



Sibaya Sub Precinct 1B Management Association (RF) Non-Profit Company

Registration No. 2016/430621/08

(“the Company”)

Notice of the Annual General Meeting

Notice is hereby given that the Annual General Meeting of the Members of the Sibaya Sub-Precinct 1B Management Association NPC will be held via Microsoft Teams on 20 October 2021 at 10h30 for the following purposes:

1. To receive the Chairman’s Report.
2. To receive and adopt the audited annual financial statements for the year ended 31 March 2021, which incorporates the independent auditors report.
3. To re-appointment Baker Tilly Morrison Murry Incorporated as the auditors of the Company.
4. To elect directors in terms of Article 5 of the Memorandum of Incorporation.

During the Development Period the Board shall comprise of a maximum of four Directors and a minimum of three, three of whom shall be nominees of the Developer.

It would facilitate secretarial procedures if nominations for the appointment of Directors could be emailed to cherrie@urbanmgt.co.za by no later than 6 October 2021. Nominations must be in writing with the name of the proposer and seconder, the acceptance of such nomination by the nominee, and should be accompanied by the curriculum vitae of such nominee. A nomination form is enclosed for this purpose.

5. To transact such other business as may be transacted at an annual general meeting.

NOTE:

Any member entitled to attend and vote is entitled to appoint a proxy to attend, vote and speak in his/her stead, and such proxy need not also be a member of the Company.

Items for discussion under any agenda item should be advised to the Chair of the Sibaya Sub-Precinct 1B Management Association and emailed to cherrie@urbanmgt.co.za by no later than the 6 October 2021. Please note that such notification must be in writing.

In terms of clause 14.13 of the Memorandum of Incorporation, any member who is 60 (sixty) days or more in arrears in the payment of any levies due to the Association in terms of the MOI, shall not be allowed to vote at the meeting, either in person or by proxy

By order of the Board

Sibaya Sub Precinct 1B Management Association (RF) Non-Profit Company

Registration No. 2016/430621/08

Agenda

1. Welcome

2. Apologies

3. Notice of meeting and quorum

A quorum required for the Annual General Meeting is Members holding between them, in aggregate, not less than 5% of the rights (bulk ownership) entitled to vote, personally present, or by its duly authorized representative (subject to 3 (three) Members personally present), provided that for the Development Period, 1 (one) of such Members is the Developer.

4. To adopt the Minutes of the Annual General Meeting held on 13 October 2020.

5. Matters arising from the previous Annual General Meeting minutes.

6. Chairman's Report to be presented.

7. Resolution 1: To receive and adopt the annual financial statements for the year ended 31 March 2021 which incorporates the report of the independent auditors.

8. Resolution 2: To re-appoint Baker Tilly Morrison Murry as the auditors of the Company.

9. Resolution 3: To elect Directors for the ensuing year. Current directors who will resign include Hlalelo Makwabe, Daniel Gardiner and Graeme Phillips.

10. General

11. Close of Meeting

By order of the Board



Sibaya Sub Precinct 1B Management Association (RF) Non-Profit Company

Registration No. 2016/430621/08

Directors Nomination Form for the Annual General Meeting of 20 October 2021

I, the undersigned:.....

duly authorised representative of:.....

being a fully paid up member of the Association and registered owner of Ptn:.....

in the area known as Sibaya Sub Precinct 1B Management Association, hereby nominate for appointment as Director of the Association:

.....

Proposer's signature

Nominee's signature

NOTE:

Directors Nomination Form should be emailed to cherrie@urbanmgt.co.za for the attention the Chair of the Sibaya Sub Precinct 1B Management Association by 6 October 2021.



Sibaya Sub Precinct 1B Management Association (RF) Non-Profit Company

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Form of Proxy

I, the undersigned.....

duly authorised as representative of.....

being a fully paid up member of the Association and registered owner of Ptn No:.....

in the area known as **Sibaya Sub-Precinct 1B Management Association**, hereby appoint:

..... (Name of Proxy)

Or, failing him/her, the Chairman of the meeting, as my proxy to vote for me and on my behalf at the Annual General Meeting of the Association to be held on 20 October 2021.

I record that my proxy will vote as he/she thinks fit.

Signed at:..... this.....day of.....2021

Signature:.....

FOR AND BEHALF OF:.....

NOTE:

Proxy forms should be emailed to cherrie@urbanmgt.co.za for the attention the Chairman Sibaya Sub Precinct 1B Management Association by 6 October 2021.



