Isaziso somhlangano waminyaka yonke

YEBOYETHU (RF) LIMITED
(Kufakwe eRiphabhuliki yaseNingizimu Afrika)
Ikhodi yokwabelana: YYLBEE ISIN: ZAE000218483
(Inombolo yokubhalisa 2008/014734/06)
(YeboYethu noma Inkampani)

Le dokhumenti ibalulekile futhi idinga ukunakekelwa kwakho ngokushesha. Uma ungabaza ukuthi yisiphi isinyathelo okufanele usithathe, xhumana nomhwebi wakho, umhlanganyeli we-central securities depository (CSDP), umeluleki wezomthetho, umeluleki webhange, umeluleki wezezimali, umeluleki we-accountant noma omunye umeluleki wezobuchwepheshe ngokushesha.

Kwaziswa ukuthi umhlangano waminyaka yonke (AGM) weshumi nesikhombisa weNkampani uzoba bukhoma eVodacom World, 082 Vodacom Boulevard, Midrand, Johannesburg, South Africa ngoMsombuluko 4 kuNcwaba 2025 ngo-10:00 kuhlanganise nangokubamba iqhaza emhlanganweni ngohlelo lobuchwepheshe (njengoba kuvunyelwe yi-JSE Listing Requirements, nezandulelo zoMthetho Wezinkampani No. 71 ka2008, njengoba ubuyekeziwe uMthetho Wezinkampani), kanye ne-Memorandum of Incorporation yeNkampani (i-MoI)), ukuqhuba ibhizinisi elilandelayo futhi yamukele izinqumo ezilandelayo, ngokulungiswa noma ngaphandle kwezinguquko.

IBhodi, ngokuvumelana nesigaba 62(3)(a), ifundwe kanye nesigaba 59 soMthetho Wezinkampani, inqume ukuthi abaninimasheya abarekhodwe kwirejista yezibambiso zeNkampani njengosuku lwerekhodi lokuvota lomhla ka-25 July 2025 banelungelo lokubamba iqhaza nokuvota ku-AGM. Ngakho, usuku lokugcina lokuhweba ngamasheya eNkampani ukuze lurekhodwe kwirejista yezibambiso ukuze lube nelungelo lokubamba iqhaza nokuvota ku-AGM kuzoba ngu-22 July 2025. Isaziso se-AGM sithunyelwe kubo bonke abaninimasheya abarekhodiwe ngoLwesihlanu 27 June.

1 Ukwamukelwa kwezitatimende zezimali ezicwaningiwe

Isinqumo esivamile 1

"KUNQUNYWE UKUTHI izitatimende zezimali zeNkampani ezicwaningiwe, kanye nemibiko yabacwaningi mabhuku, yeKomidi Yokucwaningwa Kwamabhuku kanye nababaqondisi yonyaka ophele ngo-31 March 2025, zitholakale futhi zamukelwe lapha."

Amakhophi ezitatimende zezimali ezicwaningiwe zonyaka ophele ngo-31 March 2025 atholakala kuwebhusayithi yeNkampani ku www.yeboyethu.co.za .

2 Ukuqokwa kabusha kwabaqondisi

Ukuqoka kabusha ngokuhlukanisa izinqumo:
UMesdames Hall no-Conrad noMnu Mokgatlha banesibopho sokuthatha umhlalaphansi ngokujikeleza kule AGM ngokuvumelana nezinhlinzeko ze-MoI. Njengoba sebethathe umhlalaphansi, laba baqondisi bayakufanelekela ukukhethwa kabusha.

Isinqumo esivamile 2

"KUNQUNYWE UKUTHI uNksz AM Hall aqokwe kabusha njengomqondisi weNkampani."

Isinqumo esivamile 3

"KUNQUNYWE UKUTHI uNksz ABA Conrad aqokwe kabusha njengomqondisi weNkampani."

Isinqumo esivamile 4

"KUNQUNYWE UKUTHI uMnu TV Mokgatlha aqokwe kabusha njengomqondisi weNkampani."

Amaphrofayili abaqondisi abamele ukhetho nokukhethwa kabusha avela emakhasini 12 no-13 wombiko waminyaka yonke ngaphansi kwengxenye enesihloko esithi 'IBhodi labaqondisi'.

