



The African Seed Company

ANNUAL GENERAL MEETING NOTICE TO SHAREHOLDERS

Notice is hereby given that the **23rd Annual General Meeting** of Members of Seed Co International Limited ("the Company") will be held Virtually on **Wednesday the 20th of September 2023 at 12:30 GMT+2 (Botswana)**. The Annual General Meeting will be hosted online via the Escrow Group platform.

Members will be asked to consider, and if deemed fit, to pass with or without modification, the resolutions set out below: -

ORDINARY BUSINESS: - As ordinary resolutions:

- 1. Approval of the Audited Financial Statements and Reports**
To receive, consider and adopt the Annual Financial Statements and Reports of the Directors and Auditors for the year ended 31 March 2023.
- 2. Appointment of Directors**
 - a) To note the retirement of Mr. Michael S. Ndoro during the year.
 - b) To note the retirement of Mr. David E. B. Long at the end of the AGM and is not seeking re-election.
 - c) To note the retirement of Mr. Chance Kabaghe by rotation in terms of section 21.9.1 of the Articles of Association and being eligible offers himself for re-election.
 - d) To note the retirement of Mr. Frederic Savin by rotation in terms of section 21.9.1 of the Articles of Association and being eligible offers himself for re-election.
 - e) To note the retirement of Mr. Philippus R. de Wet by rotation in terms of section 21.9.1 of the Company's Constitution and being eligible offers himself for re-election.
 - f) To note the retirement of Ms. Kushatha Moswela by rotation in terms of section 21.9.1 of the Company's Constitution and being eligible offers herself for re-election.

NB: Motions for the election of directors will be moved individually.
- 3. Approval of Directors' fees**
To approve the Directors' fees for the year ended 31 March 2023 amounting to \$291,101.
- 4. Approval of Auditors' fees and reappointment**
To approve the remuneration of the auditors amounting to \$123,887 for the past annual audit and re-appoint Ernst & Young, Chartered Accountants (Botswana) as auditors for the current year.
- 5. Dividend ratification**
To note and ratify the declared dividend of 0.25 US cents per share payable out of the Company's distributable reserves from the financial year ended 31 March 2023.

Registration of the AGM

The Annual General Meeting will be held virtually. Members can participate using the following link <https://escrowagm.com/eagmZim/Login.aspx>. Please contact **Lesley Muzamba** for assistance with registration for the annual general meeting, email: lesley@escrowgroup.org

Annual Report

The Company's Annual Report is now available on the Company's website, <https://www.seedcogroup.com/investors/results/annual-reports>, copies of the Annual Report have also been sent to Shareholders whose emails are on record.

By Order of the Board

Eric Kalaote
Company Secretary
29 August 2023

Notes

A member entitled to attend and vote at the meeting may appoint one or more proxies to attend, vote and speak in their stead. The proxy need not be a member of the company. To be effective, the form of the proxy must be lodged at the company's office at least 48 hours before the meeting.

