

BOARD COMPOSITION AND ATTENDANCE

The Board of Wilson Bayly Holmes-Ovcon Limited (WBHO) is responsible for setting the strategic objectives of the organisation. It retains full and effective control of the company and is responsible for the implementation of the corporate vision of the organisation. This document confirms the composition of the Board and attendance at meetings for the financial year ended 30 June 2016. For further information regarding the role and responsibilities of the WBHO Board of Directors, please see the "Governance" section of our website.

For the period of 01 July to 30 June 2016, the Board of WBHO consisted of eight directors, five of whom were independent and non-executive. The Chairman of the Board is an executive of the company; hence, we have appointed a Lead independent non-executive director, ANN (Gando) Matyumza. Members of the Board of Directors met four times during the reporting period.

ATTENDANCE AT WBHO BOARD AND COMMITTEE MEETINGS IN THE FINANCIAL YEAR ENDED 30 JUNE 2016

Directors	Board meetings	Audit Committee	Risk Committee	Remuneration Committee	Nomination Committee	Social and Ethics Committee	First appointed
Independent non-executive directors							
Gando Matyumza (Lead independent non-executive director)	4 / 4	4 / 4 *	2 / 2 **	n/a	3 / 3 *	3 / 3	23 February 2009
Nonhlanhla Mjoli-Mncube	3 / 4 #	3 / 4 #	2 / 2	n/a	2 / 3 #	3 / 3 *	25 October 2006
James Ngobeni	4 / 4	4 / 4	1 / 2 #	n/a	3 / 3	n/a	25 October 2006
Savannah Maziya	3 / 4 #	n/a	n/a	3 / 3*	2 / 3 #	n/a	25 October 2006
Ross Gardiner	4 / 4	4 / 4	2 / 2 ***	3 / 3	3 / 3	n/a	23 January 2014
Nosipho Damasane	n/a	n/a	n/a	n/a	n/a	n/a	1 September 2016
Executive directors							
Mike Wylie (Chairman)	4 / 4 *	n/a	n/a	BI	BI	n/a	11 July 1994
Louwtjie Nel (CEO)	3 / 4 #	BI	BI	BI	BI	n/a	1 August 2008
Charles Henwood (CFO)	4 / 4	BI	BI	BI	BI	n/a	9 November 2011
Management							
Terry Armstrong	n/a	n/a	n/a	n/a	n/a	3 / 3	19 March 2012
Shereen Vally-Kara	n/a	n/a	n/a	n/a	n/a	3 / 3	19 March 2012
Andrew Logan	n/a	BI	n/a	n/a	n/a	3 / 3	13 September 2013
* Chairperson							
# Apologies tendered							
BI By invitation							
** Resigned as Chairperson 25/05/2016							
***Appointed as Chairperson 25/05/2016							