Isaziso somhlangano waminyaka yonke

3 Ukuqokwa kwe-Ernst & Young Inc njengomcwaningi mabhuku weNkampani

Ukuqokwa kwe-Ernst & Young Inc njengoba iqokwe iKomidi leNkampani Lokucwaninga amabhuku, njengomcwaningi mabhuku ozimele weNkampani ozosebenza kuze kuphothulwe i-AGM yeNkampani elandelayo. Kuyaqashelwa ukuthi umcwaningi mabhuku ozimele ozokwenza umsebenzi wokucwaninga amabhuku onyakeni wezimali ophela mhlazi-31 kuNdasa 2026 nguZiningi Khoza.

Isinqumo esivamile 5

"KUNQUNYWE UKUTHI i-Ernst & Young Inc. ibe umcwaningi mabhuku weNkampani ozosebenza kuze kuphothulwe umhlangano waminyaka yonke olandelayo."

4 Ukuqokwa kwamalungu eKomidi Lokucwaninga Amabhuku

Ukuqoka, ngendlela yezinqumo ezihlukene, abaqondisi abalandelayo abazimele abangeyona ingxenye yesigungu esiphezulu, njengamalungu eKomidi Lokucwaninga Amabhuku LeNkampani:

Isinqumo esivamile 6

"KUNQUNYWE UKUTHI uNksz B Silwanyana aqokwe njengelungu leKomidi Lokucwaninga Amabhuku eNkampani,"

Isinqumo esivamile 7

"KUNQUNYWE UKUTHI uNksz ABA Conrad aqokwe njengelungu leKomidi Lokucwaninga Amabhuku Lenkampani, lokhu kuncike ekuphasisweni kwesinqumo esijwayelekile esingunombolo 3."

Isinqumo esivamile 8

"KUNQUNYWE UKUTHI uNksz F Roji aqokwe njengelungu leKomidi Lokucwaninga Amabhuku eNkampani,"

Amaphrofayili abaqondisi abamele ubulungu avela emakhasini 12 no-13 wombiko waminyaka yonke ngaphansi kwengxenye enesihloko esithi 'IBhodi labaqondisi'.

5 Ukuqokwa kwamalungu eKomidi Lezenhlalakahle Nezimiso Zokuziphatha

Ukuqoka, ngendlela yezinqumo ezihlukene, abaqondisi abalandelayo abazimele abangeyona ingxenye yesigungu esiphezulu, njengamalungu eKomidi Lezenhlalakahle Nezimiso Zokuziphatha LeNkampani:

Isinqumo esivamile 9

"KUNQUNYWE UKUTHI uNksz AM Hall aqokwe njengelungu leKomidi Lezenhlalakahle Nezimiso Zokuziphatha Lenkampani, lokhu kuncike ekuphasisweni kwesinqumo esijwayelekile esingunombolo 2."

Isinqumo esivamile 10

"KUNQUNYWE UKUTHI uNksz ABA Conrad aqokwe njengelungu leKomidi Lezenhlalakahle Nezimiso Zokuziphatha Lenkampani, lokhu kuncike ekuphasisweni kwesinqumo esijwayelekile esingunombolo 3."

Isinqumo esivamile 11

"KUNQUNYWE UKUTHI uNksz F Roji aqokwe njengelungu leKomidi Lezenhlalakahle Nezimiso Zokuziphatha Lenkampani,"

Ukukhetha umqondisi ongeyena owesigungu esiphezulu njengelungu LeKomidi Lezenhlalakahle Nezimiso Lokuziphatha Lenkampani:

Isinqumo esivamile 12

"KUNQUNYWE UKUTHI uNksz TG Walljee aqokwe njengelungu leKomidi Lezenhlalakahle Nezimiso Zokuziphatha Lenkampani,"

Amaphrofayili abaqondisi abamele ubulungu avela emakhasini 12 no-13 wombiko waminyaka yonke ngaphansi kwengxenye enesihloko esithi 'IBhodi labaqondisi'.

