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**NOTICE OF THE ANNUAL  
GENERAL MEETING**

FOR THE YEAR ENDED 30 SEPTEMBER 2022

2022



## Zeda Limited

Incorporated in the Republic of South Africa

Registration number: 2022/493042/06

JSE share code: ZZD

ISIN: ZAE000315768

Zeda Limited (“Zeda Limited” or “the Company”)

## Reporting suite

This notice of annual general meeting (“AGM”) is provided to all registered shareholders of Zeda Limited (“Zeda Limited” or “the Company” or the “Group”) ordinary shares (as at the relevant record date) and contains the form of proxy, together with related information relevant to this AGM.

Shareholders may elect to receive all shareholder correspondence electronically or in hard copy and may change this election at any time by contacting the Company’s Transfer Secretaries at the relevant address set out in this notice.

Shareholders are also encouraged to register on ShareHub to access all AGM-related information and documents, circulars, educational material and announcements via an electronic portal. Shareholders can expect to receive notifications from ShareHub via email and/or on their mobile phone via text message. Registration is free for all shareholders of Zeda Limited. Register at [www.sharehub.co.za](http://www.sharehub.co.za)

Printed copies of the audited annual financial statements for the year ended 30 September 2022 may be obtained from the Group Company Secretary at the registered office of the Company, 2 Sysie Road Croydon, 1691, Johannesburg from 09:00 to 16:00 on business days, or by emailing [investorrelations@zeda.co.za](mailto:investorrelations@zeda.co.za)

The full consolidated financial statements of the Company and its subsidiaries (including the director’s report, the independent auditors’ report, the Audit Committee report)), the social, ethics and transformation report and the Remuneration Report will be published on our website [www.zeda.co.za](http://www.zeda.co.za).

## Administration

### Board of Directors

Lwazi Bam (Chairman)\*

Sibani Mngomezulu

Yolanda Miya

Ngao Motsei

Donald Wilson

### Executive Directors

Ramasela Ganda (Group Chief Executive Officer)

Thobeka Ntshiza (Group Finance Director)

### Company Secretary

William Radcliffe

### JSE Sponsor

Nedbank CIB

### Auditors

SNG Grant Thornton

### Corporate Affairs & Investor Relations

Babalwa George

\* Appointed as Chairman on 14 December 2022.

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## CHAIRMAN'S REPORT

**Lwazi Bam**  
Chairman

### Dear shareholder

The Board of Directors of Zeda Limited ("Zeda Limited or the Company") cordially extends an invitation to you to join the Company's annual general meeting (AGM) at 12:30 on 28 March 2023. Registration will open from 11:30.

The Company will hold a virtual AGM through online participation for those who prefer to attend remotely or are not able to attend in person. The online platform will enable shareholders to view the AGM, ask questions in relation to the business of the AGM and vote in real time. If it is necessary for Zeda Limited to give further updates on the arrangements for the AGM, we will inform you through our investor website ([www.zeda.co.za](http://www.zeda.co.za)) and via the JSE Stock Exchange New Services (SENS). While you will be able to vote online during the AGM, you are encouraged to lodge a vote by proxy ahead of the AGM.

The Company has retained the services of The Meeting Specialist Proprietary Limited (TMS) to remotely host the AGM on an interactive electronic platform in order to facilitate remote participation and voting by shareholders.

Shareholders who wish to electronically participate in and/or vote at the AGM are required to complete the electronic participation application form attached hereto and email same to TMS at [proxy@tmsmeetings.co.za](mailto:proxy@tmsmeetings.co.za) or contact them on +27 81 711 4255 or +27 84 433 4836 as soon as possible, but in any event no later than 12:30 (South African time) on 20 March 2023.

If shareholders wish to participate in the AGM, they should instruct their Central Securities Depository Participant (CSDP) or Broker to issue them with the necessary letter of representation to participate in the AGM, in the manner stipulated in their Custody Agreement. These instructions must be provided to the CSDP or Broker by the cut-off time and date advised by the CSDP or Broker to accommodate such requests.

CHAIRMAN'S REPORT continued

TMS will assist shareholders with the requirements for electronic participation in and/or voting at the AGM. TMS is further obliged to validate (in correspondence with Zeda Limited and, in particular, the Transfer Secretaries and shareholders' CSDPs) each such shareholder's entitlement to participate in and/or vote at the AGM, before providing the shareholder with the necessary means to access the AGM and/or the associated voting platform.

Shareholders will be liable for their own network charges in relation to electronic participation at the AGM. Any such charges will not be for the account of the JSE, Zeda Limited, the Transfer Secretaries or TMS.

The JSE, Zeda Limited, the Transfer Secretaries or TMS cannot be held accountable in the case of loss of network connectivity or other network failure due to insufficient airtime, internet connectivity, internet bandwidth and/or power outages which prevents any such shareholder from participating in and/or voting at the AGM.

Shareholders are strongly encouraged to have a stable internet connection with sufficient bandwidth capabilities to participate in the AGM. In addition, shareholders are strongly encouraged to submit their proxies beforehand, even if they intend to attend the AGM, to ensure that their votes are counted in the event of any delays or disruptions to the shareholder's network connectivity and/or loss of network connectivity by such shareholder during any part of the AGM.

The following documents are enclosed:

- Notice of the AGM setting out the resolutions to be proposed at the meeting
- A form of proxy
- An electronic participation application form
- Shareholders' diary
- Corporate information

Zeda Limited is committed to responsible environmental stewardship and minimising our environmental footprint, which is one of the aspects that underpins our sustainable development strategic focus area. We are thus mindful of our role in propagating environmental awareness through our value chain and where possible introducing initiatives to combat our impact on the environment. Further, the use of electronic communications will deliver savings to the Company in terms of administration, printing and postage costs, as well as speeding up the provision of information, thus benefiting shareholders.

With this in mind, and in an effort to lower our paper consumption while at the same time reducing solid waste and our carbon footprint, we will be printing a limited number of copies of the Annual Report 2022. Should you wish to receive a printed copy of the Annual Report 2022, kindly email your request to [investorrelations@zeda.co.za](mailto:investorrelations@zeda.co.za).

The Annual Report 2022, the full consolidated financial statements of the Company and its subsidiaries (including the directors' report, the independent auditor's report, the Audit and Risk Committee report) and the Remuneration Report has been published on our website, [www.zeda.co.za](http://www.zeda.co.za).

