

From: Ronelle Sinclair Ronelle@soticinternational.com
Subject: RE: Sotic structure (bullet minutes for the meeting)

Date: 05 June 2019 at 14:23

To: Jozef Behr Jozef@soticinternational.com, Christopher Fourie Christopher@soticinternational.com, Kuda Tagwirei kuda.tagwirei@sakunda.com

RS

Minutes to the meeting 04.06.2019

Attendees – Jozef, Ronelle, Chris and Kuda

(Detailed Minutes in word to follow)

Meeting starts with an explanation of recent events, highlighting purpose and acceptable practise going forward when interacting with one another – *please add details if you feel it's required*

Employees for SOTIC – Jozef, Ronelle, Chris Fourie – others to be confirmed, these are the relevant roles discussed in this meeting.

Within this SOTIC structure there is a need for someone to be the “face of SOTIC”. This role has not been filled/ this person has not been decided on.

Roles are defined as follows:

Jozef is head of Trading

Chris is head of investments and operations

Ronelle takes care of finance and accounting – we have decided to outsource structured finance for now

All money related matters must be handled by Ronelle, this includes money for cashflow and investments. Ronelle must know the cash position at all times. In all the companies, across all the businesses. Everyone responsible for money will be reporting to Ronelle/ When trading wants to trade, Ronelle need to raise money to make this happen. Jozef and Chris to support Ronelle in this.

Chris mentioned that all information should be shared and be available to the Exco of SOTIC at all times. The turn around time on sharing information need to improve and he has to have access to information he requires for investment proposals.

The exco of SOTIC has to be in the detail and in the know of all transactions happening at all times, trust is important and information should be shared.

On the SOTIC structure, we decided 2 weeks ago to add shareholders for SOTIC. Norman raised a concern about assignments that should be disclosed in KYC. KT mentioned that Mark has been appointed as senior legal council for the SOTIC structure, Mark should discuss this with the right council in Mauritius. Chris should introduce Mark to the Mauritian management agency(formally on mail) and they will do all legal work, it will be under the instruction and oversight of Mark. (mark to confirm). Mark's fees should be confirmed. Mark's point of contact at this stage will be Kuda and Chris. Kuda suggested that Mark should be appointed as company secretary.

We confirmed that the current SOTIC WhatsApp group should be used as a exco group for SOTIC.

It was decided that Ronelle being a director on Caladrius is not a conflict, Jozef will be added to Caladrius. Both Jozef and Ronelle will be added as directors of SOTIC. They will together with Kuda form the board of directors for SOTIC. Ronelle should be signatory on all banks for SOTIC and Landela investments group. Chris should draw up a structure for Landela as well as cashflow requirements for landela and Zim Alloys.

Financials for SOTIC need to be submitted for a meeting for next Wednesday – including all information.

(We also discussed the GDI investment and the money transfers through treasury bills - I don't want to include that in these bullet minutes. I will include this in the formal minutes to be distributed)

Thanks

RS

From: Jozef Behr <Jozef@soticinternational.com>
Sent: Wednesday, 05 June 2019 13:50
To: Christopher Fourie <Christopher@soticinternational.com>; Ronelle Sinclair <Ronelle@soticinternational.com>; Christian Weber <Christian@soticinternational.com>
Cc: Kuda <kuda.tagwirei@sakunda.com>
Subject: Sotic structure

Hey team,

We have discussed the Sotic structure yesterday and responsibilities and Christopher is going to come back with a Sotic employee structure that we can all comment on. Initial indications are:

- o Kuda Tagwirei (CEO);
- o Jozef Behr (Head of Business development and co-head of Trading);
- o Christopher Fourie (Head of Investments)
- o Christian Weber (Head Trading and Operations);
- o Ronelle Sinclair (Head of Finance & accounting);
- o John Finlayson (Head of Logistic management);
- o Gavin Killasy (Trading Operator);

Please amend where needed.

Regards,
Jozef