



**NOTICE CONVENING ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF  
ATTERBURY INVESTMENT HOLDINGS LIMITED, REGISTRATION NO: 1997/000543/06 (“THE  
COMPANY”), TO BE HELD IN THE BOARDROOM AT ATTERBURY THEATER, LYNNWOOD  
BRIDGE OFFICE PARK, 4 DAVENTRY ROAD, LYNNWOOD MANOR,  
ON THURSDAY, THE 29<sup>th</sup> DAY OF NOVEMBER 2012, AT 07H30**

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**BE PLEASED TO TAKE NOTICE** that the Annual General Meeting of the Company with respect to its financial year ending 30 June 2012, will be held on the abovementioned date and time at the abovementioned venue for the purpose of conducting the following business:

**AGENDA:**

1. Welcome by Chairperson and confirmation of quorum of shareholders.
  2. To approve the Minutes of the AGM held on 28 November 2011 ([click on link to website - Minutes AGM 2011-11-28](#))
  3. To present the audited financial statements of the Company for its financial year ended 30 June 2011. ([Click on link to website - AIH Financial Statements 30 June 2011](#) )
  4. To consider and approve the audited financial statements of the Company for its financial year ended 30 June 2012. ([Click on link to website - AIH Financial Statements 30 June 2012](#))
  5. To consider and approve the audited consolidated financial statements of the Company for its financial year ended 30 June 2012. ([Click on link to website - AIH Consolidated Statements 30 June 2012](#))
  6. To pass the following proposed Special Resolutions, with or without modification:
    - 6.1 **PROPOSED SPECIAL RESOLUTION 1**
      - 6.1.1 THAT the Board is authorised, on behalf of the Company, pursuant to the provisions of Article 109 of the Company’s Memorandum of Incorporation, read together with the relevant provisions of the Companies Act No. 71 of 2008, as amended (“the Act”), to repurchase issued shares of the Company, subject to the Board of Directors of the Company (the
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Board”), save as provided in Proposed Special Resolution 3 in this Notice, complying with the following protocols:

- 6.1.1.1 within the aforementioned period culminating at the next Annual General Meeting of the Company, no more than 10% (ten percent) of the shares in issue, in aggregate, may be acquired by the Company; and
  - 6.1.1.2 no more than 3% (three percent) in aggregate of the shares in issue, may be acquired from any one shareholder;
  - 6.1.1.3 with regard to any of the transactions contemplated for the repurchase of shares by the Company, the maximum price per share, with regard to any such repurchase, is limited to 90% (ninety percent) of the net asset value per share, determined with reference to the latest available consolidated financial statements of the Company for the period either ending 30 June, or 31 December, as the case may be, in the affected year, without any adjustment with respect to any potential increase in such net asset value;
  - 6.1.1.4 that these authorities shall terminate on the date of the next Annual General Meeting of the Company, subsequent to the date of the meeting at which this Special Resolution has been passed.
- 6.1.2 Motivation/Explanation:
- 6.1.2.1 In view of the fact that the shares of the Company are not listed on any stock exchange, and that the nature and the number of shares in issue, which are held by numerous shareholders, and having regard further to the nature and extent of the transactions, which the Company has and shall conclude, in which shares have been issued and/or will be issued to persons/entities as shareholders, and the need to afford shareholders a basis for negotiating the shares, and to afford the Company an opportunity to repurchase shares from such shareholders, and including the repurchase pursuant to any call options held by the Company, and/or put options held by shareholders, the protocols (comprising guidelines) under which the Board can authorise the repurchase of the Company shares have been established to facilitate these processes in circumstances where the Board believes it will be in the Company’s best interest, and/or where the Company is contractually bound to acquire its shares.
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**6.2 PROPOSED SPECIAL RESOLUTION 2**

6.2.1 THAT the Company provides direct or indirect financial assistance to a related or inter-related company and/or to a member of a related or inter-related company subject to:

6.2.1.1 the Board being satisfied:

6.2.1.1.1 that immediately, after providing such direct or indirect financial assistance, the Company will satisfy the solvency and liquidity test (the Act ); and

6.2.1.1.2 that the terms under which such direct or indirect financial assistance is proposed to be given are fair and reasonable to the Company; and

6.2.1.1.3 that there is otherwise compliance with the Board Charter, Annexure "A" to the Company's Memorandum of Incorporation; and

