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**ENGEN**

## Engen Botswana Limited

# NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 54th Annual General Meeting of Engen Botswana Limited will be held virtually on 29 June 2020 at 08h30 GMT+2 (Botswana). In compliance with national health guidelines, the Annual General Meeting will be hosted online via Microsoft Teams to facilitate social distancing. All shareholders who would like to attend the meeting either by proxy or in person must forward their email address to Francois Mintoor (francois.mintoor@engenoil.com) in order for a link to be provided for the meeting.

### Agenda

1. To read the notice convening the meeting.
2. To receive and consider the audited financial statements for the year ended 31 December 2019.
3. To approve the dividends as recommended by the directors.
4. To approve the appointment the following directors who were appointed during the year:
  - 4a) To confirm the appointment of Mr S Williams
  - 4b) To confirm the appointment of Ms H Morrison
5. To elect directors of the company who are retiring by rotation in terms of the Articles of Association:  
Messrs S Ndzinge, A Siwawa, and R Matthews being eligible have offered themselves for re-election.
  - 5a) To confirm the re-election of Mr S Ndzinge who retires in accordance with Article 62 of the Constitution and being eligible, offers himself for re-election.
  - 5b) To confirm the re-election of Mr A Siwawa who retires in accordance with Article 62 of the Constitution and being eligible, offers himself for re-election.
  - 5c) To confirm the re-election of Mr R Matthews who retires in accordance with Article 62 of the Constitution and being eligible, offers himself for re-election.
6. To approve the remuneration of the directors for the year ended 31 December 2019.
7. To approve the auditor's remuneration for the 2019 audit.
8. To appoint Ernst & Young as auditors for the 2020 audit.
9. To transact such other business as may be transacted at an Annual General Meeting.

Every member entitled to attend and vote at the meeting may appoint one or more persons as a proxy to attend, speak and vote in his/her stead. A proxy need not be a member of the company. The instructions appointing such a proxy must be deposited at the company's transfer offices or registered offices at least 48 hours before the meeting.

Proxies should be sent by email to the Transfer Office for the attention of Dolly Mmerekhi (dolly.mmerekhi@pwc.com) or by mail to P O Box 294 Gaborone.

### By order of the Board.

PricewaterhouseCoopers (Proprietary) Limited  
Company Secretaries  
**Gaborone**

02 June 2020