

# NOTICE OF 2021 ANNUAL GENERAL MEETING FOR BANCABC BOTSWANA



Notice is hereby given that a virtual Annual General Meeting of Shareholders of **AFRICAN BANKING CORPORATION OF BOTSWANA LIMITED t/a BANCABC BOTSWANA** will be held on 28th July at 0900HRS or anytime thereafter for the purpose of transacting the following business:

## AGENDA

1. To receive, consider and adopt the Chairperson's report;
2. To receive, consider and adopt the Managing Director's report;
3. To receive, consider and approve the Annual Financial Statements for the year ended 31st December 2020, together with the Auditor's report herein;
4. To approve the remuneration of the auditors, KPMG Botswana for the year ender 31st December 2020;
5. To approve the remuneration paid to the Directors of BancABC Botswana for the year ended 31st December 2020;
6. To re-elect;
  - 6.1. Mrs. Lorato Nthando Moselelhanyane;
  - 6.2. Mr. Jacob Mooketsi Motlhabane; and
  - 6.3. Mrs. Beatrice Hamza - Bassey;who all retire by rotation in accordance with section 25.9.1. of the Constitution, and who all being eligible offer themselves for re-election;
7. To ratify the appointment of Mr. John Bosco Sebabi who was appointed during the financial year; and
8. To transact any other business which maybe transacted at an Annual General Meeting.

The profiles for Mrs. Lorato Nthando Moselelhanyane, Mr. Jacob Mooketsi Motlhabane, Mrs. Beatrice Hamza – Bassey and Mr. John Bosco Sebabi are set out at the end of this notice.

All shareholders are entitled to attend and vote at the above-mentioned meeting and entitled to appoint a proxy to attend, speak and to vote in his/her/their stead. A proxy need not also be a Shareholder. A proxy form is available at the end of this notice. The instrument appointing such a proxy must be lodged at or posted to the Transfer Secretaries at the below stated address **not less than 48 hours before the meeting**. Central Securities Depository Company of Botswana are authorized to receive and count postal votes.

A handwritten signature in black ink, appearing to read "Thato Mmile".

**Ms. Thato Mmile**  
Company Secretary

## Transfer Secretaries

Central Securities Depository Company of Botswana  
Contact details: 3674400 /09/11/12  
Contact person: Nonofa Phalatse or Ambrosia Khupe  
Postal address: Private bag 00417, Gaborone

# PROFILES FOR DIRECTORS UP FOR RE-ELECTION OR NEW APPOINTMENT



## DIRECTORS UP FOR RE-ELECTION

### i. LORATO NTHANDO MOSETLHANYANE

Having worked as an accountant at different levels, in different industries for over seventeen years, Mrs Mose tlhanyane brings wealth of experience to the BancABC Board. Having successfully completed the Professional Coaching Course (PCC) through the Centre for Coaching which is in partnership with the University of Cape Town's Graduate School of Business and New Ventures West (NVW) based in San Francisco, she left the corporate world, resigning from her position as Chief Finance Officer of a leading life Insurance company in Botswana to set up practice as a Certified Professional Integral Coach, coaching and training young and mature leaders, locally and internationally. Prior to forming PinnaLead, Lorato amassed 17 years working experience in the corporate world as an Accountant at different capacities.

Mrs. Mose tlhanyane is a Chartered Accountant by profession and a member of the Association of Certified Chartered Accountants (ACCA) and also holds a Masters in Business Administration (MBA) from Oxford Brookes University in the UK. She currently serves on the Board of G4S, a security company listed on the Botswana Stock Exchange.

### ii. JACOB MOOKETSI MOTLHABANE

Mr. Motlhabane is the former Head of Private Equity at African Alliance in Botswana where he double hatted as Acting Head of Asset Management and Corporate Advisory. He has previously the Chief Executive Officer of Turnstar Holdings, a property company listed on the Botswana Stock Exchange, and has also served time as group strategic business development manager for Letshego Holdings Limited, a microfinance company with operations in 9 countries. He has excelled at various senior management positions as a member of executive management team charged with various responsibilities including, driving strategic directions, preparing business plans, including scope and budget and also driving new business opportunities throughout Africa as well as facilitating mergers and acquisitions.

Mr. Motlhabane holds a Bachelor of Commence in Accounting from the University of Botswana and is currently pursuing a Masters of Business Administration at Mancosa in Botswana and Certificate in Management Accounting from the Chartered Institute of Management Accounting.

### iii. BEATRICE HAMZA BASSEY

Ms Hamza Bassey is Group General Counsel at Atlas Mara as Group General Counsel, a position she took up after almost two decades representing a host of multi-national corporate entities in compliance and corporate governance matters. Prior to joining Atlas Mara, she was a partner in the New York office of the Wall Street firm Hughes Hubbard & Reed where she was chair of the firm's Africa Practice Group and member of their Executive Committee. She represented the Trustee of the liquidation of Lehman Brothers Inc., the largest broker-dealer liquidation in the United States where she led the recovery and return of the multi-billion dollars to Lehman Brothers customers. She has garnered many awards accolades for her work by African, US and International media, and has been profiled by Forbes Africa and CNN's African Voices, as a top African lawyer. She obtained her law degrees from the University of Maiduguri, Nigerian Law School and Harvard Law School, Cambridge, Massachusetts.