## ABOUT ZEDA LIMITED

Zeda Limited (“Zeda Limited” or “the Company”) and its subsidiaries (collectively “Zeda Limited Group” or “the Group”) is a non-manufacturing integrated vehicle mobility solutions business, providing car rental, fleet management and leasing solutions in South Africa and 10 other countries in sub-Saharan Africa under the well-established, highly recognisable “Avis” and “Budget” global brands pursuant to a long-term licence secured from Avis Budget Group Inc (“ABG Licence”).

The Business of the Zeda Limited Group is structured around the following two integrated business segments:

- **Car Rental Business** – being the Zeda Limited Group’s business segment that trades under the brand names “Avis” and “Budget” and generates rental revenue from offering short-term car rentals to a broad range of customers (including local leisure travellers, international inbound travellers, corporates, commercial partnerships, public sector entities, monthly subscribers, and short-term insurance and original equipment manufacturer (“OEM”) replacements) for periods ranging from one day up to (but less than) 12 months through an extensive network of directly-operated, agency-operated and sub-licensee operated branches across South Africa and nine other sub-Saharan African countries
- **Leasing Business** – being the Zeda Limited Group’s business segment that trades as “Avis Fleet” and generates leasing revenue from offering long-term vehicle leasing solutions for periods of longer than 12 months to corporate customers, small, medium, and micro enterprises and public sector entities (including national, provincial, and local government) across South Africa and six other sub-Saharan African countries, namely Namibia, Botswana, Mozambique, Lesotho, Zambia and Ghana.

The Zeda Limited Group’s integrated vehicle-based mobility solutions offering (which includes the Car Rental Business and the Leasing Business collectively called “the Business”) revenue streams are complementary. The contracted nature of the Leasing Business provides annuity-type revenue complementing the revenue generated from the Car Rental Business, which has a discretionary component (i.e. rental from local or long-haul leisure customers) that is seasonal in nature and can be impacted by any imposed travel restrictions of the nature experienced in the Covid-19 pandemic. In addition, the Car Rental Business has an inherent complementing revenue stream from its customer segments which are contractual in nature (i.e. rentals pursuant to corporate, public sector or short-term insurance or OEM replacement customer contracts). In addition, the agility of the integrated operating model allows for flexibility to right-size its fleet by selling used cars that are de-fleeted from the fleet inventories of either the Car Rental Business or the Leasing Business, or procured as stock through the process of buy-ins and trade-ins (“Car Sales”) through the Zeda Limited Group’s Car Sales channel, trading as “Avis Car Sales” in the cyclical car rental industry, while providing upside in times of higher inflation.

### Unbundling and Listing

At the date of the Consolidated Annual Financial Statements, Zeda Limited was a wholly-owned subsidiary of Barloworld Limited (“Barloworld”).

On 21 November 2022, Barloworld announced that it had resolved to implement the separation of the Zeda Limited Group from Barloworld and its subsidiaries (“Barloworld Group”) through an Unbundling of its shares in Zeda Limited to Barloworld ordinary shareholders (“Barloworld Shareholders”) in the ratio of 1 Zeda Limited ordinary share (“Zeda Limited Share/s”) for every 1 Barloworld ordinary share (“Barloworld Shares”) held (“Unbundling”). Subsequent to the Unbundling, Zeda Limited would become an independent publicly traded Company on the JSE Limited (“JSE”).

On 13 December 2022, the Zeda Limited Shares were listed on the Main Board of the JSE by introduction as a primary Listing (“Listing”). Zeda Limited now operates as a listed Company in the “Consumer Services” sector and “Rental and Leasing Services: Consumer” sub-sector under the abbreviated name “Zeda Limited” and share code “ZZD”.

## OUR BOARD OF DIRECTORS

### The Board of Directors

The management expertise and experience of each Director is set out in the profiles below.



**Lwazi Bam**

*Chairman and Independent Non-Executive Director*

Position:	Independent Non-Executive Director
Qualifications:	BCom (Hons), BCompt, CA(SA)
Date of appointment:	12 December 2022
Age:	51
Nationality:	South African
Committees:	ex-officio Chairman of Nomination Committee
Experience:	<p>Lwazi Bam was the Group Chief Executive Officer of Deloitte Africa from 1 June 2012 until 31 May 2022. He also served as a member of the Deloitte Global Executive Committee, and prior to this, he served on the Deloitte Global Board.</p> <p>He was with Deloitte for close to 29 years prior to his early retirement. During his time at Deloitte, he held executive responsibility for the firm’s strategy, corporate finance, and M&amp;A advisory. He worked with clients across several industry sectors including transportation, fuel and fleet management, financial services, technology and media and services.</p> <p>He currently serves on the boards of Standard Bank and Nelson Mandela Nelson Mandela Foundation. He is a past President of the Association for the Advancement of Black Accountants in Southern Africa (ABASA) and a former Chairman of the South African Institute of Chartered Accountants (SAICA).</p>

OUR BOARD OF DIRECTORS *continued*

The Board of Directors *continued*



**Sibani Mngomezulu**  
*Independent Non-Executive Director*

Position:	Independent Non-Executive Director
Qualifications:	BA (Law); LLB; LLM Banking and Bourse; Masters in Banking and Finance law; Masters in Oil and Gas law; MA (International Development)
Date of appointment:	10 June 2022
Age:	50
Nationality:	South African
Committees:	Chairman of the Social, Ethics and Transformation Committee Remuneration Committee
Experience:	<p>Sibani is currently the director of Luvivi Governance Services. Previously, he served in various positions in the Barloworld Group between 2005 and 2015, including that of Group Executive: Corporate Affairs.</p> <p>Prior to taking up employment at Barloworld, Sibani worked in corporate finance at JP Morgan, Cazenove and Merrill Lynch. His interests include the development of rural communities and assisting under-privileged children. He has led a Street Law programme in Pietermaritzburg for community schools and prisons and he has also provided financial and other assistance to learners and university students.</p> <p>He is a qualified lawyer and holds the degrees of LLM, with specialisation in Banking and Finance as well as Oil and Gas from the Universities of Johannesburg, London and RGU Aberdeen. He is a Fellow of Chartered Secretaries Southern Africa and the Institute of Directors Southern Africa. He is a Fellow from the fourth class of the Africa Leadership Initiative – South Africa and a member of the Aspen Global Leadership Network.</p>

OUR BOARD OF DIRECTORS *continued*

The Board of Directors *continued*




**Ngao Motsei**  
*Non-Executive Director*

Position:	Independent Non-Executive Director
Qualifications	PhD (Organisational Behaviour); Masters in Urban and Regional Planning; BSocSc; Bachelor of Arts
Date of appointment:	10 June 2022
Age:	57
Nationality:	South African
Committees:	Social, Ethics and Transformation Committee Audit and Risk Committee Nomination Committee
Experience:	<p>Ngao is a seasoned professional who has served in senior management and executive positions. She was previously a partner at Heidrick &amp; Struggles Johannesburg office and a member of the global Leadership Consulting Practice. Prior to that she was Executive Director Human Resources and Transformation at MMI Holdings. Ngao founded Leadership Emporium Consultancy where she consults in leadership development, strategy facilitation and executive coaching. She serves on several boards as independent non-executive director and is part of the faculty at the Gordon Institute of Business Science.</p>


