

ENGEN BOTSWANA LIMITED
MINUTES OF THE 2023 ANNUAL GENERAL MEETING OF SHAREHOLDERS HELD
ON 18 OCTOBER 2023 AT 1000HRS

A WELCOME REMARKS AND INTRODUCTION

1. Welcoming

The Chairperson welcomed all the shareholders or their proxies present.

2. Attendance register

All the shareholders or their representatives who were entitled to vote at the meeting had submitted their completed voting forms or forms of proxy prior to the meeting.

3. Quorum

The representation of 74 shareholders of shares listed on the Botswana Stock Exchange, totaling 156 208 441 shares and 97.80% % of the total shares in issue, resulted in a quorum being present. On that note, the Chairperson declared the meeting duly constituted.

4. Notice of meeting

The notice convening the meeting that was posted to the shareholders on X News on 28 September 2023 was taken as read.

5. Procedures

The Chairperson proposed each resolution in the same order as presented in the notice of the meeting.

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A. ORDINARY RESOLUTIONS

1. To receive, consider and adopt the Audited Annual Financial Statements for the year ended 31 December 2022 together with the Auditors report to the Board.

1.1 The Resolution was passed by shareholders representing 100% of the shares held by those who had submitted their votes through proxy.

1.2 There were no votes against.

1.3 There were no abstentions.

1.4 The Resolution was carried unanimously.

1.5 It was **RESOLVED** that the Audited Annual Financial Statements for the year ended 31 December 2022 together with the auditor's report be and are hereby adopted.

2. To approve the distribution of interim dividend declared for the year ended 31 December 2022 at 79.4 thebe per share and 63.7 thebe per share for the final dividend.

2.1 The Resolution was passed by shareholders representing 100% of the shares held by those who had submitted their votes through proxy.

2.2 There were no votes against.

2.3 There were no abstentions.

2.4 The Resolution was carried unanimously.

2.5 It was **RESOLVED** that the distribution of interim dividend declared for the year ended 31 December 2022 at 79.4 thebe per share and 63.7 thebe per share for the final dividend be and are hereby approved.

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3. To confirm the re-election of the following as Directors of the Company

3.1 To confirm the re-election Dr Shabani Ndzinge as Director of the Company.

3.1.1 The Resolution was passed by shareholders representing 84.61% of the shares held by those who had submitted their votes through proxy.

3.1.2 Shareholders representing 15.39% of shares held by those who had submitted their votes through proxies voted against.

3.1.3 There were no abstentions.

3.1.4 It was **RESOLVED** that the re-election of **Dr Shabani Ndzinge as** Director of the Company be and is hereby confirmed.

3.2 To confirm the re-election Mr. Anthony Siwawa as Director of the Company.

3.2.1 The Resolution was passed by shareholders representing 84.61% of the shares held by those who had submitted their votes through proxy.

3.2.2 Shareholders representing 15.39% of shares held by those who had submitted their votes through proxies voted against.

3.2.3 There were no abstentions.

3.2.4 It was **RESOLVED** that the re-election of **Mr. Anthony Siwawa as** Director of the Company be and is hereby confirmed.

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3.3 To confirm the re-election of Mr. Frederik Kotze as Director of the Company.

- 3.3.1 The Resolution was passed by shareholders representing 99.81% of the shares held by those who had submitted their votes through proxy.
- 3.3.2 Shareholders representing 0.19% of shares held by those who had submitted their votes through proxies voted against.
- 3.3.3 There were no abstentions.
- 3.3.4 It was **RESOLVED** that the re-election of **Mr. Frederik Kotze** as Director of the Company be and is hereby confirmed.

3.4 To confirm the re-election of Mr. Leonard Makwinja as Director of the Company.

- 3.4.1 The Resolution was passed by shareholders representing 100% of the shares held by those who had submitted their votes through proxy.
- 3.4.2 There were no votes against.
- 3.4.3 There were no abstentions.
- 3.4.4 The Resolution was carried unanimously.
- 3.4.5 It was **RESOLVED** that the re-election of **Mr. Leonard Makwinja** as Director of the Company be and is hereby confirmed.

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4. To ratify the remuneration of P2 009 556 paid to the Non-Executive Directors for the year ended 31 December 2022

4.1 The Resolution was passed by the shareholders representing 100% of shares held by those who had submitted their votes through proxy.

4.2 There were no votes against.

4.3 Shareholders representing 1.29% of shares in issue abstained from voting.

4.4 It was **RESOLVED** that the remuneration of **P2 009 556** paid to the Non-Executive Directors for the year ended 31 December 2022 be and is hereby ratified.

5. To consider and approve the remuneration to be paid to the Non-Executive Directors for the year ending 31 December 2023. It was noted that the remuneration for the Non-Executive Directors for the year ending 31 December 2023 had been adjusted based on the CPI @ 8.4%. No other changes had been made to the remuneration.

5.1 The Resolution was passed by shareholders representing 94.68% of the shares held by those who had submitted their votes through proxy.

5.2 Shareholders representing 5.32% of shares held by those who had submitted their votes through proxies voted against.

5.3 Shareholders representing 1.29% of shares in issue abstained from voting.

5.4 It was **RESOLVED** that the remuneration to be paid to the Non-Executive Directors for the year ending 31 December 2023 be and is hereby approved.

6. To ratify the remuneration paid to the auditors, Pricewaterhousecoopers (PWC) amounting to P 1 230 000 for the year ended 31 December 2022.

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6.1 The Resolution was passed by shareholders representing 99.71% of the shares held by those who had submitted their votes through proxy.

6.2 Shareholders representing 0.29% of shares held by those who had submitted their votes through proxies voted against.

6.3 There were no abstentions.

6.4 It was **RESOLVED** that the remuneration paid to auditors Pricewatercoopers (PWC) amounting to P1 230 000 for the year ended 31 December 2022 be and is hereby ratified.

7. To appoint Pricewaterhousecoopers (PWC) as auditors for the ensuing year ending 31 December 2023 and authorize the directors to fix their remuneration.

7.1 The Resolution was passed by shareholders representing 100% of the shares held by those who had submitted their votes through proxy.

7.2 There were no votes against.

7.3 There were no abstentions.

7.4 The Resolution was carried unanimously.

7.5 It was **RESOLVED** that Pricewaterhousecoopers (PWC) be and are hereby appointed as auditors of the Company for the year ending 31 December 2023.

8. TO CLOSE MEETING

There being no further business to discuss, the Chairman closed the meeting at 10:17hours.

Confirmed on 20th day of November 2023.



CHAIRMAN