6 Ukukhushulwa kwezimali zabaqondisi abangebona abesigungu esiphezulu

Isinqumo esikhethekile 1

"KUNQUNYWE UKUTHI izinga lezimali ezikhokhelwa abaqondisi abangebona abesigungu esiphezulu, ngaphandle kwe-VAT, likhuphuke ngo-5% kusukela ngomhlaka-1 kuMandulo 2025 ngokwesisekelo esibekwe kanje:

	Izimali zamanje R	Izimali ezihlongozwayo R
USihlalo weBhodi	357 966	**375 864**
ILungu leBhodi	178 984	**187 933**
USihlalo weKomidi Lokucwaninga Amabhuku	149 153	**156 611**
ILungu leKomidi Lokucwaninga Amabhuku	74 577	**78 306**
USihlalo weKomidi Lezenhlalakahle Nezimiso Zokuziphatha	44 747	**46 984**
ILungu leKomidi Lezenhlalakahle Nezimiso Zokuziphatha	22 373	**23 492**

Isaziso somhlangano waminyaka yonke siyaqhubeka

7 Umbiko weKomidi Lezenhlalakahle Nezimiso Zokuziphatha

Umbiko weKomidi Lezenhlalakahle Nezimiso Zokuziphatha uthulwa kubaninimasheya Umbiko ophelele **utholakala ekhasini 20** PG lalombiko waminyaka yonke.

Usuku lwerekhodi

Usuku lwerekhodi lwabanikazi bamasheya okufanele babhaliswe ezincwadini zeNkampani ngenhloso yokuba nelungelo lokuthamela, bakhulume futhi bavote ku-AGM yeshumi nesikhombisa uLwesihlanu 25 kuNtulikazi 2025. Ngakho, usuku lokugcina lokuhwebelana ukuze ube nelungelo lokuthamela, ukhulume futhi uvote ku-AGM yeshumi nesikhombisa kungoLwesibili 22 kuNtulikazi 2025.

Ngokuvumelana noMthetho Wezinkampani, abanikazi bamasheya abeze ku-AGM kuzodingeka baveze umazisi/ilayisensi yokushayela/iphasipoti/Incwadi Yokuthenjwa/Isitifiketi Sokubandakanywa okusemthethweni.

Ukubamba iqhaza kanye nokuvota kwabaninimasheya noma abammeleli

1. Abaninimasheya abavamile banelungelo lokuthamela , bakhulume futhi bavote emhlanganweni.
2. Abaninimasheya bayakhunjuzwa ukuthi abanikazi bamasheya abajwayelekile bangaqoka ummeleli ukuthi abe khona, akhulume futhi avotele esikhundleni sabo. Ummeleli akufanele kube umuntu ongumninimasheya eNkampanini. Ngokuya nge-Mol, ukuvota kuzokwenziwa ngohlelo lwe-ballot kuphela. Abaninimasheya ababamba iqhaza kwi-AGM ngalendlela basengakwazi ukuqoka ummeleli ukuba abavotele kwi-AGM.
3. Ukuze izinqumo ezikhethekile zikwazi ukusebenza kufanele kube ukuthi kutholakala amavoting angaba ngu-75% kulabo abathamele umhlangano noma ngabe kuvotwe kusetshenziswa ummeleli. Ukuze izinqumo ezivamile zikwazi ukusebenza kufanele kube ukuthi zivunywa iningi emhlanganweni (isibonelo. kusetshenziswa isibalo samavoti angaphezulu kuka 50%).
4. Abanikazi bamasheya abancishisiwe ngaphandle kokubhaliswa “kwamagama abo” abafisa ukuhambela i-AGM mathupha kufanele bacele i-CSDP yabo noma umthengisi ukuthi abanikeze incwadi edingekayo yokumelela ngokuvumelana nesivumelwano esifanelekile. Abanikazi bamasheya abangabhalisanga “amagama abo” abangafisi ukuhambela i-AGM kodwa abafisa ukumelwa ku-AGM kufanele bazise i-CSDP yabo noma umthengisi ngendlela abafisa ukuvota ngayo. Abaninimasheya abanjalo kufanele bathintane ne-CSDP noma umthengisi wabo mayelana nesikhathi esiwujuqu seziqondiso zokuvota kwabo.
5. Kukhuthazwa ukuthi amafomu abammeleli (atholakala **ekhasini 63** PG) adluliselwe kwi-JSE Investor Services Proprietary Limited (Unobhala Wokudlulisela) kungakedluli ihora le-10:00 ngoLwesihlanu 1 kuNcwaba 2025, ngezinjongo zokuphatha.