OUR BOARD OF DIRECTORS *continued*

The Board of Directors *continued*

	<b>Donald Wilson</b> <i>Non-Executive Director</i>
Position:	Independent Non-Executive Director
Qualifications	BCom; CTA; CA(SA)
Date of appointment:	10 June 2022
Age:	65
Nationality:	South African
Committees:	Audit and Risk Committee (Chairman) Remuneration Committee
Experience:	An experienced executive, Donald served as the Group Finance Director of Barloworld Limited from 2006 until his stepping down from the Board in 2019 and retirement in 2020. Prior to joining Barloworld, Donald held the position of Executive Director - Finance at Sappi Limited. He is a Board member of Tiger Brands Limited, Mpact Limited and BHBW Holdings Proprietary Limited.

OUR BOARD OF DIRECTORS *continued*

The Board of Directors *continued*

	<b>Yolanda Miya</b> <i>Non-Executive Director</i>
Position:	Independent Non-Executive Director
Qualifications	BBusSci (Honours in Finance and Accounting); South African Institute of Financial Markets Registered Persons; UK Financial Conduct Authority Approved Persons; INSEAD: Women Global Leaders 2016; Passed CFA Level 2
Date of appointment:	10 June 2022
Age:	43
Nationality:	South African
Committees:	Chairman of the Remuneration Committee Audit and Risk Committee Nomination Committee
Experience:	<p>Yolanda is an experienced executive with a demonstrated history of working in the financial services industry, being skilled in equity research, financial markets, investment banking, emerging markets, and investments.</p> <p>Yolanda graduated from the University of Cape Town, achieving Deans Merit List and began working at the Deutsche Bank as a senior associate. Sihle quickly rose through the organisation holding positions of VP, Directorship and then Managing Director. In these roles, Sihle provided specialist analyst services where she advised multi-national corporations on investments and sectoral financing.</p> <p>In recognition of Yolanda's excellence she has been awarded the ABSIP Dealer of the year in 2012, Top 3 Sales Team by FM in 2012, Top 3 CEMEA Sales Team by Institutional Investors 2010-2013.</p>

OUR BOARD OF DIRECTORS *continued*

The Board of Directors *continued*



**Ramasela Ganda**  
Executive Director

Position:	Group Chief Executive Officer (GCEO)
Qualifications	BCom (Hons) and CTA; CA(SA)
Date of appointment:	17 May 2022
Age:	48
Nationality:	South African
Committees:	Social, Ethics and Transformation Committee
Experience:	<p>Ramasela is the Chief Executive of Zeda Limited, at the helm of Car Rental and Leasing operations in sub-Saharan Africa.</p> <p>The accomplished leader brings extensive experience acquired from several blue-chip companies including Anglo American Platinum, Telkom, and the Gensec Properties. Having joined the Barloworld Group in 2017 as Chief Financial Officer of Barloworld Equipment: Rental and Used, as well as being appointed Executive Head of Business Services.</p> <p>Ramasela is a qualified chartered accountant with a BCom (Hons) and CTA from the University of Pretoria. With over 24 years of strategic and financial experience, she is a distinguished professional.</p> <p>Some of her notable accolades include Public Sector CFO of the year 2017 from CFO SA, was named Public Sector CFO of the year 2016 by African Women Chartered Accountants. Ramasela was a finalist for Business Woman of the Year 2016 and CFO of the year 2016 awarded by The Association Black Securities and Investment Professionals (ABSIP). In 2022 was awarded Private Sector GCEO of the year by Association for the Advancement of Black Accountants in Southern Africa (ABASA).</p> <p>Women empowerment is close to her heart as she believes in paying it forward. She has committed herself to empowering and offering young women opportunities that will see them assuming positions of influence.</p>

OUR BOARD OF DIRECTORS *continued*

The Board of Directors *continued*



**Thobeka Ntshiza**  
Executive Director

Position:	Group Finance Director (GFD)
Qualifications	BCom (Hons); Certificate in Management Development; Higher National Diploma in organisational leadership; CA(SA)
Date of appointment:	17 May 2022
Age:	42
Nationality:	South African
Committees:	N/A
Experience:	<p>Thobeka Ntshiza, Group Finance Director of Zeda Limited has over 15 years of experience in the, Automotive, Logistics, FMCG and Manufacturing environments, gained from several blue-chip companies including Aveng Manufacturing, Coca-Cola South Africa, and Sasol. She is a Chartered Accountant and completed her articles with Sasol Chemical Industries. She joined the Barloworld Group as a Finance Director at Barloworld Logistics: Supply Chain Management.</p> <p>One of her career highlights includes being a finalist for SAICA Top 35 under 35 CAs in 2015. Thobeka holds various leadership qualifications in addition to her two post-graduate degrees in Accounting and Financial Management from the University of KwaZulu Natal.</p> <p>She serves as a council member of Children of the Dawn, a foundation which supports and strengthens rural communities with a focus on orphans in South Africa. Previously she served on The Coca-Cola Africa Foundation and as Audit Committee member of the Robben Island Museum, a position she held from 2013 to 2019.</p>

# NOTICE OF ANNUAL GENERAL MEETING

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## NOTICE OF ANNUAL GENERAL MEETING

### Zeda Limited

Incorporated in the Republic of South Africa

Registration number: 2022/493042/06

JSE share code: ZZD

ISIN: ZAE000315768

Zeda Limited (“Zeda Limited” or the “Company”)

Notice is hereby given that the first annual general meeting (“AGM”) of shareholders of the Company will be held virtually on 28 March 2023 at 12:30 for the purpose of considering the following business and, if deemed fit, to pass, with or without modification, the resolutions set out below.

The record date on which shareholders must be recorded as such in the register maintained by the Transfer Secretaries of the Company for the purposes of determining which shareholders are entitled to attend and vote at the AGM is 17 March 2023; and the last date to trade for the purposes of determining which shareholders are entitled to attend and vote at the AGM is Tuesday, 14 March 2023.

## 1. Ordinary resolutions

### Voting percentage

Each of the ordinary resolutions will be considered by way of a separate vote and in order for each such resolution to be adopted, the support of more than 50% (fifty percent) for ordinary resolutions 1 to 12 and more than 75% (seventy-five percent) on a non-binding advisory basis for ordinary resolutions 13 and 14 and for special resolutions 1 to 3 of the voting rights on the resolution cast by shareholders present or represented by proxy at this AGM is required.