## APPOINTMENTS DURING THE COURSE OF THE YEAR

### i. JOHN BOSCO SEBABI

Mr Sebabi has in the 20 years of being in the financial services sector, amassed experience as a seasoned banker, and through the process, has served as a key resource person on a number of Boards, Committees and Task Forces. He was a member of the G25 Panel of experts that was constituted by the World Bank, to set guidelines for successful regional integration of Financial Infrastructures.

Between March 2013 and April 2014, he was the Chief Operating Officer (C.O.O) for the East Africa Commodity Exchange that is mandated to uplift national and regional economies by eliminating market barriers to trading, providing access to financing to farmers and traders in return for commodities, and more broadly engaging in regional capital market development. July 2014 to October 2018, Bosco served as the Deputy Director General of the Rwanda Social Security Board in charge of funds management, managing assets over \$1 Billion in value.

He holds a Msc in International Economics, Banking and Finance from Cardiff University, Cardiff, Wales (The United Kingdom); a Bsc in Economics and an Associate degree in Economics both completed with distinctions from the National University of Rwanda; and a certificate in Financial Programming and Policy from the IMF. He is also a fellow of the Fletcher Leadership Program for Financial Inclusion of the Fletcher School, Tufts University. He also holds an executive education certificate of the Advanced Management Program (AMP), a sandwich program from Strathmore, Lagos and IESE business schools.

# PROXY FORM

For the year ended 31 December 2020

[To be completed by Holders of Linked Units]

**PLEASE READ THE NOTES OVERLEAF BEFORE COMPLETING THIS FORM**

For use at the virtual Annual General Meeting of Unit Holders of the company to be held at on 28th July 2021 at 0900HRS.

I / We  
(Name in block letters)Of (address)  
Hereby appoint

Or failing him/her  
Or failing him/her, the Chairman of the meeting as my/our proxy to act for me/us at the 2021 Annual General Meeting, to vote for or against the resolutions and/or abstain from voting in respect of the Linked Units registered in my/our name in accordance with the following instruction.

**NUMBER OF LINKED UNITS:**

	For	Against	Abstain
Ordinary resolution 1			
Ordinary resolution 2			
Ordinary resolution 3			
Ordinary resolution 4			
Ordinary resolution 5			
Ordinary resolution 6	Mosetlhanyane <input type="checkbox"/>	Mosetlhanyane <input type="checkbox"/>	Mosetlhanyane <input type="checkbox"/>
	Motlhabane <input type="checkbox"/>	Motlhabane <input type="checkbox"/>	Motlhabane <input type="checkbox"/>
	Hamza-Bassey <input type="checkbox"/>	Hamza-Bassey <input type="checkbox"/>	Hamza-Bassey <input type="checkbox"/>
Ordinary resolution 7			
Ordinary resolution 8			

Signed at:  
Date:

Signature:

**Assisted by (where applicable):**

Each Unit Holder who is entitled to attend and vote at a General Meeting is entitled to appoint one or more persons as proxy to attend speak and vote in place of the Unit Holder at the Annual General Meeting and the proxy so appointed need not be a member of the company.

**Please read notes 1 -7 below**

1. A Shareholder must insert the names of two alternative proxies of the Shareholders choice in the space provided with or without deleting "Chairman of the Annual General Meeting". The person whose name appears first on the form of proxy and whose name has not been deleted shall be entitled to act as proxy to the exclusion of those whose names follow.
2. A shareholder's instruction to the proxy must be indicated by the insertion of the relevant number of votes exercisable by the Shareholder in the appropriate space provided. Failure to comply herewith will be deemed to authorize the proxy to vote at the General Meeting as he/she deems fit in respect of the Shareholders votes exercisable thereat, but where the proxy is the Chairman, failure to comply will be deemed to authorize the proxy to vote in favour of the resolution. A Shareholder or his/her proxy is obliged to use all the votes exercisable by the Shareholder or by his/her proxy.
3. The completion and lodging of this form will not preclude the relevant Shareholder from attending the virtual General Meeting.
4. The Chairman of the Annual General Meeting may reject or accept any form of proxy not completed and/or received other than in accordance with these notes provided that he/she is satisfied as to the manner in which the Shareholder concerned wishes to vote.
5. An instrument of proxy shall be valid for the Annual General Meeting as well as for any adjournment thereof, unless the contrary is stated thereon.
6. The authority of a person signing the form of proxy under power of attorney or on behalf of a company must be attached to the form of proxy.
7. Where Ordinary Shares are held jointly, all Shareholders must sign. A minor must be assisted by his/her guardian.