Ukubamba iqhaza ngezindlela zobuchwepheshe

Njengoba kushiwo ngenhla, ukubamba iqhaza ku-AGM kuzophinde kube ngokuxhumana ngogesi futhi abaninimasheya abafisa ukuthamela i-AGM ngendlela yobuchwepheshe kufanele balandele imiyalelo yokubhalisa, ukuba khona kanye nokubamba iqhaza ebekwe **ekhasini 61** PG. Izinhlelo zobuchwepheshe ezizotholaka kubaninimasheya zizokwenziwa ngokuvumelana nesigaba 63(2)(a) soMthetho Wezinkampani kanye ne-Mol.

Ngokuyalezwa kweBhodi
27 kuNhlangulana 2025

Umbiko waminyaka yonke uyatholakala kulezindawo ezilandelayo: ··

https://www.yeboyethu.co.za/announcements_reports.php .

Le dokhumenti iyatholakala ngesiNgisi, isiZuku kanye ne-Sesotho kwiwebhusayithi.

Bamba iqhaza ngohlelo lobuchwepheshe futhi uvote
proxy@tmsmeetings.co.za

Uma ungakwazi ukuthamela umhlangano kodwa usafisa ukuvota ngokommeleli
yeboyethuproxies@jseinvestorservices.co.za

Phakamisa umbuzo kwi-AGM kusasenesikhathi
yeboyethu@vodacom.co.za

Noma ngabe imiphi imibuzo onayo
yeboyethuproxies@jseinvestorservices.co.za

Ungaba kanjani neqhaza emhlanganweni waminyaka yonke

I-YeboYethu iyakuthokozela ukugcina izinkonzo ze-The Meeting Specialist (TMS) zokusingatha i-AGM endaweni evumela abantu uba babambe iqhaza besezindaweni zabo kanye nokuvota kwabanikazi bamasheya abaku-inthanethi kanye nalabo abazobe bekhona ngokoqobo noma bevota endlini. Kuzokwenziwa izinhlelo zokubonisa indlela abaninimasheya abazobe bekhona ngokoqobo abangavota ngayo besebenzisa amadivayisi phakathi ne-AGM

Isiyathelo 1: Ukubhalisela ukuba khona kwi-AGM

Abaninimasheya babhalisela ukuthamela ngohlelo lobuchwepheshe

- Bhalisa ku- https://www.tmsmeetings.co.za/yeboyethu_agm.html ngaphambi kwehora le-10:00 ngoLwesihlanu 1 kuNcwaba 2025 ngenhloso yokusizakala kusasenesikhathi.
- Thumela umazisi osemthethweni ku-TMS proxy@tmsmeetings.co.za
- Ngomuva kokuqinisekiswa ukuthi ungumnikazi wamasheya, uzothola isiqinisekiso salokho nge-imeyili evela ku-TMS ngemininingwane yokuthi ungaxhuma kanjani ngohlelo lobuchwepheshe.
- Uma i-TMS ingakwazi ukuqinisekisa ukuthi ungumnikazi wamasheya, uzothola i-imeyili evela ku-TMS ekwazisa ngezizathu zokuthi kungani ungakwazanga ukuqinisekiswa, kuzodingaka ukuba ukulungise lokho ngaphambi kokuba uvunyelwe ukuba uthamele i-AGM.
- Uzothola ilinki yokuvota eceleni ekuseni ngomhlaka 4 kuNcwaba 2025 - sicela uhlale uyilindile.

Abaninimasheya ababhalisela ukuthamela i-AGM bukhona

- Abaninimasheya abafisa ukuthamela futhi bavote emhlanganweni futhi abangabhalisanga kusengaphambili, bazokwazi ukubhalisa khona endaweni yomhlangano kusukela ngo-08:00 kuya ku-09:45.
- Abaninimasheya bakhuthazwa ukuba babhalise kusengaphambili ku- https://www.tmsmeetings.co.za/yeboyethu_agm.html ukuze kuqinisekiswe ukubhalisa okungenazihibe ngosuku lomhlangano.