### 1.1 Acceptance of financial statements

Ordinary resolution 1 is proposed to receive and accept the audited consolidated and separate financial statements for the year ended 30 September 2022, including the directors’ report, the independent auditor’s report and the Audit Committee report thereon. The consolidated financial statements, including the directors’ report, the independent auditor’s report and the Audit Committee report are available online at [www.zeda.co.za](http://www.zeda.co.za).

#### 1.1.1 Ordinary resolution 1

Resolved that the consolidated and separate financial statements for the year ended 30 September 2022, including the directors’ report, the independent auditor’s report and the Audit Committee report thereon be and are hereby received and accepted.

### 1.2 Election of directors

In terms of clause 7.1.5 of the Company’s Memorandum of Incorporation (“MOI”), at the first AGM of the Company, all directors shall retire but all of them shall be eligible for re-election. At every subsequent AGM at least one-third of the directors, excluding the directors appointed in terms of clause 7.2.1 of the MOI, must retire by rotation.

Ordinary resolution 2 is proposed to re-elect Donald Wilson, in terms of clause 7.1.5 of the MOI.

Ordinary resolution 3 is proposed to re-elect Sibani Mngomezulu, in terms of clause 7.1.5 of the MOI.

Ordinary resolution 4 is proposed to re-elect Yolanda Miya, in terms of clause 7.1.5 of the MOI.

Ordinary resolution 5 is proposed to re-elect Ngao Motsei, in terms of clause 7.1.5 of the MOI.

Ordinary resolution 6 is proposed to re-elect Ramasela Ganda, in terms of clause 7.1.5 of the MOI.

Ordinary resolution 7 is proposed to re-elect Thobeka Ntshiza, in terms of clause 7.1.5 of the MOI.

Ordinary resolution 8 is proposed to re-elect Lwazi Bam, in terms of clause 7.1.5 of the MOI.

The performance and contribution of each director was considered by the Board and the Board recommends to shareholders the re-election of the retiring directors.

Brief biographical information of each of the retiring directors is set out on pages 5 to 11 of this notice of AGM.

## NOTICE OF ANNUAL GENERAL MEETING continued

### 1.3 Election of Audit and Risk Committee

Ordinary resolutions 9 to 11 are proposed to elect an Audit and Risk Committee in terms of section 94(2) of the Companies Act, No 71 of 2008 as amended (“the Companies Act”) and the King Report on Corporate Governance for South Africa (“King IV”).

The Board is satisfied that the proposed members of the Audit and Risk Committee, Donald Wilson, Yolanda Miya, Ngao Motsei and Sibani Mngomezulu meet the requirements of section 94(4) of the Companies Act, that they are independent according to King IV and that they possess the required qualifications and experience as prescribed in Regulation 42 of the Companies Act Regulations, 2011.

Brief biographical notes of each member standing for election are set out on pages 5 to 11 of this notice of AGM.

#### 1.3.1 Ordinary resolution 9

Resolved that Donald Wilson be and is hereby elected as a member of the Audit and Risk Committee to hold office until the next AGM.

#### 1.3.2 Ordinary resolution 10

Resolved that Yolanda Miya be and is hereby elected as a member of the Audit and Risk Committee to hold office until the next AGM.

#### 1.3.3 Ordinary resolution 11

Resolved that Ngao Motsei be and is hereby elected as a member of the Audit and Risk Committee to hold office until the next AGM.

### 1.4 Appointment of external auditors

Ordinary resolution 12 is proposed to approve the appointment of SNG Grant Thornton as statutory auditors for the Company for the financial year 2023, in accordance with section 90(1) of the Companies Act, and to remain in office until the conclusion of the next AGM, and to authorise the Audit and Risk Committee to determine its remuneration.

Neridha Moodley will be the individual registered auditors who will undertake the audit for the financial year ending 30 September 2023.

The Audit and Risk Committee and the Board are satisfied that SNG-GT meet the provisions of the Companies Act and the JSE Listings Requirements.

#### 1.4.1 Ordinary resolution 12

Resolved that SNG Grant Thornton be appointed as statutory auditors of the Company and of the Group for the financial year ending 30 September 2023 and to remain in office until the conclusion of the next AGM, and that their remuneration for the financial year ending 30 September 2023 be determined by the Audit and Risk Committee.

**NOTICE OF ANNUAL GENERAL MEETING** *continued***1.5 Non-binding advisory vote on remuneration policy**

The purpose of ordinary resolution 13 is to endorse, by way of a non-binding advisory vote, the remuneration policy of the Company set out in the 2022 Annual Report.

The Board is responsible for determining the remuneration of executive directors in accordance with the remuneration policy of the Company. The Remuneration Committee assists the Board in its responsibility for setting and administering remuneration policies in the Company's long-term interests. The Remuneration Committee considers and recommends remuneration for all levels in the Company, including the remuneration of senior executives and executive directors, and advises on the remuneration of non-executive directors. King IV recommends that every year the Company's remuneration policy should be tabled to shareholders for a non-binding advisory vote at the AGM.

The Remuneration Committee prepared, and the Board considered and accepted, the remuneration policy as set out in the Remuneration Report of the 2022 Annual Report, and shareholders are required to vote on it. If the remuneration policy is voted against by 25% or more of the voting rights exercised on the resolution, the Company will, in its voting results announcement, extend an invitation to dissenting shareholders to engage with the Company to discuss the reasons for their dissenting votes. The manner and timing of such engagement will be set out in the voting results announcement.

**1.5.1 Ordinary resolution 13**

Resolved that the Company's remuneration policy, as set out in the Remuneration Report of the 2022 Annual Financial Statements, be and is hereby endorsed by way of a non-binding advisory vote.

**1.6 Non-binding advisory vote on remuneration implementation report**

The purpose of ordinary resolution 14 is to endorse, by way of a non-binding advisory vote, the remuneration implementation report of the Company set out in the 2022 Annual Report.

If the remuneration implementation report is voted against by 25% (twenty five percent) or more of the voting rights exercised on the resolution, the Company will, in its voting results announcement, extend an invitation to dissenting shareholders to engage with the Company to discuss the reasons for their dissenting votes. The manner and timing of such engagement will be set out in the voting results announcement.

**1.6.1 Ordinary resolution 14**

Resolved that the Company's remuneration implementation report, as set out in the Remuneration Report in the 2022 Annual Report, be and is hereby endorsed by way of a non-binding advisory vote.

