

THE SA BIOGAS ASSOCIATION NPC
(hereinafter referred to as “the Association” or “the Company”)
Registration Number of Company 2016 / 318998 / 08

A. Notice

Notice is hereby given to the members of the Company (“members”) that the Annual General Meeting of the members (“Annual General Meeting” or “AGM”) will be held on Tuesday 5 December 2023 at 09h00 to 11h30 (*Registration between 08:30 – 09H00*) **on line**, to conduct the general business of the AGM and to consider and, if deemed fit, pass with or without modification, the ordinary and special resolutions below as required by the Companies Act, No 71 of 2008 (“the Act”) and the Memorandum of Incorporation of the Company (MOI).

AGM venue locations

- Online on Zoom

B. Record Date

In terms of sections 16, 17, and 25 of the Mol, the board of directors of the Company (“the board” or “directors”) has set the record date for determining which members are entitled to:

1. Receive notice of this Annual General Meeting (being the date on which members must be recorded as such in the register of members to receive notice of this Annual General Meeting) as of Friday 3rd November 2023; and
2. Participate in and vote at the Annual General Meeting (the date on which a member must be recorded as a fully paid-up member in the register of members to be entitled to attend and vote at the Annual General Meeting) as of Tuesday 5 December 2023.

C. Proxy Submissions

1. Members who are unable to attend the AGM in person but are eligible to vote, and who wish to vote by proxy, may give their proxy to the AGM Chairman, Director, or any other member of the Company.

2. A member's proxy may not delegate the proxy's powers to another person as envisaged in sections 17, 18, and 20 of the MOI.

3. For ease of administrative processes, it would be appreciated if proxies could be received before the commencement of the meeting. Please send to the SABIA Secretary-General: Email address: secretary@sabia.org.za

D. General

1. Eligibility of members to vote and voting rights

All members are entitled to attend the AGM, and are qualified to vote, with the vote being calculated with respect to the category of their membership, namely:

Corporate Sponsor Members	- 1 vote each
Corporate Members	- 1 vote each
Individual Members	- 1 vote each
Honorary members	- 1 vote each

2. Quorum

The Annual General Meeting shall be validly constituted if in aggregate, at least 30% (thirty percent) of all the voting rights that are entitled to be exercised at the time of the Annual General Meeting are present in person or by proxy in terms of Article no. 20 of the MOI. If the quorum is not reached upon the commencement of the meeting, it shall be reconvened in terms of Article no. 18.1 of the MOI.

3. Voting requirements

In terms of Section 17 of the MOI for an ordinary resolution to be adopted at any members' meeting, the ordinary resolution must be supported by at least 51% (fifty-one percent) of the voting rights

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Southern African Biogas Industry Association

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Constantia Office Park, Corner of 14th Avenue and Hendrik Potgieter

Weltevreden Park, GP 1709

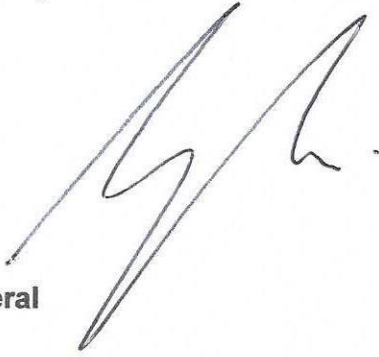
South Africa

present at the meeting.

In terms of Section 17 of the MOI for a special resolution to be adopted at any members' meeting, the special resolution must be supported by at least 75% (seventy-five percent) of the voting rights present at the meeting.

The voting procedure to be followed will be tabled under Part 2 on the agenda of the AGM.

Yours sincerely



Gordon Ayres
Secretary-general

On behalf of the Board of Directors

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SUMMARY OF IMPORTANT DATES:

DATE NOTICE GIVEN TO MEMBERS	3 November 2023
RECORD DATE FOR RECEIVING NOTICE OF AGM	3 November 2023
RECORD DATE FOR THE CONFIRMATION OF ATTENDANCE TO THE AGM	28 November 2023
REGISTRATION AT AGM	5 December 2023 @ 08h30 – 09h00
AGM COMMENCES	5 December 2023 @ 09h00 to 11h30

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AGENDA

AGENDA ITEM		OWNER
PART 1: ADMINISTRATION		
	WELCOME AND ATTENDANCE	Kissoon/Director
	CONFIRMATION OF QUORUM	Gordon/Secretary
	CONFIRMATION OF DELIVERY OF NOTICE	Deidre/ Communication
PART 2: ORDINARY BUSINESS		
	ORDINARY RESOLUTION 2.1: ANNUAL FINANCIAL STATEMENTS FYE 28 FEBRUARY 2022	Cornish/Treasurer
	To receive, consider and adopt the Annual Financial Statements of the Company for the year ended 28 February 2023, incorporating the reports of the independent auditors and the directors, which have been distributed as required in terms of Section 30.3(d) of the Act (a copy of which has been sent to members prior the AGM).	
	ORDINARY RESOLUTION 2.2 : Re-appointment of registered auditors Q.P Muir and Associates CA (SA) as independent auditors and authorization for auditors' remuneration	
	ORDINARY RESOLUTION 2.3 : The re-election of the directors of the Association	Cornish/Treasurer
PART 4: EXECUTIVE REPORTS		

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	A brief presentation on the financial position of the Company as of 2 November 2023.	Cornish/Treasurer
	Sabia vision 2030	Gordon/Secretary
	Presentation of the new WORKING GROUPS	Martin/Deidre/Technical
	PART 5: CLOSING	
	CLOSURE OF MEETING	Kissoon/Director

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