

NOTICE OF MEETING & AGENDA

We **know** you better

Notice is hereby given that the first annual general meeting of shareholders of BBS Limited ("BBS") will be held at **AVANI HOTEL & CONFERENCE CENTER, GABORONE** on **Friday 28 September 2018 at 10h00** or any adjournment or postponement thereof, to: (i) consider and, if deemed fit, pass, with or without modification, the ordinary resolutions set out below, and (ii) deal with such other business as may be dealt with at the meeting.

Each of the ordinary resolutions number 1 to 3 requires the support of more than 50% of the votes exercised on the resolution in order to be approved.

1. Acceptance and adoption of Minutes of the then Botswana Building Society Annual General Meeting held on 24 August 2017

Ordinary Resolution number 1

"Resolved that the Minutes of the BBS Annual General Meeting held on 24 August 2017 be and are hereby approved"

2. Acceptance and adoption of annual financial statements, auditor's report and the annual report

Ordinary Resolution number 2

"Resolved that the audited financial statements of the Company, including the Independent Auditor's Report, Directors' Report and the Finance and Audit Committee's Report, for the year ended 31 March 2018, be accepted and adopted."

Additional information in respect of Ordinary resolution number 2

The full set of annual financial statements of the Company for the 2017/18 financial year are available on our website, have been emailed to shareholders or are available by request from the Company Secretary at 3971396 or bbs@bbs.co.bw

3. Re-appointment of the independent external auditor

Ordinary Resolution number 3

"Resolved that KPMG be re-appointed as the independent external auditor of the Company until the conclusion of the next annual general meeting in accordance with section 191(1) of the Companies Act, 2009".

4. Update on the demutualisation of BBS

The Chairman of the Board will give a verbal update on progress in respect of the demutualisation of BBS. Shareholders will be given an opportunity to comment or seek clarification.

Attendance and voting by shareholders or proxies

A BBS shareholder is entitled to attend and vote at the annual general meeting. Alternatively, a BBS shareholder may appoint a proxy to attend, participate in and vote at the meeting in the place of the shareholder. A proxy need not be a shareholder of the company.

Voting on the ordinary and special resolutions will in the first instance be decided by voice or show of hands, unless a poll is demanded pursuant to section 67.1 of the BBS Limited Constitution. If voting is by show of hands, every shareholder or proxy present will have one vote, irrespective of the number of shares held in the company by the shareholder. On a poll, every shareholder or proxy present shall have one vote for every share held in the company by the shareholder.

Proof of identification

All persons, including shareholders and proxies, will be required to provide reasonably satisfactory identification before attending or participating in the meeting. Forms of identification, which must be presented are a valid identity card, driver's licence or passport. **Registration for the meeting will open at least 30 minutes before the meeting.**

The form of proxy or other authority appointing the proxy must be delivered to BBS Limited, Plot 13108-12, Corner of Lemmenyane and Segoditshane Roads, Broadhurst, Gaborone; posted (**at the risk of the shareholder**) to BBS Limited at PO Box 40029, Gaborone; or emailed to BBS Limited at bbs@bbs.co.bw and must be duly received by the Company at least 48 hours before the annual general meeting.

By order of the BBS Board



Siphon H. Showa

Board Secretary

The 2017/18 BBS Financial Report is available on the BBS website, <https://www.bbs.co.bw/publications>.



www.bbs.co.bw