**2. Special resolutions****Voting percentage**

Each of special resolutions 1 to 3 will be considered by way of a separate vote and in order for each such resolution to be adopted, the support of at least 75% (seventy-five percent) of the voting rights on the resolution cast by shareholders present or represented by proxy at this meeting is required.

**2.1 To approve the non-executive directors' fees**

Section 66(8) with section 66(9) of the Companies Act provides that, to the extent permitted in the MOI, the Company may pay remuneration to its directors for their services as directors provided that such remuneration may only be paid in accordance with a special resolution approved by shareholders within the previous two years clause 7.9 of the MOI does not limit, restrict or qualify the power of the Company to pay remuneration to its directors for their service. The Remuneration Committee has considered the remuneration for non-executive directors and the Board has accepted the recommendations of the Remuneration Committee.

**NOTICE OF ANNUAL GENERAL MEETING** *continued***2. Special resolutions** *continued***2.1 To approve the non-executive directors' fees** *continued***2.1.1 Special resolution 1**

Resolved that the fees payable to the non-executive directors for their services to the Board and Committees of the Board be revised by a separate vote in respect of each item, with effect from 1 October 2022, as follows:

Non-Executive Director's fees		Proposed* R
<b>BOARD</b>		
1.1	Chairman (all-inclusive fee)	<b>1 155 000</b>
1.2	Board member annual retainer	<b>352 775</b>
<b>COMMITTEES</b>		
<i>Audit and Risk Committee</i>		
1.4	Chairman	<b>291 000</b>
1.5	Member	<b>147 301</b>
<i>Remuneration Committee</i>		
1.6	Chairman	<b>170 100</b>
1.7	Member	<b>92 015</b>
<i>Nominations Committee</i>		
1.8	Chairman	<b>145 590</b>
1.9	Member	<b>88 835</b>
<i>Social, Ethics, and Transformation Committee</i>		
1.10	Chairman	<b>145 590</b>
1.11	Member	<b>88 835</b>
<i>Investment and Transactions Committee</i>		
1.12	Chairman	<b>145 590</b>
1.13	Member	<b>88 835</b>

**2.2 Loans or other financial assistance to related or inter-related companies or corporations**

Section 45 of the Companies Act provides, among other things, that, except to the extent that the memorandum of incorporation of a Company provides otherwise, the Board may authorise the Company to provide direct or indirect financial assistance (which includes lending money, guaranteeing a loan or other obligation and securing any debt or obligation) to a related or inter-related Company or corporation, including a subsidiary of the Company incorporated in or outside of the Republic of South Africa, provided that such authorisation shall be made pursuant to a special resolution of the shareholders adopted within the previous two years, which approved such assistance either for the specific recipient or generally for a category of potential recipients and the specific recipient falls within that category.

**2.2.1 Special resolution 2**

Resolved that the directors of the Company be and are hereby authorised, in accordance with section 45 of the Companies Act, to authorise the Company to provide direct or indirect financial assistance to any Company or corporation, including a subsidiary of the Company incorporated in or outside of the Republic of South Africa, which is related or inter-related to the Company.

**NOTICE OF ANNUAL GENERAL MEETING** *continued***2. Special resolutions** *continued***2.3 General authority to acquire the Company's own shares**

Special resolution 3 is proposed to authorise the acquisition by the Company, and any subsidiary of the Company, of up to 5% of the ordinary shares issued by the Company.

The Board's intention is for the shareholders to pass a special resolution granting the Company and its subsidiaries a general authority to acquire securities issued by the Company in order to enable the Company and its subsidiaries, subject to the requirements of the Companies Act, the Listings Requirements of the JSE and the Company's MOI, to acquire securities issued by the Company should the Board consider that it would be in the interest of the Company and/or its subsidiaries to acquire securities issued by the Company while the general authority subsists.

**2.3.1 Special resolution 3**

Resolved that the Company and any subsidiary of the Company be and are hereby authorised, subject to the provisions of the Companies Act, the Listings Requirements of the JSE and the Company's MOI, to acquire ("repurchase"), as a general repurchase, up to 5% of the ordinary shares issued by the Company provided that the Company and any subsidiary may only make such general repurchase subject to the following:

- a. The repurchase of securities in any one financial year by the Company or any subsidiary of the Company may not in the aggregate exceed 5% of each class of securities as at the beginning of the financial year;
- b. The repurchase of securities being effected through the order book operated by the JSE trading system and done without any prior understanding or arrangement between the Company and the counterparty (reported trades are prohibited);
- c. Authorisation thereto being given by the Company's MOI;
- d. The approval shall be valid only until the next AGM or for 15 months from the date of the resolution, whichever period is shorter;
- e. Repurchases may not be made at a price greater than 10% above the weighted average of the market value for the securities for the five business days immediately preceding the date on which the repurchase is effected;
- f. At any point in time, the Company may only appoint one agent to effect any repurchase(s) on the Company's behalf;
- g. A resolution is passed by the Board authorising the repurchase and confirming that the Company has passed the solvency and liquidity test as set out in section 4 of the Companies Act, and that, since the test was performed, there have been no material changes to the financial position of the Group;
- h. A statement by the directors that after considering the effect of the maximum repurchase:
  - the Company and the Group would be able, in the ordinary course of business, to pay its debts for a period of 12 months after the date of the notice of AGM;
  - the consolidated assets of the Company and the Group would be in excess of the consolidated liabilities of the Company and the Group for a period of 12 months after the date of the notice of AGM. For this purpose, the assets and liabilities would be recognised and measured in accordance with the accounting policies used in the latest audited Group annual financial statements which comply with the Companies Act;
  - the ordinary capital and reserves of the Company and the Group would be adequate for a period of 12 months after the date of the notice of AGM; and
  - the working capital of the Company and the Group would be adequate for ordinary business purposes for a period of 12 months after the date of the notice of AGM;
- i. The Company or any of its subsidiaries may not repurchase securities during a prohibited period, as defined in paragraph 3.67 of the Listings Requirements of the JSE, unless the Company has in place a repurchase programme where the dates and quantities of securities to be traded during the relevant period are fixed (not subject to any variation) and have been submitted to the JSE in writing, prior to the commencement of the prohibited period. The Company must instruct an independent third party, which makes its investment decisions in relation to the Company's securities independently of, and uninfluenced by, the Company, prior to the commencement of the prohibited period;

**NOTICE OF ANNUAL GENERAL MEETING** *continued***2. Special resolutions** *continued***2.3 General authority to acquire the Company's own shares****2.3.1 Special resolution 3** *continued*

- j. Any repurchase will be subject to the applicable provisions of the Companies Act (including sections 114 and 115 to the extent that section 48(8) is applicable) in relation to that particular repurchase; and
- k. After the Company or any of its subsidiaries have acquired securities which constitute, on a cumulative basis, 3% of the number of a class of securities in issue (at the time that authority from shareholders for the repurchase is granted), and for each 3% in aggregate acquired in respect of a class of securities thereafter, the Company shall publish an announcement in terms of the Listings Requirements of the JSE containing full details of such repurchases.