Sibaya Sub-precinct 1B (RF) Non-Profit Company

Registration No. 2016/430621/08

Minutes of the 4th Annual General Meeting held via Microsoft Teams Meeting on 13 October 2020 at 14h15

Directors:

Name	Initial	Representing	Present	Apologies
Andile Mnguni	AM	Tongaat Hulett Developments (THD)	In attendance	
Daniel Gardner	DG	Tongaat Hulett Developments (THD)		Apologies (proxy)
Graeme Phillips	GP	Garlicke & Bousefield	In attendance	

By Invitation:

Name	Initial	Representing	Present	Apologies
Wicus Jacobs	WJ	Shoreline	In attendance	
Neil Slatter	NS	Balize	In attendance	
Dayalan Chetty	DC	Shoreline	In attendance	
Brian Wright	BW	Sibaya Management Association	In attendance	
Jarrod Evans	JE	Sibaya Management Association	In attendance	
Gray Braatvedt	GB	Sibaya Management Association	In attendance	
Maxine Schilz	KW	Sibaya Management Association	In attendance	
Bruce Macaulay	BM	Sibaya Management Association	In attendance	
Cherrie Francis	CF	Sibaya Management Association	In attendance	
Hlonipani Mpanza	HM	Sibaya Management Association	In attendance	
Monique Sharpley	MSh	Baker Tilly Morrison Murray	In attendance	

AGM 1/20	Welcome and Introductions	Action
	Graeme Phillips (GP) welcomed all to the 4th Annual General Meeting of the Directors of the Sibaya Sub-Association 1B (RF) Non-Profit Company ('the Association'). GP introduced the Board of Directors to the meeting, as follows: • Andile Mnguni - Tongaat Hulett Developments • Dan Gardner - FWJK • Graham Phillips - Garlicke & Bousefield Inc. GP further introduced the Management Team to the meeting, as follows: • Gray Braatvedt – Precinct Manager • Jarrod Evans – Head of Operations North • Brian Wright – Head of Strategy • Joanne Barnard – Head of Corporate Governance & Company Secretariat • Maxine Schilz – Head of Finance • Cherrie Francis – Company Secretariat support It was noted that the Auditor of the Company was Baker Tilly Morrison Murray and were in attendance to respond to any questions pertaining to the Annual Financial Statements.	
AGM 2/20	Apologies	
a.)	Apologies were recorded as listed above.	
AGM 3/20	Quorum	
	Attendees confirmed receipt of due notice of the meeting. A quorum required for the Annual General Meeting was members holding between them, in aggregate, not less than 5% of the rights (bulk ownership) entitled to vote, personally present, or by its duly authorized representative (subject to 3 (three) Members personally present), provided that for the Development Period, 1 (one) of such Members is the Developer. Cherrie Francis (CF) confirmed that a quorum was present.	
AGM 4/20	Minutes of the Previous meeting held on <u>19 September 2019</u>	
	The Minutes of the Annual General Meeting held on <u>19 September 2019</u> had been circulated to attendees before the meeting. It was noted that there were no changes to the minutes, and they were therefore approved and adopted.	
AGM 5/20	Matters arising from the previous meeting	
	There were no matters arising from the previous meeting minutes.	
AGM 6/20	Presentation of the Annual Report by exception	
	The meeting noted the Chairman's Report, as circulated ahead of the meeting, which was taken as read and by exception.	

AGM 7/20	Resolution 1: To receive and adopt the annual financial statements for the year ended <u>31 March 2020</u>, which incorporates the Chairman's report to members, and the report of the independent auditors.	
	The meeting noted that the Annual Financial Statements for the period ended 31 March 2020, which included the Chair's Review and the Report of the Independent Auditors, as circulated ahead of the meeting. There being no comments, acceptance and approval of the <u>AFS was proposed by Andile Mnguni (AM) and seconded by Graeme Phillips (GP) and the motion was put to the meeting and unanimously carried.</u>	
AGM 8/20	Resolution 2: To re-appoint of the Auditors of the Company.	
	The Chair moved to re-appoint Baker Tilly Morrison Murray as the Auditors of the Company and the motion was put out to the meeting and <u>was unanimously carried.</u>	
AGM 9/20	Resolution 3: To elect directors for the ensuing year	
	GP explained that the Directors would retire at this Annual General Meeting and that the following Directors would be available for re-election: • Andile Mnguni - Tongaat Hulett Developments • Dan Gardner - FWJK • Graham Phillips - Garlicke & Bousfield Inc. Andile Mnguni and Graham Phillips were automatically appointed to the Board, as they were appointed representatives of THD. Dan Gardner's appointment was proposed by Andile Mnguni and seconded by Graham Phillips. There were no objections to the nominations, therefore GP moved that the nominees be elected to the Board until the next Annual General Meeting. <u>The motion was unanimously carried.</u>	
AGM 10/20	General	
	The Chair asked whether there was any other business to be dealt with under general and the following items were raised:	
a.)	None.	
AGM 11/20	Meeting Closure	
	There being no further business the Chair thanked the meeting for their attendance and declared the meeting closed at 14h17.	
	Read and confirmed this _____ day of _____ 2020 _____ Chair	