



Block B, Agri-Hub Office Park, 477 Witherite Street,  
 The Willows, Pretoria, 0184, South Africa  
 Postnet Suite 221, Private Bag X04, Menlo Park, 0102  
 Telephone: +27 (0)12 663 9097 / +27 (0)12 663 3282  
 Facsimile: +27 (0)12 663 9612  
 E-mail: admin@afma.co.za  
 Website: www.afma.co.za

**AFMA's 73<sup>rd</sup> ANNUAL GENERAL MEETING**  
 To be hosted virtually at 09:00 on 4 September 2020

**AGENDA**

POINTS ON AGENDA	BACKGROUND	ACTION	RESPONSIBLE
<p align="center">1.</p> <p>1.1</p>	<p><b>OPENING</b></p> <p><b>WELCOME</b></p>		<p align="center">AGM</p>
<p>1.2</p>	<p><b>COMPETITION LAW DISCLAIMER</b></p> <p>The Competition Law disclaimer will be read at the beginning of each Industry Association meeting. All members are <b>requested</b> to read and abide by the contents of the disclaimer.</p> <p>The disclaimer is attached as <b>Appendix 1</b>, to the agenda.</p>	<p align="center"><b>APPENDIX 1 (PAGE 15 OF 15)</b></p> <p>For <b>acknowledgement and signing</b>.</p>	<p align="center">AGM</p>

POINTS ON AGENDA	BACKGROUND	ACTION	RESPONSIBLE
1.3	APOLOGIES		AGM
1.4	PERSONALIA		AGM
1.5	ADDITIONS TO THE AGENDA		AGM
2.	<b>APPROVAL OF THE PREVIOUS MINUTES: 13 SEPTEMBER 2019</b>	The minutes of the 72 <sup>nd</sup> Annual General Meeting held on the 13 September 2019, were circulated to the AFMA members, and is tabled, for <b>approval</b> .	AGM
3.  3.1	<p><b>MATTERS ARISING FROM THE PREVIOUS MINUTES: 72<sup>nd</sup> ANNUAL GENERAL MEETING</b></p> <p><b>REVISED AFMA MEMORANDUM OF INCORPORATION (MoI), COMPLIANT TO THE COMPANIES ACT OF 2008 (Act 71 of 2008)</b></p> <p>Due to a large number of new Board Members being elected to the AFMA Board during the 2018 AGM, for the term 2018/19 - 2019/20, a Workshop and Training Session was <b>arranged</b> for new Directors, to familiarise new Directors with the role of a Board Member regarding the latest legal responsibilities and Corporate Governance Guidelines.</p> <p>As part of this process, the Board <b>requested</b> the company Fluid Rock Governance, to prepare a new Memorandum of Incorporation (MoI) as required</p>	<p>The newly drafted MoI was <b>approved</b> by the AFMA Board of Directors and circulated to Full Members for approval.</p> <p>The newly drafted MoI <b>will be filed</b> with the Office of the Registrar of Companies (CIPC), thereby replacing the previous AFMA MoA with the new MoI, as is required by the Companies Act of 2008.</p> <p>The new MoI <b>will be ratified</b> at the Annual General Meeting.</p>	AGM

POINTS ON AGENDA	BACKGROUND	ACTION	RESPONSIBLE
	<p>according to the Companies Act of 2008, to replace the current AFMA Memorandum and Articles of Association (MoA).</p> <p>The Annual General Meeting <b>noted</b> that the process of revision of the new <b>Memorandum of Incorporation (Moi)</b>, by the BOD is still work in progress to be finalised. The task at hand will be completed by the next Annual General Meeting.</p>		
4.	<p><b>CHAIRMAN'S REPORT FOR 2019/2020</b></p> <p>As per AFMA custom, the AFMA Chairperson presents his Chairman's Report on the AFMA activities of <b>2019/2020</b>, to the Annual General Meeting.</p> <p>Mr Thinus van Lill, AFMA Vice-chairperson, will be <b>requested</b> to chair the meeting while Mr Wouter de Wet presents the AFMA Chairman's Report <b>2019/2020</b>.</p>	<p><b>For discussion and acceptance</b> by the Annual General Meeting.</p>	<p>AGM Wouter de Wet Thinus van Lill</p>
5.	<p><b>AFMA FINANCIAL MATTERS</b></p> <p><b>ACCEPTANCE OF THE AFMA FINANCIAL STATEMENTS FOR THE PERIOD 2019/2020</b></p> <p>The set of audited financial statements, for <b>2019/2020</b> is electronically attached as <b>Appendix 2</b>, to the agenda.</p> <p><b>Note:</b> The set of Financial Statements for <b>2019/2020</b>, was only circulated to AFMA members for consideration.</p>	<p style="text-align: center;"><b>APPENDIX 2: (ATTACHED PDF-FILE)</b></p> <p>The AFMA Board of Directors to <b>table its recommendation</b> in terms of the set of Financial Statements for <b>2019/2020</b>, for approval by the Annual General Meeting.</p>	<p>AGM Board of Directors</p>