**Disclosures in regard to other Listings Requirements of the JSE applying to special resolution 3**

The Listings Requirements of the JSE prescribe certain disclosures, which are disclosed in the Group audited annual financial statements and the 2022 Annual Report.

**Major shareholders**

Details of major shareholders of the Company are in the 2022 Annual Report.

**Material change**

There have been no material changes to the affairs and financial position of the Group since the end of the financial year and the date of this notice of annual general meeting.

**Share capital of the Company**

Details of the share capital of the Company are in the 2022 Annual Report.

**Directors' responsibility statement**

The directors, whose names are set out in this Notice of AGM, collectively and individually accept full responsibility for the accuracy of the information given, and certify that to the best of their knowledge and belief there are no facts that have been omitted which would make the statement false or misleading and that all reasonable enquiries to ascertain such facts have been made.

**Certificated shareholders/dematerialised shareholders with own name registration**

Registered holders of certificated ordinary shares and holders of dematerialised ordinary shares in their own names may attend, speak and vote at the AGM or are entitled to appoint a proxy or more than one proxy to attend, speak and vote in their stead.

**Any person appointed as a proxy need not be a shareholder of the Company**

Proxy forms should be forwarded to reach the Company's Transfer Secretaries, JSE Investor Services Proprietary Limited (formerly known as Link Market Services South Africa Proprietary Limited), 13th Floor, Rennie House, 19 Ameshoff Street, Braamfontein, Johannesburg, 2001 (PO Box 4844, Johannesburg, 2000) by not later than 12:30 (South African time) on Friday, 24 March 2023 for administrative purposes. Proxy forms may also be submitted at any time prior to commencement of voting at the AGM.

**Dematerialised shareholders**

Shareholders who have dematerialised their shares through a Central Securities Depository Participant (CSDP) or stockbroker, and who have not elected own-name registration and wish to attend the AGM, should timeously inform their CSDP or stockbroker of their intention to attend the meeting and request such CSDP or stockbroker to issue them with the necessary authority to attend. If they do not wish to attend the AGM, they may provide such CSDP or stockbroker with their voting instructions.

**NOTICE OF ANNUAL GENERAL MEETING** *continued***Voting rights**

The ordinary shareholders are entitled to vote on all the resolutions set out above. On a show of hands, every ordinary shareholder who is present in person or by proxy at the AGM will have one vote (irrespective of the number of ordinary shares held in the Company) and, on a poll, every ordinary shareholder will have one vote for every ordinary share held or represented.

**Identification**

In terms of section 63(1) of the Companies Act, any person attending or participating in the AGM must present reasonably satisfactory identification and the person presiding at the AGM must be reasonably satisfied that the right of any person to participate in and vote, whether as a shareholder or as a proxy for a shareholder, has been reasonably verified. Acceptable forms of identification include valid identity documents, drivers' licences and passports.

**Electronic participation by shareholders**

Shareholders who wish to electronically participate in and/or vote at the AGM are required to complete the electronic participation application form attached hereto and email same to The Meeting Specialist Proprietary Limited at [proxy@tmsmeetings.co.za](mailto:proxy@tmsmeetings.co.za) or contact them on +27 81 711 4255 or +27 84 433 4836 as soon as possible, but in any event no later than 12:30 (South African time) on Monday, 20 March 2023. If shareholders wish to participate in the AGM, they should instruct their CSDP or Broker to issue them with the necessary letter of representation to participate in the AGM, in the manner stipulated in their Custody Agreement. These instructions must be provided to the CSDP or Broker by the cut-off time and date advised by the CSDP or Broker to accommodate such requests.

By order of the Board

**William Radcliffe**  
Company Secretary  
Sandton  
27 January 2023

# FORM OF PROXY



2

## FORM OF PROXY

### Zeda Limited

Incorporated in the Republic of South Africa

Registration number: 2022/493042/06

JSE share code: ZZD

ISIN: ZAE000315768

Zeda Limited (“Zeda Limited” or “the Company”)

Only for the use of registered holders of certificated ordinary shares (ordinary shares) and holders of dematerialised ordinary shares with own name registration and dematerialised preference shares with own name registration at the annual general meeting to be held virtually or in person at the JSE on 28 March 2023 at 12:30 (South African time).

Holders of ordinary shares in the Company (collectively, “shares”) (whether certificated or dematerialised) through a nominee must not complete this form of proxy but should inform that nominee timeously, or, if applicable, their Central Securities Depository Participant (CSDP) or stockbroker of their intention to attend the annual general meeting (AGM) and request such nominee, CSDP or stockbroker to issue them with the necessary authorisation to attend or provide such nominee, CSDP or stockbroker with their voting instructions should they not wish to attend the AGM in person. Such shareholders must not return this form of proxy to the Transfer Secretaries.

I/we	of
being the holder(s) of	ordinary shares or
hereby appoint	of
or, failing him/her	

hereby appoint the Chairman of the AGM, as my/our proxy to attend, speak and vote for me/us and on my/our behalf at the meeting which will be held for the purpose of considering and, if deemed fit, passing, with or without modification, the ordinary and special resolution(s) to be proposed at the AGM and at each adjournment of the meeting and to vote for or against such resolutions or to abstain from voting in respect of the ordinary shares registered in my/our name, in accordance with the following instructions (see note 9).

