

**G4S BOTSWANA LIMITED**  
**NOTICE OF THE ANNUAL GENERAL MEETING**

Notice is hereby given that the 2023 Annual General Meeting of G4S BOTSWANA LIMITED will be held at 14:00 hrs on Monday, 26 June 2023 at Cresta Lodge Gaborone, Samora Machel Dr, Gaborone.

**Agenda:**

1. To read notice convening the meeting.
2. Welcome and opening remarks by the Chairman.
3. Adoption of Agenda.
- A. Ordinary Resolutions**
4. To receive, consider and adopt the Audited Financial Statements for the year ended 31 December 2022 together with the Auditors Report.
5. To confirm the re-election of the following Director of the company:
  - i. Lourens Smit
6. To ratify the appointment of the following Directors of the company:
  - i. Thabo Matthews
  - ii. Colleen Motswaiso
  - iii. Wincey Ramaphoi
7. To ratify the appointment of the Finance Director of the company:
  - i. Boitumelo Molefe
8. To note the retirement of the following Director who retired on 10<sup>th</sup> May 2023:
  - i. Lorato Mosetlhanyane
9. To ratify the remuneration paid to Non-Executive Directors for the year ended 31 December 2022.
10. To ratify the remuneration paid to the auditors, Deloitte & Touche for the year ended 31 December 2022.
11. To appoint Deloitte & Touche as auditors for the ensuing year and authorize the Directors to fix their remuneration.
12. To close the meeting.

A member entitled to attend and vote may appoint a proxy to attend and vote for him on his behalf and such a proxy need not be a member of the company. The instrument appointing such a proxy must be deposited at the registered office of the company at Acumen Park, Plot 50370 Fairgrounds, Gaborone not less than 48 hours before the meeting.

By order of the Board

Grant Thornton Business Services (Pty) Ltd  
Company Secretary

5 June 2023

REGISTERED OFFICE:  
Plot 50370, Acumen Park, Fairgrounds  
P O Box 1157  
Gaborone



An ALLIED UNIVERSAL<sup>®</sup> Company

## PROXY FORM

[To be completed by shareholders]

**Please read the notes overleaf before completing this form**

For use at the Annual General Meeting of shareholders of the company to be held at Cresta Lodge, Samora Machel Dr, Gaborone at 14:00 hours on Monday, 26<sup>th</sup> June 2023.

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 2023 Annual General Meeting, to vote for or against the resolutions and/or abstain from voting in respect of the shares registered in my/our name in accordance with the following instruction.

NUMBER OF SHARES				
		For	Against	Abstain
Ordinary resolution 1	Agenda No 4			
Ordinary resolution 2 i. Lourens Smit	Agenda No 5			
Ordinary resolution 3  i. Thabo Matthews	Agenda No 6			
ii. Colleen Motswaiso				
iii. Wincey Ramaphoi				
Ordinary resolution 4 i. Boitumelo Molefe	Agenda No 7			

Ordinary resolution 5 i. Lorato Mosetlhanyane	Agenda No 8			
Ordinary resolution 6	Agenda No 9			
Ordinary resolution 7	Agenda No 10			
Ordinary resolution 8	Agenda No 11			

Signed at:

Date:

Signature:

Assisted by (where applicable)

Each Shareholder 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 Shareholder at the Annual General Meeting and the proxy so appointed need not be a member of the company.

***Please read notes 1 -7 on the reverse side hereof***

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 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.