

NOTICE TO SHAREHOLDERS

Alpha Namibia Industries Renewable Power Limited
(Incorporated in the Republic of Namibia)
Registration Number 2018/0148
NSX Share code: ANE
ISIN: NA000A2JQ364
("ANIREP" or "the Company")

18 October 2023

NOTICE OF THE 5TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN TO THE ANIREP SHAREHOLDERS that the Annual General Meeting ('AGM') of the Shareholders of the Company will be held on **17th November 2023** at **10h00** (Namibian time) by a way of virtual (electronic) meeting as per the link [ANIREP 5th AGM link](#).

PROPOSED AGENDA AND RESOLUTIONS:

- 1. Notice, Constitution and Quorum**
To read and accept the notice of the meeting and ensure that there is a quorum of Shareholders present in person or by proxy.
- 2. Ordinary resolution 1**
Adoption of minutes of the Previous AGM
To adopt the Minutes of the 4th annual general meeting held on 16th November 2022.
- 3. Ordinary resolution 2**
Annual Financial Statements/ Consolidated Financials
To receive and consider the Annual Financial Statements and consolidated Financials for the year ended **28 February 2023** together with the reports of the Directors and Auditors thereon.
- 4. Ordinary resolution 3**
Declaration of Dividend
To resolve that no dividend is declared for the year ended **28 February 2023**.
- 5. Ordinary resolution 4**
To accept resignation and re-election of Directors
To accept the retirement of the following directors
 - **Mr. Hans Hamukoto**
 - **Ms. Meklit Demamu**
 - **Ms. Sphiwe Mayinga**
 - **Mr. Faniel Kisting**

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To re-elect the following directors who retire by rotation in accordance with the Company's Articles of Association, but being eligible, offer themselves for re-election:

- **Ms. Sphiwe Mayinga**
- **Mr. Faniel Kisting**

6. Ordinary resolution 5

Re – appointment of External Auditor

Resolved that Ernst & Young Namibia are hereby reappointed as the independent external auditors of the Company for the year ending 29th February 2024.

7. Ordinary resolution 6

Re-appointment of Company Secretary

Resolved that ESI Secretary Services are hereby reappointed as the independent external auditors of the Company for the year ending 28 February 2023.

8. To transact such other business as may be transacted at an annual general meeting

Any member entitled to attend and vote at the meeting is entitled to appoint a Proxy to attend and vote in his stead. The prescribed scanned Proxy Form (as enclosed) should be forwarded to reach the Company Secretary at: anna-marie.sautamas@esi.dlapiperafrica.com / info@anirep.com (not less than 48 hours before the time of the meeting) , i.e. latest by 10h00 on the **15th of November 2023**.

Below the link for the meeting:

[ANIREP 5th AGM link](#)

By order of the Board
19 October 2023

Sponsor

Cirrus Securities (Pty) Ltd
Member of the Namibian Stock Exchange

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PROXY

FOR THE USE BY CERTIFICATED SHAREHOLDERS ONLY

I/We,

Of(address)

Email:

Contact Number:

being the registered holder(s) of: _____ (numbers) Ordinary Shares in Alpha Namibia Industries Renewable Power Limited hereby appoint:

of

or, failing him/her

of

as my/our proxy to vote for me/us on my/our behalf at the Annual General Meeting to be held on the **17th of November 2023**, at 10h00, virtually, for the purpose of considering and, if deemed fit, approving and adopting, with or without modification, the resolutions to be proposed thereat and each adjournment thereof and to vote for and or against the said resolutions and or to abstain from voting in respect of the Shares registered opposite my/our name(s), and at any adjournment thereof as following:

I/We desire to vote as follows:	For	Against	Abstain
Ordinary Resolution 1: Adoption of minutes of the previous AGM Resolved to adopt Minutes of the 4th Annual General Meeting held of 16 th November 2022.			
Ordinary Resolution 2: Annual Financial Statements/ Consolidated Financials Resolved that the Annual Financial Statements for the year ended 28th February 2023 be received and adopted.			
Ordinary Resolution 3: Declaration of Dividend Resolved that no dividend is declared for the year ended 28th February 2023.			

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<p>Ordinary Resolution 4: Retirement and Re - election of non - executive directors</p> <p>4.1 Resolved to accept the retirement of Mr. Hans Hamukoto.</p>			
<p>4.2 Resolved to accept the retirement of Ms. Meklit Demamu.</p>			
<p>4.3 Resolved that Ms. Sphiwe Mayinga, who is retiring by rotation as per Company's articles of association, is eligible to be re - elected and is hereby re-elected as an independent non - executive Director of the Company.</p>			
<p>4.4 Resolved that Mr. Fanuel Kisting, who is retiring by rotation as per Company's articles of association, is eligible to be re - elected and is hereby re-elected as an independent non - executive Director of the Company.</p>			
<p>Ordinary Resolution 5: Appointment of Auditors</p> <p>Resolved that Ernst & Young Namibia are hereby reappointed as the independent external auditors of the Company for the year ending 28th February 2024..</p>			
<p>Ordinary Resolution 6: Appointment of Company Secretary</p> <p>Resolved that ESI Secretary Services are hereby reappointed as the independent external auditors of the Company for the year ending 28th February 2024.</p>			

Please indicate your response by inserting an "X" in the appropriate block to either vote "for/against/abstain" from.

If no indication is given, the proxy may vote as he/she thinks fit.

Signed this day of 2023

Signature of Shareholder

Note 1: A Shareholder is entitled to attend to vote/or is entitled to appoint a proxy to attend, speak and on a poll vote in his/her stead, and such proxy need not also be a shareholder of the Company.

Note2: One vote per share held by ANIREP Shareholders. ANIREP Shareholders must insert the relevant number of votes () they wish to vote in the appropriate box provided or ("X") should you wish to vote all shares held by them if the form of proxy is returned without an indication as to how the proxy should vote on a particular matter, the proxy will exercise his/her discretion as to whether and if so he/she votes.**

NB! The Proxy Form must be forwarded to the Company Secretary latest by 10h00 on the 15th of November 2023:

Via email: anna-marie.sautamas@esi.dlapiper africa.com / info@anirep.com

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delivery to our office at **1st Floor, 1@Steps, c/o Chasie and Grove Street, Kleine Kuppe, Windhoek, Namibia.**

FOR THE USE OF THE COMPANY SECRETARY:

Date Received	Time	Proxy appointed		Adopt the resolutions into Minutes	Signature by the Company Secretary
		Yes	No		