## FORM OF PROXY continued

### Part A – To be completed by ordinary shareholders

\* Insert an X or the number of ordinary shares (see note 9)

Ordinary resolutions	For	Against	Abstain
<b>Ordinary resolution 1:</b> Acceptance of financial statements			
<b>Ordinary resolution 2:</b> Re-election of Donald Wilson as a Director			
<b>Ordinary resolution 3:</b> Re-election of Sibani Mngomezulu as a Director			
<b>Ordinary resolution 4:</b> Re-election of Yolanda Miya as a Director			
<b>Ordinary resolution 5:</b> Re-election of Ngao Motsei as a Director			
<b>Ordinary resolution 6:</b> Election of Ramasela Ganda as a Director			
<b>Ordinary resolution 7:</b> Re-election of Thobeka Ntshiza as a Director			
<b>Ordinary resolution 8:</b> Election of Lwazi Bam as a Director, in terms of clause 7.1.5 of the MOI.			
<b>Ordinary resolution 9:</b> Resolved that Donald Wilson be and is hereby elected as a member of the Audit and Risk Committee to hold office until the next AGM.			
<b>Ordinary resolution 10:</b> Resolved that Yolanda Miya be and is hereby elected as a member of the Audit and Risk Committee to hold office until the next AGM.			
<b>Ordinary resolution 11:</b> Resolved that Ngao Motsei be and is hereby elected as a member of the Audit and Risk Committee to hold office until the next AGM.			
<b>Ordinary resolution 12:</b> Appointment of external auditors			
<b>Ordinary resolution 13:</b> Non-binding advisory vote on remuneration policy			
<b>Ordinary resolution 14:</b> Non-binding advisory vote on remuneration implementation report			

FORM OF PROXY continuedPart A – To be completed by ordinary shareholders continued

Insert an “X” in the relevant spaces below according to how you wish your votes to be cast. However, if you wish to cast your votes in respect of a lesser number of ordinary shares than you own in the Company, insert the number of ordinary shares held in respect of which you desire to vote (see note 9).

Special resolutions	For	Against	Abstain
<b>Special resolution 1:</b> Approval of Non-Executive Directors' fees			
<b>BOARD</b>			
<b>Special Resolution 1.1</b> Chairman (all-inclusive fee)			
<b>Special Resolution 1.2</b> Board member annual retainer			
<b>COMMITTEES</b>			
<i>Audit and Risk Committee</i>			
<b>Special Resolution 1.4</b> Chairman			
<b>Special Resolution 1.5</b> Member			
<i>Remuneration Committee</i>			
<b>Special Resolution 1.6</b> Chairman			
<b>Special Resolution 1.7</b> Member			
<i>Nomination Committee</i>			
<b>Special Resolution 1.8</b> Chairman			
<b>Special Resolution 1.9</b> Member			
<i>Social, Ethics and Transformation Committee</i>			
<b>Special Resolution 1.10</b> Chairman			
<b>Special Resolution 1.11</b> Member			
<i>Investment and Transactions Committee</i>			
<b>Special Resolution 1.12</b> Chairman			
<b>Special Resolution 1.13</b> Member			
<b>Special resolution 2:</b> Approval of loans or other financial assistance to related or inter-related companies and corporations			
<b>Special resolution 3:</b> General authority to acquire the Company's own shares			

## NOTES TO THE FORM OF PROXY

Instructions on signing and lodging of the annual general meeting (AGM) form of proxy.

- A deletion of any printed matter and the completion of any blank spaces need not be signed or initialled. Any alterations must be signed, not initialled.
- The Chairman shall be entitled to decline to accept the authority of a signatory:
  - under a power of attorney; or
  - on behalf of a Company, unless the power of attorney or authority is deposited with the Transfer Secretaries, JSE Investor Services Proprietary Limited (formerly known as Link Market Services South Africa Proprietary Limited), 13th Floor, Rennie House, 19 Ameshoff Street, Braamfontein, Johannesburg, 2001 (PO Box 4844, Johannesburg, 2000), or by not later than 12:30 (South African time) on Friday, 24 March 2023 .
- The signatory may insert the name of any persons(s) whom the signatory wishes to appoint as his/her proxy in the blank space/s provided for that purpose.
- Where there are joint holders of shares and if more than one such joint holder be present or represented, then the person whose name appears first in the securities register in respect of such shares or his/her proxy, as the case may be, shall alone be entitled to vote in respect thereof.
- The completion and lodging of this form of proxy will not preclude the signatory from attending the AGM and speaking and voting in person thereat should such person wish to do so, to the exclusion of any proxy appointed in terms hereof.
- If, in the appropriate place on the face of the proxy, there is no indication of how to vote in respect of any resolution, the proxy shall be entitled to vote as he/she deems fit in respect of that resolution.
- The Chairman of the AGM may reject or accept any form of proxy which is completed other than in accordance with these instructions, provided that in the event of acceptance, he/she is satisfied as to the manner in which a shareholder wishes to vote.
- If the shareholding is not indicated on the form of proxy, the proxy will be deemed to be authorised to vote the total shareholding registered in the shareholder's name.
- Please insert an “X” in the relevant space according to how you wish your votes to be cast. However, if you wish to cast your votes in respect of a lesser number of shares than you own in the Company, insert the number of shares held in respect of which you wish to vote. Failure to comply with the above will be deemed to authorise the proxy to vote or to abstain from voting at the AGM as he/she deems fit in respect of all the shareholder's votes exercisable at the meeting. A shareholder or his/her proxy is not obliged to use all the votes exercisable by the shareholder or by his/her proxy, but the total of the votes cast in respect of which abstention is recorded may not exceed the total number of votes exercisable by the shareholder or by his/her proxy.
- A form of proxy sent by electronic medium to the Company Secretary or Transfer Secretaries within the time allowed for submission shall be deemed to constitute an instrument of proxy.
- Documentary evidence establishing the authority of a person signing this form of proxy in a representative capacity must be attached to this form of proxy unless previously recorded by the Company Secretary or waived by the Chairman of the AGM.
- A minor must be assisted by his/her parent or guardian unless the relevant documents establishing his/her legal capacity are produced or have been registered by the Company Secretary.

**Summary in terms of section 58(8)(b (i) of the Companies Act, 2008 (as amended)**

Section 58(8)(b)(i) provides that if a Company supplies a form of instrument for appointing a proxy, the form of proxy supplied by the Company for the purpose of appointing a proxy must bear a reasonably prominent summary of the rights established by section 58 of the Companies Act, 2008 (as amended), which summary is set out below:

A shareholder of a Company may, at any time, appoint any individual, including an individual who is not a shareholder of that Company, as a proxy, among other things, to participate in and speak and vote at a shareholders' meeting on behalf of the shareholder.

- A shareholder may appoint two or more persons concurrently as proxies, and may appoint more than one proxy to exercise voting rights attached to different securities held by the shareholder.
- A proxy may delegate the proxy's authority to act on behalf of the shareholder to another person.
- A proxy appointment must be in writing, dated and signed by the shareholder, and remains valid only until the end of the meeting at which it was intended to be used, unless the proxy appointment is revoked, in which case the proxy appointment will be cancelled with effect from such revocation.
- A shareholder may revoke a proxy appointment in writing.
- A proxy appointment is suspended at any time and to the extent that the shareholder chooses to act directly and in person in the exercise of any rights as a shareholder.
- A proxy is entitled to exercise, or abstain from exercising, any voting right of the shareholder without direction.