Isinyathelo 2: Ukuhlonzwa

Ngokwesigaba 63(1) soMthetho Wezinkampani, bonke abathamela i-AGM kudingeka ukuthi baveze uhlobo lukamazisi olugculisayo kubaqaphi bomhlangano. Izinhlobo zezinto ezingasetshenziswa ukuze kuhlonzwe zihlanganisa umazisi, ilayisensi yokushayela, iphasipoti, Incwadi Yokuthenjwa noma Isitifiketi Sokubandakanywa okusemthethweni.

- Ababamba iqhaza abazothamela ngokuhlanganyela ngohlelo lobuchwepheshe oluvezwe ngenhla bangathumela amadokhumenti abo ku-TMS proxy@tmsmeetings.co.za; noma
- Ababamba iqhaza abazothamela bukhoma futhi abangakabhalisi kufanele baveze umazisi osemthethweni kubaqhaphi bomhlangano endaweni yomhlangano.

Isinyathelo 3: Imibuzo

- Abaninimasheya bayakhuthazwa ukuthi bathumele noma yimiphi imibuzo ephathelene nezinqumo ezihlongozwayo njengoba zivezwe kulesi saziso se-AGM ngaphambi kwe-AGM ngokuthumela imibuzo yabo nge-imeyili ku- yeboyethu@vodacom.co.za engakadluli u-09:00 ngomhla ka-4 kuNcwaba 2025. Lemibuzo izophendulwa kwi-AGM. Ukuthumela umbuzo kusengaphambili angeke kuvimbele umninimasheya ukuba abuze phakathi nomhlangano kungakhathaliseki ukuthi uthamele ngokoqobo noma ngohlelo lobuchwepheshe.

Iseshini yolwazi

Abanikazi bamasheya beYeboYethu bayamenywa futhi ukuthi bajoyine iseshini yolwazi ngokusebenza kweYeboYethu nezinye izinto eziphathelene ne-AGM. Lokhu kuzobanjwa ngaphambi nje kwe-AGM ngo-09:00 endaweni efanayo ye-inthanethi futhi mathupha endaweni.

Sicela uqaphele:

- Ngaphandle kwalokhu osekushiwo ngenhla, noma yimuphi umnikazi wamasheya ofisa ukuthamela i-AGM unelungelo lokuxhumana ne-TMS kokuthi proxy@tmsmeetings.co.za nganoma yisiphi isikhathi ngaphambi kokuqala kwe-AGM, ukuze aqinisekiswe futhi anikezwe ukufinyelela kwinkundla ye-inthanethi. Ukuze kugwemeke ukubambezeleka ekudluliselweni ohlelweni lobuchwepheshe, abaninimasheya bakhuthazwa ukuthi baxhumane ne-TMS kusasenesikhathi.
- Abaninimasheya bazozikhokhela inzindleko zokuxhuma kwi-inthanethi. I-YeboYethu, i-JSE Investor Services kanye/noma i-TMS ngeke ithweswe icala esimweni sokulahlekelwa ukuxhuma kwenethiwekhi noma ukwehluleka kwenethiwekhi ngenxa yokunganele kwe-airtime/uxhumano lwe-inthanethi/ukuphela kukagesi/ukungasebenzi kahle kwesiteshi sokubamba iqhaza ngohlelo lobuchwepheshe okungase kuvimbele umninimasheya ukuba abambe iqhaza ku-AGM.
- Umbiko waminyaka yonke we-Yebo Yethu wonyaka ophele ngo-31 kuNdasa 2025 61

Ungaba kanjani neqhaza emhlanganweni waminyaka yonke kuyaqhubeka

Ukufushaniswa kwamalungelo asebenzayo

Avumelana nesigaba 58 soMthetho Wezinkampani, no. 71 ka 2008, njengoba ibuyekeziwe

Ngenhloso yalokhu kufushaniswa, igama elithi "mninimasheya" lizoba nencazelo evumelana nesigaba 57(1) soMthetho Wezinkampani.

