



# CHOBE

## HOLDINGS LIMITED

### CHOBE HOLDINGS LIMITED ("Chobe Holdings" or "the Company")

Incorporated in the Republic of Botswana (Registration Number BW00001487283)

**Directors: J. M. Nganunu-Macharia (Chairperson), J. M. Gibson (Deputy Chairman & CEO), J. A. Bescoby (British), A. C. Dambe, B. D. Flatt, K. Ledimo, D. S. Ter Haar, A. M. Whitehouse (Australian), S. D. S. Fernando (Sri Lankan), L. Odumetse, J. K. Gibson (British), M. T. Sekgororoane**

## NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 2021 annual general meeting of Chobe Holdings Limited will be held via Microsoft Teams on Thursday 05th August 2021 at 5.00pm for the following purposes:

1. To read the notice convening the meeting and ascertain the quorum required to constitute the meeting.

#### ORDINARY BUSINESS:

2. To receive, consider and adopt the audited financial statements for the year ended 28 February 2021 together with the directors' and auditor's reports thereon.
3. To approve the zero distribution of a dividend as recommended by the Directors.
4. To re-elect the following directors who retire in accordance with the Constitution and, being eligible, offer themselves for re-election. Motions for re-election will be moved individually.

##### a) B. D. Flatt

A pilot by profession, Mr. Flatt was educated in Kenya. He worked in the hunting business in Botswana in the 1980s before starting an air charter company, Safari Air, in 1989. Mr. Flatt joined the Chobe group in 2002 when Chobe acquired a 50% interest in Safari Air which saw him become Managing Director of Desert & Delta Safaris, a 100% subsidiary of Chobe Holdings Limited, and subsequently appointed to the Chobe board as an Executive Director and Deputy CEO until he retired in December 2018.

##### b) J. M. Gibson

Articled to Spencer Shaw Hood and Company in South Africa he qualified as a chartered accountant, thereafter Mr. Gibson worked in the property development business in Johannesburg before moving to Botswana in 1983 having acquired an interest in the long-abandoned Chobe Game Lodge. Following the extended refurbishment and reestablishment of the Game Lodge as a leader in wildlife-based tourism, he, through investment vehicle Chobe Holdings Limited, of which he was CEO, brought various tourism entities, mostly previously under foreign control, under one locally owned corporate. In 2000 Jonathan Gibson listed the company on the Botswana Stock Exchange, the expansion drive thereafter continued which saw Chobe grow to become one of the most reputed tourism entities in Botswana and the only publicly owned corporate in the wildlife tourism industry in Botswana.

He has served as Chairman of the Chobe National Park Management Committee and a Board Member of Botswana Tourism Organisation in addition to serving as an executive member of Hospitality and Tourism Association of Botswana.

##### c) A. M. Whitehouse

Mr. Whitehouse was born in Queensland, Australia into a family that had interests in the hospitality industry as owners and managers of public houses. In becoming involved at an early age he carried on the family's ties with the industry and today he is a much respected and successful businessman with involvement in a number of establishments in and around Sydney, New South Wales. He is also a 50% shareholder and builder in award winning Sossusvlei Mountain Lodge in Namibia. In addition to his interests in the hospitality industry he is also a successful breeder of Angus cattle which are located on his farms in the Hunter Valley and a keen participant in the thoroughbred breeding and racing industry.

Mr. Whitehouse first visited Southern Africa in the 1980's and, through his family company, has been a shareholder of Chobe Holdings since its inception.

5. To appoint the following directors being eligible, offer them for appointment. Motion for appointment will be moved individually.

##### a) L. Odumetse

Mr Odumetse joined the Group in 1999 as a waiter at Desert & Delta Safaris' Camp Moremi in the Okavango Delta. On qualifying as a Professional Guide in 2000 he was transferred to Xugana Island Lodge, and has since managed Xugana Island Lodge, Camp Moremi and Savute Safari Lodge.

In 2005 Mr Odumetse was selected for Disney World's year-long International Cultural Exchange Program where he was employed as a savanna guide. Mr Odumetse was promoted to Group Assistant General Manager in 2013 and in 2014 was transferred to Ker & Downey Botswana, the Group's five-star camp operator, initially as General Manager before joining their board as Operations Director in 2017.

##### b) M. T. Sekgororoane

Ms. Sekgororoane's professional background is in the hospitality and tourism industry. She is an experienced executive with extensive operational, strategic planning and business leadership experience of over thirty years gained in various executive positions in the hospitality and tourism industry both locally and internationally.

The Founder, Chief Executive Officer of Botswana Tourism Organisation from 2006 to 2013, Myra re-joined the organisation in 2019 as CEO, and has recently retired.

She has served as a Non-Executive director of a number of companies in Botswana such as First National Bank of Botswana, Fairground Holdings Proprietary Limited, Kgalagadi Breweries Proprietary Limited and Lion Park Amusement Centre Proprietary Limited, Botswana Telecommunications Authority and Export Development and Investment Authority.

She currently serves as a Non-Executive director of Sechaba Brewery Holdings Limited, Coca-Cola Beverages Botswana Proprietary Limited and as a Trustee of the First National Bank of Botswana Foundation.

6. To approve the remuneration for the directors for the year ended 28 February 2021.
7. To appoint PricewaterhouseCoopers as auditors for the ensuing year.
8. To approve auditors' remuneration for the year ended 28 February 2021.
9. To transact such other business as may be transacted at an annual general meeting.

In the event that members wish to nominate any person(s) as directors other than one of the directors retiring, they should deliver to the company secretary, not less than five clear days before the date of the meeting, a nomination signed by a member qualified to attend and vote at the meeting, with notice signed by the nominated person(s) that they are willing to be elected as directors.

A member to attend and vote may appoint a proxy to attend and vote on his/her behalf and such proxy need not also be a member of the Company. The instructions appointing such a proxy must be deposited at the registered office of the Company or emailed to [info@chobeholdings.com](mailto:info@chobeholdings.com) not less than 48 hours before the meeting.

Members wishing to attend the virtual annual general meeting are to email their name and email address to [info@chobeholdings.com](mailto:info@chobeholdings.com). For administrative reasons it is asked that members send their details not less than 48 hours before the meeting.

**By order of the Board  
9 July 2021**

