



## ANNUAL GENERAL MEETING 27/07/2013

Further to the Notice of Annual General Meeting dated 5<sup>th</sup> July, 2013 (copy attached), notice is hereby given that the following business will be conducted as any other business:

**1. To consider and if deemed fit pass the following resolutions by a majority of 65% of the shareholders:**

**1.1 New Structure of Home Afrika Limited**

- 1.1.1 Home Afrika Limited be and is hereby transformed to a parent/holding company with amongst others, the following subsidiaries which subsidiaries will have separate and designated Boards of Directors: Home Afrika Foundation Limited, Home Afrika Kenya Limited (in formation), Home Afrika Techno Limited (in formation), Home Afrika Finance Limited (in formation), Home Afrika Knowledge and Resources Center Limited (in formation) and Home Afrika International Limited (in formation).
- 1.1.2 The Board of Directors of Home Afrika Limited be and is hereby authorized to:
- 1.1.2.1 Recruit key personnel for each subsidiary.
- 1.1.2.2 Promote, undertake studies, source information and carry out feasibility studies to operationalize the new structure.
- 1.1.3 Each of the subsidiaries will have its own board of directors. The boards of directors of the subsidiaries will have a maximum of nine members who shall serve for a maximum of three terms of two years each. The Group Chief Executive Officer will be a director in all the boards of directors of the subsidiaries with the power to appoint alternates from top management. At least one third of the members of the board of directors of the subsidiaries shall be independent directors. One third of the members of the respective boards of directors of the subsidiaries shall retire every term. After two years in retirement a director may offer himself or herself for re-election.
- 1.1.4 All subsidiaries except Home Afrika Kenya Limited (in formation) will do business across Africa while Home Afrika Kenya Limited (in formation) will do business in Kenya.
- 1.1.5 Home Afrika Techno Limited (in formation) will purchase 50 acres of land at an agreed price from Kikwetu Development Limited or any other subsidiary to build an industrial park.

