



The African Seed Company

SEED CO INTERNATIONAL LIMITED

Notice of annual general meeting to seed co international limited shareholders

Notice is hereby given that the **25th Annual General Meeting** of Members of Seed Co International Limited ("the Company") will be held Virtually on **Friday, the 5th of September 2025, at 11:00 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 2025.

2. Appointment of Directors

- a. To note the resignation of Mr. John Matorofa, Mr. Regis Daniel Andre Fournier and Mr. Rudolph Phillipus De Wet during the year.
- b. In terms of section 21.9.1 of the Company's Constitution, Mr. Frederic Savin and Mr. Chance Kabaghe retire by rotation. The directors have not offered themselves for re-election.
- c. 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 offer themselves for re-election.
- d. To note the retirement of Andrew Graeme Barron by rotation in terms of section 21.9.1 of the Company's Constitution and being eligible offer themselves for re-election.
- e. To note, in terms of section 21.4 of the Company's Constitution, the new appointment and election of Mr. Nicholas Charles Bennett, who was duly selected by the Board Nominations Committee.

Mr. Nicholas Charles Bennett serves as Head of Territory Africa, Asia-Pacific & Business Development at Limagrain Field Seeds.

He is a marketing and sales expert with a Bachelor of Horticulture from the University of Western Sydney, specialising in agronomy, horticultural production, viticulture, ecology, biometry, plant pathology, and botany.

- f. To note, in terms of section 21.4 of the Company's Constitution, the new appointment and election of Mr. Tineyi Chatiza who was duly selected by the Board Nominations Committee. To note, in terms of section 21.4 of the Company's Constitution, the new appointment and election of Mr. Tineyi Chatiza who was duly selected by the Board Nominations Committee.

Mr. Tineyi Chatiza is currently the Group Chief Financial Officer for Seed Co International Limited. He is a Chartered Certified Accountant and a Fellow of the Association of Chartered Certified Accountants (ACCA-UK) and a Fellow member of the Botswana Institute of Chartered Accountants (BICA). He is also a Registered Public Accountant in Zimbabwe. Mr. Chatiza holds a Bachelor of Business Studies (Honors) in Finance and Banking from the University of Zimbabwe and a Diploma in Banking from the Institute of Bankers of Zimbabwe (IOBZ). Additionally, he is an Associate of the Institute of Risk Management of South Africa (IRMSA) and has completed the Advanced Management Program at the Wharton School of Business, USA.

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 2025, amounting to US\$328,150 (2024: US\$301,628).

4. Approval of Auditors' fees and reappointment

To approve the remuneration of the auditors amounting to US\$100,623 (2024: US\$94,100) 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 0.72 US cents per share (2024: 0.31 US cents per share) payable out of the Company's distributable reserves from the financial year ended 31 March 2025.

By Order of the Board



Eric M. Kalaote

Company Secretary
15 August 2025

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.

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 Robert Mazvanara for assistance with registration for the annual general meeting, email: robert@escrowgroup.org and you can also call/WhatsApp the following helplines **+263 71 524 5730; +263 77 2289 768**

Annual Report

The Company's Annual Report shall be available on the Company's website (seedcogroup.com) investor relations section.