6.2.1.1.4 that, where applicable, any relevant Board committee and/or director/s and/or prescribed officers seized with the treasury functions on behalf of the Company (in terms of the powers and authorities delegated to such relevant Board committee and/or director/s and/or prescribed officers) are satisfied insofar as the said financial assistance is concerned and that any such director being a member of such Board committee and/or prescribed officer involved in the treasury function be authorized and empowered to sign all such documents as are necessary to give effect to the resolutions of the Board in accordance with the a foregoing; and

6.2.1.1.5 that it has otherwise complied with the provisions of Section 45 (2), read with Section 45 (3) (a) (ii) and other applicable provisions of the said Section 45, read with the other applicable sections of the Act; and

6.2.2 that the a foregoing resolutions be valid and enforceable for a period being the earlier of 2 (Two) years from the date of this meeting or the second Annual General Meeting of the Company occurring after the date of this Meeting.

6.2.3 Motivation/Explanation

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- 6.2.3.1 Pursuant to the provisions of Section 45 of the Act, no direct or indirect financial assistance can be provided to a related or inter-related company or a member of such related or inter-related company unless approved by a special resolution of shareholders within the previous 2 (Two) years.
- 6.2.3.2 Such special resolution may approve such financial assistance for a specific recipient or generally for a category of potential recipients.
- 6.2.3.3 Having regard to the extensive number of related and inter-related companies (to the Company), and the extensive and diverse nature of the Company's, and its related and inter-related companies' business activities, it is not possible to stipulate any specific recipient of financial assistance, and hence the generic provision that such financial assistance be provided to related and inter-related companies, and/or a member thereof, subject to compliance with the prescriptions referred to, and the Act.
- 6.2.3.4 Pursuant to the said Section 45 of the Act, the Board has the delegated authority to provide such financial assistance, subject to it being satisfied as to the solvency and liquidity test, as referred to in the Act, and, further, that the financial assistance proposed is fair and reasonable insofar as the terms and conditions relating thereto are concerned.
- 6.2.3.5 Financial assistance will include any form of direct or indirect funding, loan and obligation, and the provision of any guarantee, suretyship or other form of collateral security. All financial assistance granted will be disclosed in the annual financial statement of the Company.
- 6.2.3.6 For clarification purposes, in terms of the Companies Regulations, 2011, section 38, a "prescribed officer" is defined as a person that exercises general executive control over and management of the whole, or a significant portion, of the business and activities of the Company or regularly participates to a material degree in the exercise of general executive control over and management of the whole, or a significant portion, of the business and activities of the Company. Insofar as the Company is concerned a prescribed officer will include the Chief Financial Officer of the Atterbury Group and the Financial Manager responsible for the Company.

### **6.3 PROPOSED SPECIAL RESOLUTION 3**

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6.3.1 THAT the Company is hereby authorized in terms of and subject to the provisions of section 44 of the Companies Act 71 of 2008, as amended (“the Act”) to provide financial assistance by way of a loan, guarantee, security or otherwise to Razorbill Property 91 (Pty) Ltd, Registration No. 2000/006755/07 (“Treasury Co”), a wholly owned subsidiary of the Company to purchase any securities of the Company or a related or inter-related company subject to subsection 3 and 4 of section 44 of the Act. The funding or assistance will be pursuant to a special resolution approved by the shareholders of the Company approving financial assistance in general and the Board being satisfied that, immediately after the provision of the financial assistance, the Company complies with the solvency and liquidity test referred to in Section 4 of the Act, and the terms under which the financial assistance is proposed to be given to Treasury Co are fair and reasonable to the Company.

6.3.2 Notwithstanding anything to the contrary in the foregoing provisions accepted, Treasury Co may not at any time hold more than 10% (ten percent) of the issued shares in the Company;

6.3.3 The provisions of the foregoing Special Resolution 1 shall be read in conjunction herewith.

#### **6.3.4 Motivation/Explanation**

6.3.4.1 The a foregoing Special Resolution is required in regard to the fact that the Treasury Co, as referred to, was established as a wholly owned subsidiary of the Company, and is integral to its treasury functions in facilitating transactions for the benefit of the Company, and its related and inter-related companies, and to further fulfill functions relating to the management of the Company’s liquidity.

