

**ENGEN BOTSWANA LIMITED**

**MINUTES OF THE 53<sup>rd</sup> ANNUAL GENERAL MEETING OF THE COMPANY HELD AT  
AVANI GABORONE RESORT & CASINO GABORONE ON THURSDAY 20 JUNE 2019 AT  
09.00 AM**

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**1. NOTICE OF MEETING**

The Chairman welcomed all to the meeting

The secretaries confirmed the presence of a quorum consisting of 65 shareholders holding 155,649,328 shares representing 97.45% of the number of shares in issue represented in person or by proxy. The quorum present comprised of 64 shareholders represented by proxy and 1 shareholder represented in person. The notice convening the meeting having been circulated and the quorum being present, the Chairman declared the meeting duly constituted.

**2. AUDITED FINANCIAL STATEMENTS**

**RESOLVE:**

“To receive and consider the audited financial statements for the year ended 31 December 2018.”

The Resolution was passed by 65 votes in favour present and represented in person or by proxy

There were no votes against  
There were no abstentions.  
The resolution was carried unanimously.

It was **RESOLVED** that the audited financial statements for the year ended 31 December 2018 be and are hereby adopted.

**3. DIVIDEND**

**RESOLVE:**

“To approve the dividends as recommended by the directors

The Resolution was passed by 65 votes in favour present and represented in person or by proxy

There were no votes against.  
There were no abstentions  
The resolution was carried unanimously.

It was **RESOLVED** that a final dividend of 39.873 thebe per share which was paid on 15 May 2019 as recommended by the directors respectively be and are hereby approved.

**4. RE-ELECTION OF DIRECTORS**

**RESOLVE:**

“To elect directors of the Company who are retiring by rotation in terms of the Articles of Association Messrs L Makwinja, F Kotze and V Bvumbi being eligible have offered themselves for re-election ”

- 4a) “To confirm the re-election of Mr L Makwinja who retires by rotation in accordance with Article 62 of the Constitution and being eligible, offers himself for re-election.”

The Resolution was passed by 65 votes in favour present and represented in person or by proxy

There were no votes against  
There were no abstentions  
The resolution was carried unanimously

It was **RESOLVED** that the re-election of Mr L Makwinja who retired by rotation in accordance with Article 62 of the Constitution and being eligible, offered himself for re-election be and is hereby confirmed

- 4b) “To confirm the re-election of Mr F Kotze who retires by rotation in accordance with Article 62 of the Constitution and being eligible, offers himself for re-election ”

The Resolution was passed by 65 votes in favour present and represented in person or by proxy

There were no votes against  
There were no abstentions.  
The resolution was carried unanimously.

It was **RESOLVED** that the re-election of Mr F Kotze who retired by rotation in accordance with Article 62 of the Constitution and being eligible, offered himself for re-election be and is hereby confirmed.

- 4c) “To confirm the re-election of Mr V Bvumbi who retires by rotation in accordance with Article 62 of the Constitution and being eligible, offers himself for re-election ”

The Resolution was passed by 65 votes in favour present and represented in person or by proxy.

There were no votes against.  
There were no abstentions  
The resolution was carried unanimously.

It was **RESOLVED** that the re-election of Mr V Bvumbi who retired by rotation in accordance with Article 62 of the Constitution and being eligible, offered himself for re-election be and is hereby confirmed.

## 5. **DIRECTOR'S REMUNERATION**

### **RESOLVE:**

“To approve the remuneration of the directors for the year ended 31 December 2018 ”

The Resolution was passed by 60 votes in favour present and represented by proxy.

There were no votes against  
5 shareholders present by proxy abstained from voting.  
The resolution was carried unanimously

It was **RESOLVED** that the remuneration of the directors for the year ended 31 December 2018 be and is hereby approved

**6. AUDITOR'S REMUNERATION**

**RESOLVE:**

"To approve the auditor's remuneration for the 2018 audit "

The Resolution was passed by 65 votes in favour present and represented by proxy

There were no votes against  
There were no abstentions.  
The resolution was carried unanimously

It was **RESOLVED** that the auditor's remuneration for the 2018 audit be and is hereby approved

**7. APPOINTMENT OF AUDITORS**

"To appoint Ernst & Young as auditors for the 2019 audit "

The Resolution was passed by 65 votes in favour present and represented by proxy

There were no votes against  
There were no abstentions.  
The resolution was carried unanimously.

It was **RESOLVED** that Ernst & Young be and are hereby re-appointed as auditors for the 2019 audit

**8. ANY OTHER BUSINESS**

There being no further business the meeting closed

Confirmed this 21<sup>ST</sup> day of JUNE

2019



CHAIRMAN

  
**PRICEWATERHOUSECOOPERS (PTY) LTD**

COMPANY SECRETARIES