POINTS ON AGENDA	BACKGROUND	ACTION	RESPONSIBLE
<p>6.</p>	<p><b>MANDATE TO SIGN AFMA’s FINANCIAL STATEMENTS</b></p> <p>Two Directors must be appointed by the Annual General Meeting to sign-off on the AFMA Financial Statement for the period <b>July 2019 - June 2020</b>.</p> <p><b>Note:</b></p> <p>The auditors will only sign-off on the AFMA Financial Statements for <b>2019/2020</b>, once they have been accepted by the AFMA Board of Directors and Annual General Meeting.</p>	<p>The Board of Directors to table its <b>recommendation</b> with regards to a mandate to sign AFMA’s Financial Statements, <b>for approval</b> by the Annual General Meeting.</p>	<p>AGM Board of Directors</p>
<p>7.</p>	<p><b>APPOINTMENT OF AUDITORS - 2020/2021</b></p> <p>Ashton CA (SA) Group, Chartered Accountants Inc., was appointed as the <b>2019/20</b> AFMA Auditors.</p> <p>The appointment of Auditors for <b>2020/2021</b> will be considered by the Board of Directors’ Meeting on Thursday, 3 September 2020 and their <b>recommendation</b> will be tabled at the Annual General Meeting, on Friday, 4 September 2020.</p>	<p>The AFMA Board of Directors to table its <b>recommendation</b> regarding the appointment of auditors for <b>2020/2021</b>, <b>for approval</b> by the Annual General Meeting.</p>	<p>AGM Board of Directors</p>

POINTS ON AGENDA	BACKGROUND	ACTION	RESPONSIBLE
<p>8.</p> <p>8.1</p>	<p><b>APPROVAL: RE-CONFIRMING SIGNING POWERS ON AFMA's ACCOUNTS</b></p> <p><b>SIGNING POWERS ON THE AFMA BANK ACCOUNTS - (CURRENT, MONEY MARKET &amp; INVESTMENT)</b></p> <p>The following Board positions currently have signing powers on AFMA's bank accounts:</p> <ul style="list-style-type: none"> <li>• <b>Chairperson, AFMA</b></li> <li>• <b>Vice-chairperson, AFMA</b></li> <li>• <b>Executive Director, AFMA</b></li> </ul>	<p>The Board of Directors to table a <b>recommendation</b> in terms of mandates of signing powers on the AFMA bank accounts for <b>approval</b> by the Annual General Meeting.</p>	<p>AGM Board of Directors</p>
<p>9.</p>	<p><b>PROPOSED AFMA BUDGET 2020/2021</b></p> <p>The proposed budget for <b>2020/2021</b>, was discussed and pre-finalised at a Board of Directors' Strategic/Budget Meeting, which took place on Tuesday, 4 August 2020.</p> <p>The AFMA Board will make its final recommendation at the Board of Directors' Meeting on Thursday, 3 September 2020.</p>	<p style="text-align: center;"><b>APPENDIX 3: (PPT-Presentation to be presented)</b></p> <p>The AFMA Board of Directors to table its <b>recommendation</b> regarding the AFMA Budget 2020/2021 for <b>final approval and ratification</b> by the Annual General Meeting.</p>	<p>AGM Board of Directors</p>
<p>10.</p>	<p><b>PROPOSED CHANGE IN MEMBERSHIP FEES FOR - 2020/2021</b></p> <p>The AGM of 1999 decided <b>“that in future levies should be increased gradually to prevent such sharp increase in a specific year”</b>.</p>	<p><b>For noting.</b></p>	<p>AGM Board of Directors</p>