#### **6.4 PROPOSED SPECIAL RESOLUTION 4**

6.4.1 THAT the Company approves, pursuant to the provisions of Section 45 (and, if applicable, Section 44) of the Act, the grant of AIH share options to the executive director, MC Wilken, in terms whereof the said option holder shall be entitled to exercise his options to acquire 2 000 000 (two million) shares in the Company at a price of R8.50 (Eight Rand Fifty Cents) per share on an even pro-rata basis over a 5 (Five) year period, with the first year of accrual 30 June 2012. Should the option holder resign as director of the Company, the unaccrued portion of shares will lapse. In case of death, permanent disability and change of control, the outstanding balance of the shares will accrue on such a date.

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#### 6.4.2 Motivation/Explanation

6.4.2.1 In terms of Section 45 (and, if applicable, Section 44) of the Act, the grant of an option to acquire shares in the Company could be construed as the provision of direct or indirect financial assistance. Accordingly the granting of an option to MC Wilken, executive director of the Company, is hereby presented to the shareholders to approve to ensure the implementation of the transaction in the event of the options being exercised and this forms part of the remuneration for MC Wilken whom has taken on the role of Chief Executive Director and to ensure an alignment of interest.

### 6.5 **PROPOSED SPECIAL RESOLUTION 5**

6.5.1. Subject to the passing of Special Resolution No. 4, THAT the Company approves, pursuant to the provisions of Section 41 of the Act, the grant of AIH share options to the executive director, MC Wilken, in terms whereof the said option holder shall be entitled to exercise his options to acquire 2 000 000 (two million) shares in the Company at a price of R8.50 (Eight Rand Fifty Cents) per share on an even pro-rata basis over a 5 (Five) year period, with the first year of accrual ending 30 June 2012. Should the option holder resign as director of the Company, the unaccrued portion of shares will lapse. In case of death, permanent disability and change of control, the outstanding balance of the shares will accrue on such a date.

#### 6.5.2 Motivation/Explanation

6.5.2.1 In terms of Section 41 of the Act, the grant of an option to acquire shares to a director of the Company requires the approval of shareholders by special resolution. Accordingly the granting of an option to MC Wilken, executive director of the Company, is hereby presented to the shareholders to approve as required in terms of Section 41 of Act.

7. To elect directors to the Company:

#### 7.1 **Non-Executive directors (representing shareholders):**

7.1.1 BF van Niekerk;

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7.1.2. JHP van der Merwe (who has resigned in terms of the rotation provisions set out in the Memorandum of Incorporation, but is available for re-election);

7.1.3 LM Ndala;

7.1.4 PH Faure (who has resigned in terms of the rotation provisions set out in the Memorandum of Incorporation, but is available for re-election).

**7.2 Independent non-executive directors:**

7.2.1 P Tredoux;

7.2.2 WL Masekela;

7.2.3 S Shaw-Taylor (effective date of this appointment shall be the date of this AGM)

**7.3 Executive directors:**

7.3.1 GJ Oosthuizen;

7.3.2 LLS van der Watt (who has resigned in terms of the rotation provisions set out in the Memorandum of Incorporation, but is available for re-election);

7.3.3 MC Wilken.

**7.4 Notes:**

The remuneration of Directors for 30 June 2012 and 30 June 2013 was approved at a market-related basis, in terms of Special Resolution 3 passed at the Special General Meeting of the Company on 22 July 2011.

8. To approve the appointment of the following persons to serve as members of the Audit Committee, who have declared themselves available for election/re-election:

8.1.1 S Shaw-Taylor;

8.1.2 PH Faure (re-election);

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8.1.3 LM Ndala (re-election).

9. To approve the appointment of auditors to the Company.

9.1 THAT the Company's current auditors Deloitte & Touche be reappointed as auditors to the Company, for the financial year ending June 2013, at a remuneration to be approved by the Audit Committee.

