



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 **24<sup>th</sup> Annual General Meeting** of Members of Seed Co International Limited (“the Company”) will be held Virtually on **Friday the 13<sup>th</sup> of September 2024, 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 2024.

**2. Appointment of Directors**

- a) To note the resignation of Mr. Patrick Spadin during the year.
- b) To note the retirement of Mr. Pearson Gowero by rotation in terms of section 21.9.1 of the Company’s Constitution and being eligible offer themselves for re-election.
- c) To note the retirement of Mrs. Remina Charity Davidzo Chitengu 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 Mr. Fermin Jesus Azanza Moriones 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 the retirement of Mr. Régis Daniel André Fournier by rotation in terms of section 21.9.1 of the Company’s Constitution and being eligible offer themselves for re-election.
- f) To note, in terms of section 21.4 of the Company’s Constitution, the new appointment and election of Mr. Kenias Mafukidze who was duly selected by the Board Nominations Committee.

Mr. Kenias Mafukidze is a Chartered Accountant with an MBA (Finance) from Manchester University as well as an MPhil in Development Finance from Stellenbosch University. Kenias is currently the Group CEO of Alpha Media Holdings Limited.

- g) To note, in terms of section 21.4 of the Company’s Constitution, the new appointment and election of Mr. Maxen Phillip Karombo who was duly selected by the Board Nominations Committee.

Mr. Maxen Phillip Karombo is a Chartered Marketer and a Fellow of the Chartered Institute of Marketing (CIM) and holds a BTech Honours Degree and an MBA both from the University of Zimbabwe. Maxen is currently the Group CEO of OK Zimbabwe Limited.

- h) To note, in terms of section 21.4 of the Company’s Constitution, the new appointment and election of Mr. Anthony Carvalho who was duly selected by the Board Nominations Committee.

Mr. Anthony Carvalho is a qualified finance professional who holds a Master’s in Information Systems (Institut Mines-Telecom SudParis), supplemented by a Master’s in Audit & Financial Advisory (Université Paris Dauphine) and a Master’s in Finance (ESSEC). Anthony is the Chief Financial Officer for the Limagrain Group.

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 2024 amounting to \$301,628 (2023 \$291,101).

**4. Approval of Auditors’ fees and reappointment**

To approve the remuneration of the auditors amounting to \$123,567 (2023 \$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 0.31 US cents per share (2023 0.25 US cents per share) payable out of the Company’s distributable reserves from the financial year ended 31 March 2024.

### 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](mailto:lesley@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 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 M. Kalaote  
Company Secretary  
22 August 2024

### 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.