1. Noma nini, umninimasheya wenkampani unegunya lokuqoka noma yimuphi umuntu, kuhlanganisa nomuntu ongeyena umnikazi wamasheya waleyo nkampani, njengommeleli ozobamba iqhaza, akhulume futhi avote emhlanganweni wabaninimasheya egameni labanikazi bamasheya.
2. Ukuqokwa kommeleli kumele kubhalwe phansi, kufakwe usuku bese kuyasayinwa umninimasheya.
3. Ngaphandle uma imemorandamu yenkampani efakiwe ibonisa okuhlukile:
   - 3.1. umninimasheya wenkampani ethintekayo angaqoka abantu ababili noma ngaphezulu ngesikhathi esisodwa njengabameleli, futhi angaqoka abameleli abangaphezu koyedwa ukusebenzisa amalungelo okuvota ahambisana nezibambiso ezihlukene eziphethwe yilowo mninimasheya; futhi
   - 3.2. ikhophi yethuluzi eliqoka ummeleli kufanele ilethwe enkampanini efanele, noma kunoma yimuphi omunye umuntu egameni lenkampani efanele, ngaphambi kokuba ummeli asebenzise noma yimaphi amalungelo omninimasheya emhlanganweni wabaninimasheya.
4. Kungakhathaliseki ukuthi yini esetshenzisiwe ukuze kuqokwe ummeleli:
   - 4.1. ukuqokwa kommeleli kuyamiswa noma ngasiphi isikhathi futhi kuze kufike ezingeni lapho umninimasheya oqoke lowo mmeleli ekhetha ukwenza okuthile mathupha ekusebenziseni noma yimaphi amalungelo njengomnikazi wamasheya wenkampani efanele; futhi
   - 4.2. uma ithuluzi elisetshenziswe ukuqoka ummeleli lingahoxiswa, umninimasheya angase ahoxise ukuqokwa kommeleli ngokukukhansela ngokubhala, noma ngokwenza ukuqokwa okungahambisani kwakamuva kommeleli, nokuletha ikhophi yethuluzi lokuhoxisa kummeleli kanye nenkampani efanele.
5. Ukuhoxiswa kokuqokwa kommeleli kuhlanganisa ukwesulwa okuphelele nokokugcina kwegunya lommeleli ukuthi enze okuthile egameni lomnikazi wamasheya ofanele kusukela kamuva kosuku:
   - 5.1. njengoba kuveziwe ethuluzini lokuhoxisa, uma ngabe; noma
   - 5.2. lapho ithuluzi lokuhoxisa lilethwa kummeleli kanye nenkampani efanele njengoba kudingwa esigabeni 58(4)(c)(ii) soMthetho Wezinkampani.
6. Uma kwenzeka ithuluzi eliqoka ummeleli noma abammeleli lilethiwe enkampanini ethintekayo, inqobo nje uma lokho kuqokwa kusasebenza, noma yisiphi isaziso esidingwa uMthetho Wezinkampani noma imemorandamu yenkampani efanele yokwesekwa ukuze ilethwe yileyo nkampani kumnikazi wamasheya kufanele ilethwe yileyo nkampani ku:
   - 6.1. umnikazi wamasheya, noma
   - 6.2. ummeleli noma abammeleli uma umninimasheya ebhale phansi inkampani efanele ukuba yenze njalo futhi ukhokhe noma iyiphi imali efanelekile ekhokhiswe inkampani ngokwenza lokho.
7. Ummeleli unegunya lokusebenzisa, noma ukugodla ekusebenziseni, noma yiliphi ilungelo lokuvota labanikazi bamasheya abafanele ngaphandle kwesiqondiso, ngaphandle kwalapho imemorandamu yokufakwa kwenkampani ethintekayo noma ithuluzi eliqoka ummeleli linikeza okuhlukile.
8. Uma inkampani ikhipha isimemo kubanikazi bamasheya ukuthi baqoke umuntu oyedwa noma ngaphezulu abaqanjwe inkampani enjalo njengommeleli, inikeza uhlobo lwethuluzi lokuqoka ummeleli:
   - 8.1. inkampani akumele ifune ukuthi ukuqokwa kommeleli kwenziwe ngendlela engenakuguqulwa; futhi
   - 8.2. ukuqokwa kommeleli kuhlala kusebenza kuphela kuze kube sekupheleni komhlangano ofanele obekuhloswe ukuthi kusetshenziswe kuwo, ngaphandle uma kuchithwa njengoba kuhlongozwe esigabeni 58(5) soMthetho Wezinkampani.