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## PROXY

If you are unable to attend the AGM, please complete this form and forward to our offices

### ANNUAL GENERAL MEETING

#### SIMBITHI ECO-ESTATE HOMEOWNERS' ASSOCIATION (NPC)

I, \_\_\_\_\_ (name) \_\_\_\_\_ (identity number)  
of Lot/unit of \_\_\_\_\_ (Sectional Title Development) (if applicable) being a Member of  
**Simbithi Eco-Estate Homeowners' Association NPC** with Levy account number \_\_\_\_\_ do  
hereby appoint \_\_\_\_\_ (name) \_\_\_\_\_  
(identity number or Lot/unit number) \_\_\_\_\_ or the Chairman (delete  
if inapplicable) as my proxy to vote for and on my behalf at the above **Annual General Meeting of  
Simbithi Eco-Estate Homeowners' Association NPC** to be held on **Thursday, 26 August 2021** and at  
any adjournment thereof as follows:

#### VOTING: ELECTION OF DIRECTORS

##### VOTING – Directors

**PLEASE TICK HEREUNDER IF YOU WISH TO VOTE FOR THE RE ELECTION OF A CURRENT DIRECTOR**

Jeffrey Leaver  
(Re-election Director)

Andrew Mackenzie  
(Re-election Director)

Pieter Boorsma  
(Re-election Director)

Derrick Lilienfeld  
(Re-election Director)

Tracy Levinson  
(Re-election Director)

**PLEASE TICK HEREUNDER IF YOU WISH TO VOTE FOR THE ELECTION OF A NEW DIRECTOR**

Darren Croxford  
(New Nominee)

Bonginkosi (Bright) Nkosi  
(New Nominee)

Francis (Frank) Bradford  
(New Nominee)

Stephne Ashworth  
(New Nominee)

Rosemarie Pringle-Smith  
(New Nominee)

Shakil Ramsoondur  
(New Nominee)

**Note: Please keep in mind that you can exercise your votes in favour of a maximum of six of the total nominees put forward for election/re-election in order to fill the available vacancies.**

**Ordinary Resolutions**

1. **Ordinary Resolution to approve changes to the Building Design Code and Town Planning Controls:**

In Favour                       Against                       Abstain

2. **Ordinary Resolution to approve the change of use of the land on which the Early Childhood Development School is situated and to allow it to be sold without the restriction that it be used as a school:**

In Favour                       Against                       Abstain

3. **Ordinary Resolution to approve the new rule 11.22 of the Association's Rules (*INSURANCE RULE*)**

In Favour                       Against                       Abstain

4. **Ordinary Resolution to approve the new rule 11.23 of the Association's Rules (*SOCIAL MEDIA AND COMMUNICATIONS RULE*):**

In Favour                       Against                       Abstain

**Special Resolutions**

1. **Special Resolution to approve the acquisition of all of the shares in Simbithi Eco-Estate Proprietary Limited from WBHO Proprietary Limited for R100 (SEE ACQUISITION):**

In Favour                       Against                       Abstain

2. **Special Resolution to approve the loan of R 3 000 000,00 to the Simbithi Country Club for the purchase of Unit 2 in the Sectional Title Scheme known as Simbithi Club House (SCC LOAN):**

In Favour

Against

Abstain

3. **Special Resolution to approve amendment of clause 3.3.7.6.9 of the Association's Memorandum of Incorporation (MOI CAPEX AMENDMENT):**

In Favour

Against

Abstain

**Indicate instructions to proxy by way of an X in the space provided above. If no instructions given to the Proxy, the Proxy may vote as the Proxy thinks fit.**

Signed at \_\_\_\_\_ this \_\_\_\_\_ day of \_\_\_\_\_ 2021

Signature \_\_\_\_\_

**NOTES:**

1. A Member may insert the names of one or more proxies (who need not be a Member of the Association) in the space provided, with or without deleting the words "*the Chairman of the Annual General Meeting*". The person whose name appears first on the form of proxy and has not been deleted will be entitled to act in priority to those whose names follow. In the event that no names are filled in the proxy shall be exercised by the Chairman of the Annual General Meeting.
2. A Member's instructions to the proxy must be indicated by the insertion of the manner in which the proxy is to vote in the space provided. Failure to comply with the above will be deemed to authorize the proxy to vote as he/she thinks fit. A Member or his/her proxy is not obliged to use all the votes exercisable by the Member or his/her proxy.
3. The completion and lodging of this form of proxy shall in no way preclude the Member from attending, speaking and voting in person at the general meeting to the exclusion of any proxy appointed in terms hereof.
4. Should this form of proxy not be completed and/or received in accordance with these notes, the Chairman may accept or reject it, provided that in respect of its acceptance, the Chairman is satisfied as to the manner in which the Member wishes to vote.
5. This form of proxy shall be valid for any adjournment of the Annual General Meeting as well as the general meeting to which it relates, unless the contrary is stated hereon.
6. Where this form of proxy is signed under power of attorney, such power of attorney must accompany this form unless it has previously been registered with the Association.
7. Any alteration, deletion or correction made to this form of proxy must be signed in full and not initialed by the signatory (ies).

### **DIRECTOR ELECTION DETAILS**

1. In terms of clause 5.1 of the Association's MOI there must be minimum of 6 (six) and a maximum of 9 (nine) directors.
2. In terms of clause 5.2.2 of the Association's MOI each director holds such office for a period of 2 (two) years after which such director shall be deemed to have retired from office and shall be eligible for re-election provided that at least one third of the Board members are elected each year.
3. For the purposes of calculating a director's term, a year means the period between consecutive Annual General Meetings.
4. The following directors are deemed to have retired at the 2021 AGM:
  - Jeffrey Leaver
  - Andrew Mackenzie
  - Pieter Boorsma
  - Derrick Lilienfeld
  - Tracy Levinson
5. Sharmain Norton has resigned from office and will not be standing for re-election.
6. The directors referred to in paragraph 4 above have indicated that they wish to stand for re-election.
7. Members have also put forward the following nominees for election as directors:
  - Darren Croxford
  - Bonginkosi (Bright) Nkosi
  - Stephne Ashworth
  - Rosemarie Pringle-Smith
  - Francis (Frank) Bradford
  - Shakil Ramsoondur
8. There are 6 (six) vacancies on the board which can be filled. To ensure compliance with the Association's MOI a minimum of 3 (three) directors must be elected or re-elected to the Board. Members can therefore cast their votes in favour of the election of a maximum of 6 (six) candidates.

9. If you are appointing a proxy to attend the meeting and vote on your behalf the director nominees are indicated on the form of proxy and you are entitled to indicate how your proxy should cast his/her votes at the meeting by selecting up to 6 (six) of the nominees by way of a tick in the block alongside the relevant nominee's name. If you do not indicate how your proxy is to vote on the election of directors then your proxy is entitled to vote as he/she sees fit at the meeting.
10. At the meeting attendees will be provided with an electronic ballot form on which to indicate their votes for the various nominees.
11. The nominees with the highest number of votes will be elected to fill the vacancies, should the votes meet the requirements of an ordinary resolution as per the Simbithi MOI.