# ELECTRONIC PARTICIPATION FORM

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## ELECTRONIC PARTICIPATION APPLICATION FORM

### Zeda Limited

Incorporated in the Republic of South Africa

Registration number: 2022/493042/06

JSE share code: ZZD

ISIN: ZAE000315768

Zeda Limited (“Zeda Limited” or the “Company”)

## ELECTRONIC PARTICIPATION IN THE ZEDA LIMITED ELECTRONIC ANNUAL GENERAL MEETING TO BE HELD ON 20 MARCH 2023

- Shareholders or their proxies who wish to participate in the annual general meeting via electronic communication (“Participants”), must apply to the Company’s meeting scrutineers to do so by emailing the form below (“the application”) to the email address of the Company’s meeting scrutineers, The Meeting Specialist Proprietary Limited (“TMS”), by no later than 12:30 (South African time) on 20 March 2023. The email address is as follows: **proxy@tmsmeetings.co.za**
- Shareholders who have dematerialised their shares, other than those shareholders who have dematerialised their shares with ‘own name’ registration, should contact their Central Securities Depository Participant (“CSDP”) or Broker in the manner and time stipulated in their agreement with their CSDP or Broker:
  - to furnish them with their voting instructions; and
  - in the event that they wish to participate in the meeting, to obtain the necessary authority to do so.
- Participants will be able to vote during the annual general meeting through an electronic participation platform. Such participants, should they wish to have their vote(s) counted at the annual general meeting, must provide TMS with the information requested below.
- Each shareholder, who has complied with the requirements below, will be contacted between 22 and 23 March 2023 via email/mobile with a unique link to allow them to participate in the electronic annual general meeting.
- The cost of the participant’s phone call or data usage will be at his/her own expense and will be billed separately by his/her own telephone service provider.
- The cut-off time, for administrative purposes, to participate in the annual general meeting will be 12:30 (South African time) on 28 March 2023.
- The participant’s unique access credentials will be forwarded to the email/mobile telephone provided **below**.

## ELECTRONIC PARTICIPATION APPLICATION FORM continued

### Participation application form

Name and surname of shareholder

Name and surname of shareholder representative (if applicable)

ID number of shareholder or representative

Email address

Mobile number

Telephone number

Name of CSDP or Broker (if shares are held in dematerialised format)

SCA number/Broker account number

Own name account number

Number of shares

Signature

Date

By signing this form, I agree and consent to the processing of my personal information above for the purpose of participation in the annual general meeting.

**ELECTRONIC PARTICIPATION APPLICATION FORM** continued**Terms and conditions for participation at the Zeda Limited annual general meeting to be held at 12:30 on 28 March 2023 via electronic communication**

The cost of dialling in using a telecommunication line/webcast/web-streaming to participate in the annual general meeting is for the expense of the participant and will be billed separately by the participant's own telephone service provider.

The participant acknowledges that the telecommunication lines/webcast/web-streaming are provided by a third party and indemnifies Zeda Limited, the JSE Limited and TMS and/or their third-party service providers against any loss, injury, damage, penalty or claim arising in any way from the use or possession of the telecommunication lines/webcast/web-streaming, whether or not the problem is caused by any act or omission on the part of the participant or anyone else. In particular, but not exclusively, the participant acknowledges that he/she will have no claim against Zeda Limited, the JSE Limited and TMS and/or its third-party service providers, whether for consequential damages or otherwise, arising from the use of the telecommunication lines/webcast/web-streaming or any defect in it or from total or partial failure of the telecommunication lines/webcast/web-streaming and connections linking the telecommunication lines/webcast/web-streaming to the annual general meeting.

Participants will be able to vote during the annual general meeting through an electronic participation platform. Such participants, should they wish to have their vote(s) counted at the annual general meeting, must act in accordance with the requirements set out above.

Once the participant has received the link, the onus to safeguard this information remains with the participant.

The application will only be deemed successful if this application form has been fully completed and signed by the participant and delivered or emailed to TMS at [proxy@tmsmeetings.co.za](mailto:proxy@tmsmeetings.co.za)

Shareholder name:

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Signature:

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Date:

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**SHAREHOLDERS' DIARY**

Financial year end	30 September
Annual general meeting	28 March 2023
Reports and profit statements	Published
Half yearly interim report	May
Preliminary report for the year	December
Annual Report	January

## CORPORATE INFORMATION

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### **Directors**

#### **Independent non-executive directors**

Lwazi Bam (Chairman)\*  
Sibani Mngomezulu  
Donald Wilson  
Yolanda Miya  
Ngao Motsei

#### **Executive directors**

Ramasela Ganda (Group Chief Executive Officer)  
Thobeka Ntshiza (Group Finance Director)

### **Company's Registered Office**

2 Sysie Road  
Croydon, 1691  
Johannesburg  
South Africa  
(PO Box 221, Isando, 1600)

### **Company Secretary**

Rilapax Proprietary Limited t/a William Radcliffe  
(Registration number: 2013/068456/07)

### **Financial Reporting Consultant to Zeda Limited**

KPMG Services Proprietary Limited  
(Registration number: 1999/012876/07)  
KPMG Crescent  
85 Empire Road  
Parktown, 2193  
South Africa  
(Private Bag 9, Parkview, 2122)

### **South African Legal Advisor to the Company**

DLA Piper South Africa (RF) Incorporated  
Registration number: 2016/119399/21  
6th Floor  
61 Katherine Street  
Sandton, 2196  
Private Bag X17, Benmore, 2010

### **Sponsor to Zeda Limited**

Nedbank Limited, acting through its Nedbank Corporate  
and Investment Banking Division  
(Registration number: 1951/000009/06)  
Nedbank 135 Rivonia Campus  
135 Rivonia Road  
Sandown  
Sandton, 2196  
South Africa  
(PO Box 1144, Johannesburg, 2000)

### **Independent Auditor**

SizweNtsalubaGobodo Grant Thornton Inc.  
(Registration number: 2005/034639/21)  
20 Morris Street East  
Woodmead, 2191  
South Africa  
(PO Box 2939, Saxonwold, 2132)

### **Investor Relations**

Babalwa George  
2 Sysie Road  
Croydon, 1691  
Johannesburg  
South Africa  
PO Box 221, Isando, 1600

investorrelations@zeda.co.za

### **Transfer Secretaries**

JSE Investor Services South Africa Proprietary  
Limited  
(Registration number: 2000/007239/07)  
13th Floor  
19 Ameshoff Street  
Braamfontein  
South Africa  
(PO Box 4844, Johannesburg, 2000)

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\* Appointed as Chairman on 14 December 2022.



[www.zeda.co.za](http://www.zeda.co.za)