

NOTICE AND AGENDA FOR THE 2018 EXTRAORDINARY GENERAL MEETING OF THE OAKHILL SCHOOL ASSOCIATION (“OSA”)

Notice is hereby given that an Extraordinary General Meeting of Eligible Members of the OSA will be held immediately after the AGM (which begins at 18h00) on Wednesday 14th March 2018 for the following purpose:

1. To consider and if deemed fit pass a resolution (“Resolution”) considering a Special Matter (as designated as such in the Constitution of the OSA under 12.2.1) in terms of which the OSA resolves to make an offer to purchase immovable property in Syringa Street (“Property”) for the purpose of converting it to a boarding facility. The purchase price is R3.95million and the OSA will conclude a mortgage bond with Standard Bank or a similar financial institution to facilitate the purchase;
2. To approve additional financing of some R2.0m to complete the conversion and equipping of the property to a boarding facility, and
3. To transact or discuss any other business as may be required in connection with this Resolution.

The Board has requested the Chairman to call an EGM to consider this Resolution as a matter of urgency. A summary of the proposed transaction requiring the Resolution is contained in Annexure A attached to this Notice and will be discussed in greater detail at the EGM.

Parents are reminded that in terms of the OSA’s Constitution, should the OSA require to incur debt in excess of 50% of the OSA’s consolidated gross revenue in the year preceding that in which the new need for debt arises, approval from Eligible Members (Parents whose fees are paid up to date) is required. This Resolution requires 30% of Eligible Members to be present in person or by proxy at the EGM to create a quorum, and for two thirds of those to vote in favour of the Resolution either in person or by proxy.

An Eligible Member entitled to attend and vote at this EGM is entitled to appoint a proxy to attend, speak, and vote in his/her stead. A proxy form for use at the EGM is attached. Proxy forms must be lodged at the OSA at any stage prior to the EGM.

We accordingly urge Parents to make every effort to attend this EGM or to appoint a proxy. Please don’t hesitate to forward any queries you may have to l.hill@oakhillschool.co.za.

Sincerely



RICHARD FOYN