



Dear Iemas member

ANNUAL FINANCIAL STATEMENTS AND INTEGRATED ANNUAL REPORT

On behalf of the Board of Iemas Financial Services (Co-operative) Limited, I am pleased to announce that the Iemas Integrated Annual Report for the year ended 31 August 2020, containing the audited consolidated Financial Statements, will be available for viewing by Members at the Co-operative's registered office in Centurion and at the regional offices in Vanderbijlpark, Secunda, Durban and Bellville from 17 October 2020.

The Iemas Integrated Annual Report will also be made available on a [digital platform](#) to Members who have registered to vote at the Annual General Meeting and it will be published on the Co-operative's website at www.iemas.co.za after final approval by Members at the upcoming Annual General Meeting.

NOTICE OF ANNUAL GENERAL MEETING (AGM) OF MEMBERS

The AGM will be held at 10h00 on Friday, 30 October 2020 at Conference Room, Block D, Inkwazi Building, 1249 Embankment Road, Zwartkop, Centurion. The detailed notice of the AGM, form of proxy, the business to be conducted at the meeting and other administrative information are contained in this document.

If you are unable to attend the AGM, you may vote by proxy in accordance with the instructions in the Notice of AGM and form of proxy, which are published on the Co-operative's website. Alternatively, Members will be allowed to participate in the Co-operative's digital AGM voting platform which will allow Members to cast their vote electronically before the AGM.

The Board recognises the importance of its Members' attendance at the AGM. The Chairmen of the various Board committees, Executive Management, as well as the Co-operative's external auditors will be present to engage with Members and respond to questions.

Should you have any questions, please contact the Secretary of the Co-operative on Thesecretary@iemas.co.za.

Yours sincerely

WF van Heerden
Chairman of the Board
16 September 2020

NOTICE OF ANNUAL GENERAL MEETING OF MEMBERS OF IEMAS FINANCIAL SERVICES (CO-OPERATIVE) LIMITED

(Registration number 1996/000001/24)

Notice is hereby given that the 25th (twenty-fifth) Annual General Meeting ("AGM") of the Members of Iemas Financial Services will be held on Friday, 30 October 2020 at 10h00.

As a result of the ongoing coronavirus (COVID-19) pandemic, the lockdown restrictions related to events and gatherings, the uncertainties related to the progression of the pandemic and in the best interest of its Members, Iemas' Board of Directors has agreed that the 2020 AGM be held by way of digital voting participation as well as by way of a physical meeting.

Members who wish to participate in the Co-operative's digital AGM voting may cast their vote electronically before the AGM. Electronic voting will open at 10h00 on Monday, 19 October 2020 and will be closed at 12h00 on 29 October 2020.

Iemas has appointed Ince (Pty) Ltd, an organisation specialising in meeting technology, as an independent provider for the digital AGM voting platform. In order to participate in the pre-voting agenda items of the digital AGM voting, please [click here](#) to register. For more information on the digital AGM platform please refer to the Members' digital AGM voting Guide included herewith.

Members may attend the physical AGM at onference Room, Block D, Inkwazi Building, 1249 Embankment Road, Zwartkop, Centurion and cast their vote at such a meeting. Due to lockdown restrictions limited Members can be accommodated.

Voting will be performed by way of a ballot with the number of votes per member as determined by the Co-operative's Constitution.

Members who are unable to attend or participate in the digital AGM as indicated above, may exercise their votes by submitting their proxy. The Proxy Form is available at the registered office or on the Co-operative's website (www.iemas.co.za) Please note that Proxy Forms must be received by the Secretary of the Co-operative before 12h00 on Thursday, 29 October 2020 at TheSecretary@iemas.co.za.

Purpose of meeting

The purpose of the meeting is consider and, if deemed fit, to pass and approve, with or without modification, the ordinary and special resolutions set out hereunder in the manner required by the Co-operative's Constitution and the Co-operatives Act No 14 of 2005 (The Act), as amended.

Members are further encouraged to submit questions to be addressed at the AGM by Friday, 23 October 2020. Questions may be e-mailed to TheSecretary@iemas.co.za with the subject line "Questions for the AGM".

Meeting arrangements

The record date on which Members must be recorded as such in the register of Members of the Co-operative for the purposes of participating in and voting at the AGM is Friday 16 October 2020.

In terms of the Co-operative's Constitution, a quorum for an AGM shall consist of at least forty (40) members personally present or represented at the meeting.

A resolution by an AGM shall constitute a special resolution if the resolution was adopted with the support of more than two thirds of the voting rights exercised on the resolution. A majority of the votes cast by Members present or represented by proxy at the meeting must be cast in favour of an ordinary resolution for it to be approved.

