



MINUTES OF THE ANNUAL GENERAL MEETING OF 2012

The Annual General Meeting of the South African Pipeline Gas Association was held on 30 November 2012 at the Birchwood Conference Centre, View Point Road, Boksburg.

The meeting commenced at 08:31.

WELCOME

The Chairman welcomed all the members and thanked them for attending. The members were duly reminded of SAPGA's Anti-Trust Policy and Meeting Rules which every member under the jurisdiction of the AGM needs to abide to. The Chairman introduced all the members to each other.

ATTENDANCE, PROXIES AND QUORUM

Present: 12 members attended (as per attendance register)

Apologies: 1 apology received (John Rundle, Steam Generation)

Proxies: 12 proxies received, for which proxy forms were open for inspection, all voted within favour and were accepted by the AGM

Quorum: A quorum of 24 members was established with 12 members present in person and 12 proxies. The Chairman declared the meeting duly constituted. Wim van Zyl **PROPOSED** and Grant Reneclé **SECONDED**.

NOTICE OF MEETING

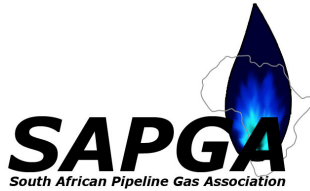
Notice of the Annual General Meeting 2012 documentation is taken as read. The motion is agreed to unanimously.

APPROVAL OF MINUTES OF THE PREVIOUS ANNUAL GENERAL MEETING

Previous minutes of the meeting held on 25 November 2011 was reviewed and accepted as a true reflection of proceedings. **PROPOSED** by Wim van Zyl and **SECONDED** by Eddie Cooke. The minutes were duly signed by the Chairman in the presence of the AGM. .

MATTER ARISING FROM THE PREVIOUS MINUTES

There were no matters arising from the previous minutes.



CHAIRMAN'S REPORT

The Chairman's report was provided to all members prior to the meeting and attached for record purposes. The association remains aligned to its vision, mission, goals and strategy for 2016. Selective items on the report were highlighted and brought to the attention of the AGM.

Under the new Company Act, SAPGA will have a new designation nl: SAPGA NPC as a Non Profit Company. Amendment on Chairman's Report, No6. (i) – to be replaced with The Combustion Group.

The Chairman's report was confirmed as **PROPOSED** by Anton Dye, **SECONDED** by Fanie Latriet.

TECHNICAL FORUMS

Should non-members attend the Technical forum? The Members have agreed that non-members can attend the Technical Forums at a cost. **PROPOSED** by Dave de Wit, **SECONDED** by Trevor Lotter.

CONFIRMATION OF THE ANNUAL FINANCIAL STATEMENTS ENDING 30 JUNE 2012

During the year the company incurred a net surplus of R664,040.00 compared to previous year surplus of R430,628.00.

The company's cash flow remained healthy with the cash resources (cash & cash equivalents) at the end of the year amounting to R2,091,449.00 compared to previous year of R1,287,783. No bad debt for FY 12.'

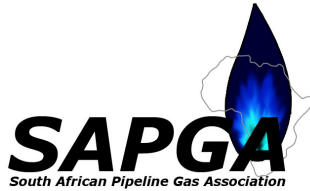
A provision has been made for pre-paid registrations. This is a current liability which needs to be managed on a monthly basis as part of the registration process.

There were no further comments on the reporting of the Annual Financial Statements and as such the financial statements were confirmed as **PROPOSED** by Fanie Latriet, **SECONDED** by Wim van Zyl.

APPOINTMENT OF AUDITORS FOR THE ENSUING YEAR

SAPGA established internal auditing processes to ensure and confirm sound business practices in line with new Company Act. It was confirmed by Auditors that SAPGA is a BBE Level 4 contributor.

The AGM appointed the new auditor, RK Accountants for the ensuing year.



ELECTION OF COMMITTEE MEMBERS FOR THE ENSUING YEAR

The election of committee members was addressed and the Chairman requested nominations from the members to assist within these committees.

- Natural Gas Conference 2013
- Safe Gas Equipment Scheme

Cribin Moodley (The Combustion Group) and Linda Lotter (Talec Combustion) have been re-confirmed as committee members. No new nominations were received and it was agreed that the Board will identify and invite persons suited for serving on these committees'.

ELECTION OF DIRECTORS

As per the 2011 AGM the current Directors were nominated to serve for next 3 years upon which the Members are welcome to nominate persons to serve on the Board. Board of Directors will interview suitable incumbents.

ADOPTION OF THE MOI AS PER SPECIAL RESOLUTION NO 1

The voting results for the adoption of the MOI via individual proxies and by show of hands is:

- For 24 members
- Against 0 members
- Abstained 0 members

The majority therefore are in favour of the adoption of the MOI for lodging with CPIC

ADOPTION OF THE NAME CHANGE AS PER SPECIAL RESOLUTION NO 2

The voting results for the adoption of the resolution by show of hands is:

- For 12 members
- Against 0 members
- Abstained 0 members



ADOPTION OF THE NAME CHANGE AS PER ORDINARY RESOLUTION NO 1

The voting results for the adoption of the resolution via individual proxies and by show of hands is:

- For 24 members
- Against 0 members
- Abstained 0 members

The voting on all resolutions were unanimous in favour of all resolutions being adopted unchallenged

POINTS FOR DISCUSSION

No additional discussion points were raised.

VOTE OF THANKS

The Chairman thanked the new and existing members for attending the AGM and for their time, effort and continued support entrusting the Board of Directors in managing the Association.

CLOSURE OF THE ANNUAL GENERAL MEETING

The formal proceedings were concluded in accordance with AGM proceedings as per the Company Act, Memorandum and Articles of Association.

It is also recorded that all matters of compliance and matters raised by members were confirmed and fixed in the agenda and duly discussed.

There being no further discussions the Chairman declared the meeting closed at 09:38

Signed as a correct and complete record of proceedings of the meeting

Roy Lubbe
Chairman
South African Pipeline Gas Association

Date

Attachment: Chairman's Report for SAPGA's 5th AGM