

POSITION STATEMENT OF THE COMPANY SECRETARY

Main responsibilities include:

1. Compliance

- i. Ensuring that the organisation complies with its constitutive documents and all relevant statutory and regulatory requirements, Code of Ethics and internal policies approved by the Board;
- ii. Maintaining Statutory Registers.

2. Board and committee meetings

- i. Developing the agenda of the Board and Committee meetings, as well as Notice of Annual Meeting of Shareholders, in consultation with the Chairman and the CEO;
- ii. Circulating agendas and any supporting papers as part of a Board pack in good time to the Board and its committees;
- iii. Ascertaining that quorum of meetings is present;
- iv. Taking minutes of Board and Committee meetings and circulate the draft minutes in a timely manner to all relevant members;
- v. Ensuring that meetings and resolutions of the Board and Annual Meeting of Shareholders are properly convened, held and passed in accordance with the Company's constitutive documents as well as relevant statutory and regulatory requirements.

3. Board members – Appointment, induction and development

- i. Ensuring that the procedure for the appointment of directors is properly carried out;
- ii. Assisting in the proper induction of directors and assess the specific training needs of directors/executive management;
- iii. Guiding the Board on how their responsibilities should be properly discharged in the best interests of the organisation;
- iv. Providing comprehensive practical support and guidance to directors;
- v. Devising relevant timelines, checklists and any compliance documents with regard to ad-hoc projects of the organisation.

4. Communication and Reporting

- i. Drafting reports as required by law, including corporate governance report to include in the Annual Report of the organisation;
- ii. Liaising with relevant regulatory bodies as and when required;
- iii. Communicating with shareholders and ensuring that due regard is paid to their interests; and
- iv. Acting as a primary point of contact (often via the share registrar) for all shareholders and proxy voting / corporate governance adviser.