POINTS ON AGENDA	BACKGROUND	ACTION	RESPONSIBLE
10.1	<p><b>FULL MEMBERS</b></p> <p>All fees are excluding VAT and new fees will be applicable as from <b>1 September 2020</b>. As part of the Board of Directors' Strategic/Budget Meeting, the following was proposed:</p> <p>The <b>CURRENT</b> fees for 2019/2020 are as follows:</p> <ul style="list-style-type: none"> <li>• Members <b>NOT</b> producing more than 1800 tons per month: <b>R1 776.00</b> per month (<b>R 21 315 p.a.</b>)</li> <li>• Members producing <b>MORE</b> than 1800 tons per month: <b>R0.939</b> per ton</li> </ul> <p>The <b>PROPOSED</b> fees for 2020/2021 are as follows:</p> <ul style="list-style-type: none"> <li>• Full Members <b>NOT</b> producing more than 1800 tons per month: <b>R1 847.33</b> per month (<b>R 22 168 p.a.</b>)</li> <li>• Members producing <b>MORE</b> than 1800 tons per month: <b>R0.978</b> per ton</li> </ul> <p>This is a <b>4%</b> increase from the previous year</p>	For noting.	AGM Board of Directors

POINTS ON AGENDA	BACKGROUND	ACTION	RESPONSIBLE
10.2	<p><b>ASSOCIATE MEMBERS</b></p> <p>The <b>CURRENT</b> fees for 2019/2020 for Associate members are:</p> <ul style="list-style-type: none"> <li>• R 21 315 per annum</li> </ul> <p style="text-align: center;"><b>OR</b></p> <ul style="list-style-type: none"> <li>• R 1 776.00 per month</li> </ul> <p>The <b>PROPOSED</b> fees for 2020/2021 for Associate members are:</p> <ul style="list-style-type: none"> <li>• R 22 168 per annum</li> <li>• <b>OR</b></li> <li>• R1 847.33 per month</li> </ul> <p>This is a <b>4%</b> increase from the previous year.</p>	For noting.	AGM Board of Directors

POINTS ON AGENDA	BACKGROUND	ACTION	RESPONSIBLE
<p>11.</p> <p>11.1</p>	<p><b>OTHER REPORTS</b></p> <p>The following reports were incorporated in the Chairman's report 2019/20:</p> <ul style="list-style-type: none"> <li>• Technical Committee</li> <li>• Editorial Sub-Committee</li> <li>• Industry Management Information Committee</li> <li>• Regulatory Committee</li> <li>• Marketing &amp; Promotion Committee</li> <li>• Trade Committee</li> <li>• Training Committee</li> </ul>	<p><b>For noting.</b></p>	<p>AGM</p>
<p>12.</p> <p>12.1</p>	<p><b>ELECTION AND ROTATION OF DIRECTORS</b></p> <p><b><u>The AFMA Mol states:</u></b>  <i>Subject to the provisions of sections 66, 68 and 69 of the Act:</i></p> <p>3. <i>The minimum number of Directors shall be 3 (three) and the maximum number shall be 12 (twelve), made up as follows:</i></p> <p>(a) <i>Not more than 11 (eleven) Directors elected by Full Members in Good Standing from the list of nominees included in the notice of the general meeting where the election is to take place ("the Elected Directors").</i></p>	<p>For <b>consideration and election</b> by Full Members at the Annual General Meeting.</p> <p>Due to the virtual AGM, an application <b>will be used to conduct</b> the election of Directors.</p>	<p>AGM</p>