9.2 That the audit partner from Deloitte & Touche will be Miss Z Jasper.

10. To place the unissued shares, to a maximum of 10% (ten percent) of the issued shares under the control of directors.

11. General: including any matters required to be raised by shareholders.

#### NOTES:

1. **Special Resolutions are required to be passed by 75% of the votes of all members (shareholders) present and person or represented by proxy at the meeting**
  2. **Any shareholder entitled to vote at the meeting is entitled to appoint a proxy, who need not be a shareholder of the Company, to attend, participate in and vote at the meeting in the place of that shareholder by completing the proxy form. The proxy forms (Appendix 1), duly completed and signed, must be received by the Company and deposited at the registered office of the Company: at ATTERBURY BUILDING, LYNNWOOD BRIDGE OFFICE PARK, 4 DAVENTRY ROAD, LYNNWOOD MANOR, or emailed to [notices@atterbury.co.za](mailto:notices@atterbury.co.za) not less than 48 (Forty Eight) hours prior to the time for the holding of the meeting. A proxy form is attached to this Notice.**
  3. **Shareholders or proxies shall, by prior arrangement not less than 48 hours before the meeting time with the Company Secretary, be entitled to participate via electronic communication in the meeting pursuant to the provisions of Section 61(10), read together with Section 63(2) and (3) of the Act.**
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4. **The purpose of the annual general meeting is for the business set out in the Agenda to be transacted and for the special resolutions set out in the Agenda to be adopted.**
  
  5. **Note that before any persons may attend or participate in the annual general meeting, the Company requires the shareholder or its proxy, as the case may be, to provide proof of identification to the reasonable satisfaction of the chairman of the annual general meeting evidencing the rights of such persons to participate in and vote at the meeting, and must accordingly provide a copy of their identity document, passport or drivers' licence at the annual general meeting.**
  
  6. **The Board determined that the record date for the purpose of determining which shareholders of the company were entitled to receive notice of the annual general meeting was 31 October 2012 and the record date for purposes of determining which shareholders of the company are entitled to participate in and vote at the annual general meeting is 20 November 2012**

**By order of the Board:**

Date: 7 November 2012

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**FORM OF PROXY**

To be completed by the shareholders of  
Atterbury Investment Holdings Limited  
(Reg. No.: 1997/000543/06) ("The Company") only

I/We .....

**(Name in block capitals)**

Of

**(Address in block capitals)**

.....  
.....

Being the registered holder of ..... Shares in Atterbury Investment Holdings Ltd, hereby  
appoint:

..... of ..... or failing  
him

..... of ..... or failing  
him

..... of ..... or failing him

the Chairman of the meeting, as my/our proxy to vote for me/us on my/our behalf at the Annual  
General Meeting of the Company to be held at The Atterbury Building, Lynnwood Bridge, 4 Daventry  
Street, Lynnwood Manor, Pretoria at 07:30 on the **29th of November 2012** in respect of the following  
Resolutions, with or without modification :



	(Place X in appropriate box)	Vote in favor of (with or without modification)	Vote against (with or without modification)	Abstain
A	2. To approve the Minutes of the AGM held on 28 November 2011			
B	4. To consider and approve the audited financial statements of the Company for its financial year ended 30 June 2012			
C	5. To consider and approve the audited consolidated financial statements of the Company for its financial year ended 30 June 2012			
D	<p><b>PROPOSED SPECIAL RESOLUTION 1:</b></p> <p>6.1.1 THAT the Board is authorized, on behalf of the Company, pursuant to the provisions of Article 109 of the Company's Memorandum of Incorporation, read together with the relevant provisions of the Companies Act No. 71 of 2008, as amended ("the Act"), to repurchase issued shares of the Company, subject to the Board of Directors of the Company (the Board"), save as provided in Proposed Special Resolution 3 in this Notice, complying with the following protocols:</p> <p>6.1.1.1 within the aforementioned period culminating at the next Annual General Meeting of the Company, no more than 10% (ten percent) of the shares in issue, in aggregate, may be acquired by the Company; and</p>			



	(Place X in appropriate box)	Vote in favor of (with or without modification)	Vote against (with or without modification)	Abstain
	<p>6.1.1.2 no more than 3% (three percent) in aggregate of the shares in issue, may be acquired from any one shareholder;</p> <p>6.1.1.3 with regard to any of the transactions contemplated for the repurchase of shares by the Company, the maximum price per share, with regard to any such repurchase, is limited to 90% (ninety percent) of the net asset value per share, determined with reference to the latest available consolidated financial statements of the Company for the period either ending 30 June, or 31 December, as the case may be, in the affected year, without any adjustment with respect to any potential increase in such net asset value;</p> <p>6.1.1.4 that these authorities shall terminate on the date of the next Annual General Meeting of the Company, subsequent to the date of the meeting at which this Special Resolution has been passed.</p>			
E	<p>6.2 <b>PROPOSED SPECIAL RESOLUTION 2</b></p> <p>6.2.1 THAT the Company provides direct or indirect financial assistance to a related or inter-related company and/or to a member of a related or inter-related company</p>			



