

Spur Corporation Ltd.		F2016	
	Classification	Meeting Type	Meeting Date
SUR	Travel & Leisure	AGM F2016	09/12/2016
NUMBER	RESOLUTION	INFORMATION	VOTE
Ordinary resolution number 1	To re-elect the following directors who, in terms of the company's Memorandum of Incorporation, retire at the annual general meeting, but, being eligible, offer themselves for re-election: 1.1 Mr K Getz – non-executive director 1.2 Mr D Hyde – independent non-executive director 1.3 Mr K Madders – non-executive director		
1.1	Mr Keith Getz (60) Non-executive director Appointed: 1991 Qualifications: B.Proc, LLM	[MOTIVATION: Mr Getz has been a director for longer than 15 years.]	AGAINST
1.2	Mr Dean Hyde (49) Independent non-executive director Appointed: 2004 Qualifications: B.Com (Legal)	[COMMENT: We don't consider him to be independent, given the length of his tenure on the board.]	FOR
1.3	Mr Keith Madders (68) Non-executive director Appointed: 2000 21 years' service Qualifications: B.Com (Economics)	[MOTIVATION: Mr Madders has been a director for longer than 15 years.]	AGAINST
Ordinary resolution number 2	To re-appoint the firm KPMG Inc. as independent auditors, and Bronvin Heuvel as the individual designated auditor, of the Company for the ensuing period terminating on the conclusion of the next annual general meeting of the Company and to authorise the directors to determine the remuneration of the auditors for the past year.	[MOTIVATION: KPMG has been the auditor for over 10 years without a tender process.)	AGAINST
Ordinary resolution number 3	To elect the following directors, who are eligible and offer themselves for election, to the audit committee for the ensuing year, as recommended by the board in accordance with section 94(2) of the Act: 3.1 Mr D Hyde (chairman) – independent non-executive director 3.2 Ms D Molefe – independent non-executive director 3.3 Mr M Kuzwayo – independent non-executive director 3.4 Mr M Morojele – independent non-executive director		
3.1	Mr Dean Hyde (see above)		AGAINST
3.2	Ms Dineo Molefe Independent non-executive director Appointed: September 2013 Qualifications: B.Compt (Hons); Masters in International Accounting; CA(SA); AMP		FOR
3.3	Mr Muzi Kuzwayo (48)		FOR

	Independent non-executive director Appointed: 2008 Qualifications: B.Sc (Biochemistry and Microbiology); Executive MBA		
3.4	Mr Mntungwa Morojele (57) Independent non-executive director Appointed: 2010 Qualifications: CA (Lesotho); Higher National Diploma in Business Studies; Bachelor's of Business Administration; M.Acc; MBA		FOR
Ordinary resolution number 4	To endorse, by way of a non-binding advisory vote, the group's remuneration policy.	[MOTIVATION: The policy is not set out well, and consequently it is not possible to hold the company to account. In addition, the large measure of discretion implies that no firm policy exists.]	AGAINST
Special resolutions			
Special resolution number 1	The authority to repurchase shares.	[MOTIVATION: We do not regard share buy-backs to be in the interests of a company generally.]	AGAINST
Special resolution number 2	To authorise the board to cause the Company to provide financial assistance to any entity which is related or inter-related to the Company.		FOR