POINTS ON AGENDA	BACKGROUND	ACTION	RESPONSIBLE
	<p data-bbox="416 293 1070 363"><i>(b) Not more than 1 (one) Director appointed by the Board (“the Appointed Director”).</i></p> <p data-bbox="416 411 1070 676"><i>For clarification purposes, it is confirmed that the total of 11 (eleven) Elected Directors include the Chairperson and Vice-Chairperson of the Board of Directors, whom will be elected by the Board of Directors at a meeting, to be determined by the Board of Directors and to be scheduled within 10 (ten) Business Days after the Annual General Meeting, unless otherwise resolved by the Board.</i></p> <p data-bbox="340 746 1081 810"><b>Items 3 and 4 of Schedule 4 - Part A, B and C</b> to the AFMA Mol stipulates the following:</p> <p data-bbox="340 849 1070 1305"><b>3.</b> <i>Subject to item 4 below, each Full Member in Good Standing shall be entitled, but not be obliged, by notice in writing addressed to the Company in the form as approved by the Board from time to time, to nominate as many individuals as it wishes who are in the full time employment of any Member, subject to not more than 2 (two) nominated individuals being in the full time employment of the same Member, including the nominating Full Member in Good Standing, for election or re-election as Directors to the Board of the Company for a period of 2 (two) years.</i></p>		

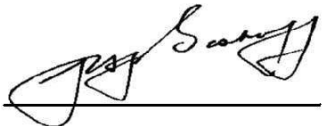
POINTS ON AGENDA	BACKGROUND	ACTION	RESPONSIBLE
	<p>4. <i>Notwithstanding item 3 above, in the event of a Member Group of Companies, where the holding company and one or more of its subsidiaries are Full Members in Good Standing, only the holding company shall be entitled to nominate individuals for election as directors and no more than 2 (two) of the nominees shall be employees of the Member Group of Companies.</i></p> <p><b>The following Directors' term of office will expire in 2020:</b></p> <ol style="list-style-type: none"> <li>1. WA de Wet</li> <li>2. MM Dlamini</li> <li>3. AC Hunter</li> <li>4. H Köster</li> <li>5. HH Köster</li> <li>6. MP Manley</li> <li>7. S Moodley</li> <li>8. WM Stander</li> <li>9. Vacancy, resignation of A Barnard</li> </ol> <p><b>As part of the new AFMA Strategy, AFMA is promoting diversity of skills to be available to the Board of Directors, therefore AFMA is not limiting Full members to nominate a certain number of candidates.</b></p>		

POINTS ON AGENDA	BACKGROUND	ACTION	RESPONSIBLE
	<p>Thus, (9) nine positions will become vacant at the AGM 2020, however, the AFMA Board encourages Full members to nominate more candidates than only the (9) nine positions that will become available.</p>		
12.2	<p><b>ELECTION OF CHAIRPERSON AND VICE-CHAIRPERSON</b></p> <p>Refer 12.1</p>	For noting.	AGM
13.  13.1	<p><b>NOMINATION OF MEMBERS TO AFMA COMMITTEES</b></p> <p>As <b>decided</b> by the Board of Directors and custom to the AFMA Committee structures, personnel of Members are nominated to serve on the AFMA Committees.</p> <p>For <b>official representation</b>, a maximum of 16 members would be considered as official representatives, with the remainder of personnel as part of the Committee's interest group.</p>	For noting.	AGM

POINTS ON AGENDA	BACKGROUND	ACTION	RESPONSIBLE
<p>14.</p> <p>14.1</p>	<p><b>GENERAL</b></p> <p><b>AFMA'S COOPERATION NETWORK AND REPORTING STRUCTURES DURING COVID.</b></p> <p>Since, and even before, the announcement of the COVID-19 pandemic, the AFMA Board of Directors as custodians of AFMA as Value Chain Partner in various Value Chains and representative of the Feed Industry, has been cooperation and reporting into numerous structures, feeding into National, Sectoral and Industry Sector planning platforms, i.e.:</p> <ul style="list-style-type: none"> <li>- The National Economic Recovery Master Plan.</li> <li>- The Agriculture and Argo-Processing Master Plan.</li> <li>- The SA Poultry Sector Master Plan; and the</li> <li>- To be developed SA Soy Strategy.</li> </ul>	<p style="text-align: center;"><b>Appendix 4: (PPT-Presentation to be presented)</b></p> <p>Mr. Boshoff <b>to present</b> a short PPT presentation explaining the process.</p>	<p style="text-align: center;">AGM Mr. Boshoff</p>
<p>14.2</p> <p>14.2.1</p>	<p><b>AFMA EVENTS</b></p> <p><b>AFMA SYMPOSIUM 2020</b></p> <p>AFMA's Annual Symposium 2020 to be hosted at the CSIR, was planned for <b>13 October 2020</b>, before lockdown was announced on 26 March 2020.</p> <p>The COVID-19 lockdown affected and will affect numerous events and activities, not excluding planned AFMA events.</p>	<p><b>For noting.</b></p>	<p style="text-align: center;">AGM</p>

