



CHOBEBE HOLDINGS LIMITED

CHOBEBE HOLDINGS LIMITED ("Chobe Holdings" or "the Company")

Incorporated in the Republic of Botswana (Registration Number BW00001487283)

Directors: M.T. Sekgororoane (Chair), J.M. Gibson (Deputy Chairman), J.K. Gibson (British) (CEO), L. Odumetse (Managing Director), J.A. Bescoby (British), K. Otukile, S.D.S. Fernando (Sri Lankan), B.D. Flatt, K. Ledimo, J.M. Nganunu-Macharia, D.S. Ter Haar, A.M. Whitehouse (Australian)

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 2024 Annual General Meeting of Chobe Holdings Limited will be held at the Hilton Garden Inn Gaborone on Thursday 22nd August 2024 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 29 February 2024 together with the directors' and auditor's reports thereon.
3. To approve the distribution of a dividend as recommended by the directors.
4. To confirm the appointment of Ms. Kwenantle Otukile as a director of the Company.

Ms. Kwenantle Otukile is an accomplished legal professional and a corporate governance practitioner who has served extensively in the financial institutions as senior executive and director. She has over 18 years of experience practicing law in various capacities as an attorney and as a corporate lawyer. Ms. Kwenantle currently serves as Chief Legal Officer of the Botswana Public Officers Pension Fund ("BPOPF") overseeing its legal and governance affairs and ensuring that the institution creates value for its various shareholders. Ms. Otukile holds a Law Degree (LL. B) from the University of Botswana, a postgraduate diploma in Strategic Management from the University of Derby, United Kingdom, and a certificate in Investment Management from the University of Cape Town, South Africa amongst others.

5. To receive the resignations of Mr. Barry Derrick Flatt and Mr. Alexander M Whitehouse who retire in accordance with the Constitution and who do not offer themselves for re-election.

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) Lempheditse 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) Jonathan Moore Gibson

Articled to Spencer Shaw Hood and Company in South Africa Mr. Gibson qualified as a chartered accountant, thereafter he 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 re-establishment 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, Mr. 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) Myra 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 the Botswana Tourism Organisation from 2006 to 2013, Ms. Sekgororoane re-joined the organisation in 2019 again as CEO retiring in 2021. She currently Chairs the First National Bank of Botswana Foundation.

She has served as a Non-Executive Director of several companies in Botswana such as First National Bank of Botswana, Fairground Holdings Proprietary Limited, Kgalegadi Breweries Proprietary Limited, Lion Park Amusement Centre Proprietary Limited, Sechaba Brewery Holdings Limited, Coca-Cola Beverages Botswana Proprietary Limited, Botswana Telecommunications Authority and Botswana Export Development and Investment Authority.

6. To approve the remuneration for the directors for the year ended 29 February 2024.
7. To appoint Ernst & Young as auditors for the ensuing year.
8. To approve auditors' remuneration for the year ended 29 February 2024.
9. To re-elect the members of the Audit & Risk Committee.
10. To approve non-binding remuneration policy.
11. 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 not less than 48 hours before the meeting.

**By order of the Board
23 July 2024**

