

## **GREEN PARK WATER SERVICES LIMITED**

**NOTICE IS HEREBY GIVEN THAT AN ANNUAL GENERAL MEETING SHALL BE HELD ON SATURDAY 21<sup>ST</sup> MARCH 2015 AT THE GREAT RIFT VALLEY LODGE, NAIVASHA AT 11.00 A.M.**

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### **AGENDA**

1. Preliminaries:
  - i. The chairman to call the meeting to order;
  - ii. Reading the notice convening the meeting;
  - iii. Apologies; and,
  - iv. Proxies.
2. Confirmation of the Minutes of the Extraordinary General Meeting Held on 4<sup>th</sup> October 2014 and the Minutes of the Annual General Meeting held on 15<sup>th</sup> February 2014.
3. Chairman's Report
4. Reports by Estate Manager, the Building and Development Committee and the Security Committee
5. Receiving And Considering The Financial Statements of the Year Ended 31<sup>st</sup> June 2014
6. Resolutions:

To pass the following resolutions:

- 1) Special resolution to amend the directors' share qualification by amending paragraph 12 of the Company's Articles to read as follows:

*"A director shall hold at least one share in the company provided that a person representing a company which is a shareholder shall be eligible for directorship without the necessity of owning a share. The office of director shall be vacated upon the director or the appointing shareholder company ceasing to be a member of the Company."*
- 2) Special resolution to amend paragraph 9 of the Company's Articles to read as follows:

*"Notwithstanding Regulation 62 of Table A, no member shall be entitled to cast a vote, either on a show of hands or on a poll when not qualified to be a member of the Company, nor when a member has a pending law suit against him, or proceedings for recovery have been lodged by the company for any sum demanded from him under article 13 which has not been paid to the company, nor as holder of any share while it is forfeited"*.

- 3) Resolution to issue new generation share certificates, replacing those originally issued without, in any way, affecting the rights and obligations of each and any shareholder.
- 4) Resolution to:
  - a) Approve the resignation of MIKE HARRIES and JOHN MBUU from the Company's Board of Directors;
  - b) To consider and approve TORBEN RUNE and JAMES CARTWRIGHT'S offers for re-election to the board; and,
  - c) Approve election of SUSAN OMINO and COLIN CHURCH to the Company's board.
7. Election and retirement of the members of the Building Committee:-  
To approve:
  - 1) Re-election of:
    - a) Mrs. Christine Morgan (Has been appointed Chairman replacing Mr. Horst Schoenemann who retires)
    - b) Mrs. Margery Barnes
    - c) Mr. Johnny Corr
    - d) Mr. Michael Lewis
  - 2) Election of:
    - a) Mr. Ben Arentz
    - b) Mr. Bruce Knight
  - 3) Retirement of:
    - a) Mr. Horst Schoenemann (Former Chairman)
    - b) Mr. Dave Williams
    - c) Mrs. Trina Edwards
8. Any other business.

**BY ORDER OF THE BOARD**



**AFRICA REGISTRARS – COMPANY SECRETARIES**

**27<sup>TH</sup> FEBRUARY 2015**

**NOTE:**

A shareholder who is entitled to attend and vote at this meeting may appoint a proxy to attend and vote on his behalf. A proxy need not be a member. A form of proxy is attached herewith.