POINTS ON AGENDA	BACKGROUND	ACTION	RESPONSIBLE
	<p>Due to the uncertainty on the COVID-19 and which stage would be applicable, the AFMA Board decided to investigate a later date in March 2021 to possibly host the Symposium, given the COVID-19 status.</p>		
<p>14.2.2</p>	<p><b>AFMA TECHNICAL WRITING SKILL WORKSHOP, 12 OCTOBER 2020</b></p> <p>Given the fact that this would be a smaller group of participants and the fact that this can be hosted virtually, the AFMA Board <b>decided</b> that this event should go ahead virtually on its scheduled date.</p>	<p><b>For noting.</b></p>	<p>AGM Mr. Boshoff</p>
<p>14.2.3</p>	<p><b>AFMA STUDENT SEMINAR, UOFS – Q1 or Q2 2021</b></p> <p>Due to the uncertainty on the COVID-19 and at which stage would be applicable, the AFMA Board <b>decided</b> to handle this event as the COVID-19 situation unfolds.</p>	<p><b>For noting.</b></p>	<p>AGM Mr. Boshoff</p>
<p>14.2.4</p>	<p><b>AFMA – FEED MILLER’S SHORT COURSE – 31 MAY to 10 JUNE 2021</b></p> <p>Given the scheduled date of this event in 2021, the AFMA Board <b>decided</b> to proceed with this event as planned.</p>	<p><b>For noting.</b></p>	<p>AGM Mr. Boshoff</p>

POINTS ON AGENDA	BACKGROUND	ACTION	RESPONSIBLE
<p>14.3</p> <p>14.3.1</p> <p>14.3.2</p>	<p><b>AFMA AWARDS</b></p> <p>Barney van Niekerk/AFMA Technical Person of the Year.</p> <p>AFMA Person of the Year.</p>	<p>Award to be <b>announced</b>.</p> <p>Award to be <b>announced</b>.</p>	<p>AGM</p> <p>AGM</p>
<p>15.</p>	<p><b>NEXT ANNUAL GENERAL MEETING</b></p> <p>The date of the next Annual General Meeting (AGM), will be confirmed during 2021.</p>	<p><b>For noting.</b></p>	<p>AGM</p>
<p>16.</p>	<p><b>CLOSING</b></p>		<p>AGM</p>



**DE WET BOSHOFF**  
**SECRETARY**

**APPENDIX 1****COMPETITION LAW DISCLAIMER****TO BE READ AT THE BEGINNING OF EACH INDUSTRY ASSOCIATION MEETING**

**AFMA** and its members recognize that industry associations perform legitimate functions which, amongst others, promote the competitiveness of the industry as a whole and enhance consumer welfare. **AFMA** is aware of the fact that as industry associations, by their very natures, results in various competitors in an industry getting together such associations are often perceived as platforms for collusion. **AFMA** does not condone any form of collusive behaviour.

**AFMA** and its members are committed to full legal compliance and, in particular, to absolute compliance with the Competition Act, 1998 as amended. All activities of **AFMA** will thus be carefully measured against the prevailing competition laws of South Africa. It is accordingly obligatory for each member of **AFMA** to immediately familiarise himself/herself with the contents of the Competition Act. Ignorance of the law is no defence. In particular, under no circumstances will **AFMA** allow its meetings to be used as a vehicle to facilitate any form of collusion amongst members. Members of **AFMA** undertake to act independently, without consultation with their competitors and in full compliance with the Competition Act.

To this end, discussions on any commercially sensitive topics in contravention of the Competition Act must at all times be avoided amongst members of **AFMA**. In particular no conversations regarding the following will be permitted:

1. Pricing or pricing philosophies;
2. Timing of price increases;
3. Discount levels;
4. Sales volumes;
5. Production capacities;
6. Names and / or locations of suppliers;
7. Names and / or locations of customers;
8. Information relating to tendering/bidding for future business;
9. Information relating to input costs or raw materials, etc.

This meeting is aware of the contents of the disclaimer and all attendees agree to abide fully by its caveats.