirm the re-election of Ms C Mareka who retires by rotation in accordance with Article 62 of the Constitution and being eligible, offers herself for re-election.”

The Resolution was passed by 61 votes represented in person or by proxy.

0.01% voted against.  
92.39% voted in favour  
There were no abstentions.

In view of the majority voting in favour of the resolution, it was carried unanimously.

It was **RESOLVED** that the re-election of Ms C Mareka who retired by rotation in accordance with Article 62 of the Constitution and being eligible, offered herself for re-election be and is hereby confirmed.

**5. DIRECTOR'S REMUNERATION**

**RESOLVE:**

“To approve the remuneration of the directors for the year ended 31 December 2017.”

The Resolution was passed by 61 votes in favour present and represented by proxy.

There were no votes against.  
There were no abstentions.  
The resolution was carried unanimously.

It was **RESOLVED** that the remuneration of the directors for the year ended 31 December 2017 be and is hereby approved.

**6. AUDITOR'S REMUNERATION**

**RESOLVE:**

“To approve the auditor's remuneration for the 2017 audit.”

The Resolution was passed by 61 votes in favour present and represented by proxy.

There were no votes against.  
There were no abstentions.  
The resolution was carried unanimously.

It was **RESOLVED** that the auditor's remuneration for the 2017 audit be and is hereby approved.

**7. APPOINTMENT OF AUDITORS**

“To appoint Ernst & Young as auditors for the 2018 audit.”

The Resolution was passed by 61 votes in favour present and represented by proxy.

There were no votes against.  
There were no abstentions.  
The resolution was carried unanimously.

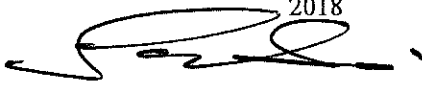
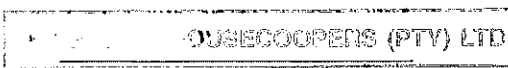
It was **RESOLVED** that Ernst & Young be and are hereby re-appointed as auditors for the 2018 audit.

**8. ANY OTHER BUSINESS**

There being no further business the meeting closed.

Confirmed this                      day of

  
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CHAIRMAN

 2018  
  
COMPANY SECRETARIES