	<b>(Place X in appropriate box)</b>	<b>Vote in favor of (with or without modification)</b>	<b>Vote against (with or without modification)</b>	<b>Abstain</b>
	<p>subject to:</p> <p>6.2.1.1 the Board being satisfied:</p> <p>6.2.1.1.1 that immediately, after providing such direct or indirect financial assistance, the Company will satisfy the solvency and liquidity test (the Act ); and</p> <p>6.2.1.1.2 that the terms under which such direct or indirect financial assistance is proposed to be given are fair and reasonable to the Company; and</p> <p>6.2.1.1.3 that there is otherwise compliance with the Board Charter, Annexure "A" to the Company's Memorandum of Incorporation; and</p> <p>6.2.1.1.4 that, where applicable, any relevant Board committee and/or director/s and/or prescribed officers seized with the treasury functions on behalf of the Company (in terms of the powers and authorities delegated to such relevant Board committee and/or director/s and/or prescribed officers) are satisfied insofar as the said financial assistance is concerned and that any such director being a member of such Board</p>			



	(Place X in appropriate box)	Vote in favor of (with or without modification)	Vote against (with or without modification)	Abstain
	<p>committee and/or prescribed officer involved in the treasury function be authorized and empowered to sign all such documents as are necessary to give effect to the resolutions of the Board in accordance with the a foregoing; and</p> <p>6.2.1.1.5 that it has otherwise complied with the provisions of Section 45 (2), read with Section 45 (3) (a) (ii) and other applicable provisions of the said Section 45, read with the other applicable sections of the Act; and</p> <p>6.2.2 that the a foregoing resolutions be valid and enforceable for a period being the <u>earlier</u> of 2 (Two) years from the date of this meeting or the second Annual General Meeting of the Company occurring after the date of this Meeting.</p>			
F	<p><b>PROPOSED SPECIAL RESOLUTION 3:</b></p> <p>6.3.1 THAT the Company is hereby authorized in terms of and subject to the provisions of section 44 of the Companies Act 71 of 2008, as amended ("the Act") to provide financial assistance by way of a loan, guarantee, security or otherwise to</p>			



	(Place X in appropriate box)	Vote in favor of (with or without modification)	Vote against (with or without modification)	Abstain
	<p>Razorbill Property 91 (Pty) Ltd, Registration No. 2000/006755/07 ("Treasury Co"), a wholly owned subsidiary of the Company to purchase any securities of the Company or a related or inter-related company subject to subsection 3 and 4 of section 44 of the Act. The funding or assistance will be pursuant to a special resolution approved by the shareholders of the Company approving financial assistance in general and the Board being satisfied that, immediately after the provision of the financial assistance, the Company complies with the solvency and liquidity test referred to in Section 4 of the Act, and the terms under which the financial assistance is proposed to be given to Treasury Co are fair and reasonable to the Company.</p> <p>6.3.2 Notwithstanding anything to the contrary in the a foregoing provisions accepted, Treasury Co may not at any time hold more than 10% (ten percent) of the issued shares in the Company;</p> <p>6.3.3 The provisions of the a foregoing Special Resolution 1 shall be read in conjunction herewith.</p>			
G	<b>PROPOSED SPECIAL RESOLUTION 4:</b>			



	(Place X in appropriate box)	Vote in favor of (with or without modification)	Vote against (with or without modification)	Abstain
	<p>6.4.1. THAT the Company approves, pursuant to the provisions of Section 45 (and, if applicable, Section 44) of the Act, the grant of AIH share options to the executive director, MC Wilken, in terms whereof the said option holder shall be entitled to exercise his options to acquire 2 000 000 (two million) shares in the Company at a price of R8.50 (Eight Rand Fifty Cents) per share on an even pro-rata basis over a 5 (Five) year period, with the first year of accrual 30 June 2012. Should the option holder resign as director of the Company, the unaccrued portion of shares will lapse. In case of death, permanent disability and change of control, the outstanding balance of the shares will accrue on such a date.</p>			
H	<p><b>PROPOSED SPECIAL RESOLUTION 5:</b></p> <p>6.5.1. Subject to the passing of Special Resolution No. 4, THAT the Company approves, pursuant to the provisions of Section 41 of the Act, the grant of AIH share options to the executive director, MC Wilken, in terms whereof the said option holder shall be entitled to exercise his options to acquire 2 000 000 (two million) shares in the Company at a price of R8.50 (Eight Rand Fifty Cents) per share on an even pro-rata basis over a 5 (Five) year period, with the first year of accrual ending 30</p>			