Registered office

Iemas Park South
1249 Embankment Road
Zwartkop Extension 7
Centurion
0157

PDF VAN DYK
Secretary of the Co-operative
Date issued: 16 October 2020

Part A – Special Resolution

A special resolution is being submitted for consideration in terms of section 18(2) of the Act to all the Members of the Co-operative entitled to exercise voting rights in relation to the resolution. Members may vote for or against any resolution at the meeting, or abstain from voting.

1. Special resolution – Amendment to the Constitution of the Co-operative

Background

The Board assented that the Co-operative change its name to iMasFinance (Co-operative) Limited, to re-position the brand and focus in the market.

Proposal

It is proposed that the following amendments to the Constitution will be put to vote and be adopted at this Annual General Meeting:

- 1.1 Delete of the cover page and replace the cover page with the attached cover page marked “Annexure A”.
- 1.2 Clauses 1 and 2 to be amended to read as follows:
 - 1.2.1. Clause 1: **INTERPRETATION**- the definition of “co-operative” means iMasFinance (Co-operative) Limited; and
 - 1.2.2 Clause 2: **NAME** - the name of the Co-operative is iMasFinance (Co-operative) Limited

Motivation

The change of name is required to be recorded as an amendment in the Co-operatives Constitution, pursuant section 18 of the Act and clause 38 of the Co-operative’s Constitution which provides that the Constitution may only be amended by way of a special resolution. The amendment will be subject to the approval of the Registrar of Companies

Effect of Special Resolution

By approving the special resolution, the existing Constitution of the Co-operative is amended accordingly and upon its adoption will become applicable to the operations of the Co-operative.

Resolutions

“RESOLVED THAT the amendments to the Constitution be and is herewith approved.

“RESOLVED THAT any Director or the Secretary of the Co-operative be authorised to perform all legal acts on behalf of the Board and the Co-operative for the purposes of implementing and giving effect to this special resolution taken by Members”.

Part B – Ordinary Resolutions

2. Ordinary resolution number 1 – Report of the Board

To present the report of the Board on the affairs of the Co-operative for the financial year ended 31 August 2020 as set out in the 2020 Integrated Annual Report for consideration and approval.

Resolution

“RESOLVED THAT the report of the Board on the affairs of the Co-operative for the 2020 financial year be and is hereby approved”

3. Ordinary resolution number 2 - Presentation of the Annual Financial Statements

To present the consolidated audited Annual Financial Statements of the Co-operative and its subsidiaries as approved and recommended by the Board at its meeting of 16 October 2020, together with the reports of the Audit Committee and external auditors of the Co-operative, for the year ended 31 August 2020 for final approval by Members.

Resolution

“RESOLVED THAT the annual financial statements and auditor’s report for the year ended 31 August 2020 be and is herewith approved.”

4. Ordinary resolution number 3 - Reappointment of external auditors

To reappoint, PricewaterhouseCoopers (“PwC”) as the Co-operative’s independent auditors, to hold office until the conclusion of the next AGM. The Audit Committee has recommended the reappointment of PwC as the Co-operative’s

auditors. PwC have been auditors of the Co-operative for fourteen years. Mr. L van Velden is the lead audit partner and was assigned to the Audit in 2019.

Resolution

“RESOLVED THAT PricewaterhouseCoopers be re-appointed as auditors of the Co-operative until the conclusion of the next Annual General Meeting.”

Part C – Advisory information to Members

5. Reward payments to Members

To inform Members of the patronage rewards approved by the Board for distribution to members for the 2020 financial year.

To inform Members on the interest rate approved by the Board for interest payable on Members’ Deferred Bonus Payment Fund (DBPF) credits at 31 August 2020.

6. Future business of the Co-operative

The Board informs and approves Iemas’ strategy as developed by management and oversees that it is aligned to the value drivers of the Co-operative. The process that outlines how Iemas creates value for its Members is explained in detail in the Annual Report. Members will be able to consider the future business of the Co-operative as outlined in the corporate strategy for Iemas for the next three years.

The Board provides ongoing oversight and monitoring with the support of its committees and ensures that management implements and executes Iemas’ strategy. The Board ensures that Iemas accounts for its performance by ensuring that its reports and disclosures enable stakeholders to make an informed assessment of Iemas’ performance by reporting and disclosing Iemas’ key performance metric and targets against the achievement and execution of Iemas’ strategy over the short, medium and long term.

7. Activity plan

The Board will present the activity plan for Iemas for noting by Members. The plan summarises the operational and financial objectives of the Co-operative for the next financial year, including clear business goals with reasons why these goals are believed to be attainable and how funds in the Co-operative will be utilised in achieving these goals.

8. Board of Directors

One member, Mrs Retha Piater will be retiring from the Board at this Annual General Meeting. Assessing the skill sets and experience required to execute on the strategy of the Co-operative and the current economic climate, the Board recommends to the meeting not to replace Mrs Piater at this point in time but to rather recruit an IT-skilled board member during the course of the next financial year.