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The Insurance Institute of South Africa

Year 2021

INSURANCE INSTITUTE OF SOUTH AFRICA NPC

Notice of Annual General Meeting

The Insurance Institute of South Africa NPC
Association incorporated under Section 21
Reg No: 1993/002172/08
Physical Address: Physical Address: Sandton Gate, 3rd floor, 27 Minerva Avenue, Glenadrienne, Sandton, 2196
Postal Address: PO Box 413264 Craighall 2024
Tel: +27(0)861 00 IISA (4472) **Fax:** +27(0)861 01 IISA (4472)
E-mail: communications@iisa.co.za **Web Site:** www.iisa.co.za

Letter to Members & Corporate Partners

Year 2021

Dear Members & Corporate Partners

Please find an updated Proxy Form, to be deemed in correspondence with the Notice of the Annual General Meeting (AGM Notice) to be held on **Tuesday, 03 August 2021 at 15:15.**

Further to the announcement on Tuesday, 20 July 2021 giving notice of the AGM and forms of proxy containing notice of the Resolutions to be proposed at the AGM, IISA NPC announces that, due to an omission pertaining to the election of the Members of the Audit and Risk Committee, the ordering of the Resolutions to be proposed at the AGM were incorrectly stated and IISA NPC hereby confirms that the correct ordering of the Resolutions, to be proposed at the AGM, is set forth in the Proxy Form attached (and detailed below).

Take note that the Company has today, dispatched an updated AGM Proxy Form to be deemed in correction of the AGM Notice provided to Shareholders

For further clarity, please contact the Chief Executive Officer, Ms. Thokozile Mahlangu at vumokuhle@iisa.co.za.

Ms. Thokozile Mahlangu
Chief Executive Officer
On behalf of the Board of IISA,
being duly authorized

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Proxy Form

Year 2021

Form of proxy – for use at the 54th Annual General Meeting (AGM) of the Company to be held virtually at **15h15 on Tuesday, 03 August 2021.**

(TO BE SENT ONLY IF YOU WILL NOT BE ABLE TO ATTEND THE VIRTUAL AGM)

I, ____ (name of Member and/or Corporate Partner – in good standing with regards to fees and CPD Compliance)

of address ____

being a Member and/or Corporate Partner of the Insurance Institute of South Africa and entitled to vote, hereby appoint:

a) the duly appointed____

as my proxy to participate in, and speak and vote for me at the Annual General Meeting of the Company to be held entirely by electronic communication, on **Tuesday, 03 August 2021 at 15:15** and at any adjournment therefor in respect of the following resolutions.

Please indicate with an "X" in the appropriate space below how you wish your votes to be cast. If you return this form duly signed, without any specific directions, the proxy shall be entitled to vote as he/she thinks fit.

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ORDINARY RESOLUTIONS	In Favour	Against	Abstain
1. "To consider and re-elect the following (number) candidate to serve as a Director on the IISA's Board: **To elect Mr. Daryl De Vos**			
2. Election of Audit and Risk Committee Members: **2.1. "Resolved that Ms. Angela Mhlanga be and is hereby elected as a Member and Chairperson of the Company's Audit and Risk Committee with effect from the end of the AGM."** **2.2. "Resolved that Mr. Peter Todd be and is hereby elected as a Member of the Company's Audit and Risk Committee with effect from the end of the AGM."** **2.3. "Resolved Mr. Daryl De Vos be and is hereby elected as a Member of the Company's Audit Committee with effect from the end of the AGM."** **2.4. "Resolved Mr. Cedrick Masondo be and is hereby elected as a Member of the Company's Audit Committee with effect from the end of the AGM."**			
3. Approval of the 2020 AFS			
4. "Resolved that upon the recommendation of the Company's Audit and Risk committee, which has satisfied itself that the requirements of section 90 (2) of the Companies Act 71 of 2008 (as amended) have been met, Nexia SAB&T, represented by A Ramasike as the audit partner, be and is hereby re-appointed as the independent External Auditor of the Company until the conclusion of the Company's next Annual General Meeting."			

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5. "Resolved that the Board, and Chief Executive Officer as duly authorized by the Board, is hereby authorized to sign all such documents and do all such things as may be necessary for or incidental to the implementation of the ordinary resolutions to be proposed and approved at this Annual General Meeting".			

Dated this ______________________________ day of _______________________________________ 2021

Signature _______________________________ Membership Number: ________________________

Telephone number: _____________________ E-mail address: _______________________________

To be valid this form must be completed and received at the Office of the Company on or

Before Monday, 02 August 2021 at 16:00. To be emailed to: vumokuhle@iisa.co.za.

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Summary of Members' rights in respect of proxy appointments as contained in section 58 of the Companies Act No. 71 of 2008 (as amended). Please note that in terms of section 58 of the Companies Act No. 71 of 2008 (as amended):

- this proxy form must be dated and signed by the Members appointing the proxy;
- you may appoint only one person at a time as your proxy;
- this proxy form must be e-mailed to the Company before your proxy exercises any of your rights as Member at the Annual General Meeting;
- the appointment of your proxy will be suspended at any time to the extent that you choose to act directly in person in the exercise of any of your rights as a Member at the Annual General Meeting;
- the appointment of your proxy is revocable;
- you may revoke the proxy appointment by (i) cancelling it in writing, or making a later inconsistent appointment of another proxy; and (ii) delivering a copy of the revocation instrument to the proxy and to the Company. Please note that the revocation of the proxy appointment constitutes a complete and final cancellation of your proxy's authority to act on your behalf as of the later of (a) the date stated in the revocation instrument, if any; or (b) the date on which the revocation instrument was delivered to the proxy and to the Company as aforesaid;
- If this proxy form has been delivered to the Company's Memorandum of Incorporation to be delivered by the Company to you, will be delivered by the Company to you, or your proxy you have directed the Company to do so, in writing, and paid any reasonable fee charged by the Company for doing so;
- your proxy is entitled to exercise, or abstain from exercising, any of your voting rights at the annual general meeting without direction, except to the extent that this proxy form provides otherwise;
- the appointment of your proxy remains valid only until the end of the Annual General Meeting or any adjournment, or postponement thereof, unless it is revoked by you before then on the basis set out above.

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NOTES

- You may appoint the Chair of the Annual General Meeting as your proxy to vote or abstain from voting as the Chairman of the Annual General Meeting deems fit.

- A Member's instructions to the proxy must be indicated by the Member in the appropriate box provided in the proxy form. If there is no clear indication as to the voting instructions to the proxy, the proxy form will be deemed to authorize the proxy to vote or to abstain from voting at the annual general meeting as he/she deems fits in respect of the Member's vote exercisable threat.

- Any alteration or correction made to this proxy form must be initiated by the signatory, but may or may not be accepted by the Chairman of the Annual General Meeting at the latter's discretion.