	(Place X in appropriate box)	Vote in favor of (with or without modification)	Vote against (with or without modification)	Abstain
	June 2012. Should the option holder resign as director of the Company, the unaccrued portion of shares will lapse. In case of death, permanent disability and change of control, the outstanding balance of the shares will accrue on such a date.			
I	7. To Elect directors to the Company			
	7.1.1. BF van Niekerk			
	7.1.2. JHP van der Merwe (who has resigned in terms of the rotation provisions set out in the Memorandum of Incorporation, but is available for re-election);			
	7.1.3 LM Ndala;			
	7.1.4 PH Faure (who has resigned in terms of the rotation provisions set out in the Memorandum of Incorporation, but is available for re-election).			
	7.2.1 P Tredoux;			
	7.2.2 WL Masekela;			
	7.2.3 S Shaw-Taylor (effective date of this appointment shall be the date of this AGM)			
	7.3.1 GJ Oosthuizen;			
	7.3.2 LLS van der Watt (who has resigned in terms of the rotation provisions set out in the Memorandum of Incorporation, but is			



	(Place X in appropriate box)	Vote in favor of (with or without modification)	Vote against (with or without modification)	Abstain
	available for re-election);			
	7.3.3 MC Wilken.			
J	8. To approve the appointment of the following persons to serve as members of the Audit Committee, who have declared themselves available for election/re-election: 8.1.1 S Shaw -Taylor;			
	8.1.2 PH Faure (re-election);			
	8.1.3 LM Ndala (re-election).			
K	9. To approve the appointment of auditors to the Company. 9.1 THAT the Company's current auditors Deloitte & Touche be reappointed as auditors to the Company, for the financial year ending June 2013, at a remuneration to be approved by the Audit Committee.			
	9.2 That the audit partner from Deloitte & Touche will be Miss Z Jasper.			
L	To place the unissued shares, to a maximum of 10% (ten percent) of the issued shares under the control of directors			



My/our proxy has been instructed to vote in accordance with my / our wishes as indicated by the placing of a cross in the appropriate space above. Unless so instructed, my / our proxy may vote as he/she thinks fit.

Signed at ..... this ..... day of ..... 2012

.....

Signature/s of member/s

E-mail address : .....

Telephone no .....  
 .....

Cell No : .....

Fax No: .....

#### Notes to the form of proxy

1. **Special Resolutions are required to be passed by 75% of the votes of all members (shareholders) present and person or represented by proxy at the meeting**
  
2. **Any shareholder entitled to vote at the meeting is entitled to appoint a proxy, who need not be a shareholder of the Company, to attend, participate in and vote at the meeting in the place of that shareholder by completing the proxy form. The proxy forms (Appendix 1), duly completed and signed, must be received by the Company and deposited at the registered office of the Company: at ATTERBURY BUILDING, LYNNWOOD BRIDGE OFFICE PARK, 4 DAVENTRY ROAD, LYNNWOOD MANOR, or emailed to [notices@atterbury.co.za](mailto:notices@atterbury.co.za) not less than 48 (Forty Eight) hours prior to the time for the holding of the meeting. A proxy form is attached to this Notice.**
  
3. **Shareholders or proxies shall, by prior arrangement not less than 48 hours before the meeting time with the Company Secretary, be entitled to participate via electronic communication in the meeting pursuant to the provisions of Section 61(10), read together with Section 63(2) and (3) of the Act.**
  
4. **The purpose of the annual general meeting is for the business set out in the Agenda to be transacted and for the special resolutions set out in the Agenda to be adopted.**



5. **Note that before any persons may attend or participate in the annual general meeting, the Company requires the shareholder or its proxy, as the case may be, to provide proof of identification to the reasonable satisfaction of the chairman of the annual general meeting evidencing the rights of such persons to participate in and vote at the meeting, and must accordingly provide a copy of their identity document, passport or drivers' license at the annual general meeting.**
  
  6. **The Board determined that the record date for the purpose of determining which shareholders of the company were entitled to receive notice of the annual general meeting was 31 October 2012 and the record date for purposes of determining which shareholders of the company are entitled to participate in and vote at the annual general meeting is 20 November 2012**
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