



OLD JOHANNIAN ASSOCIATION

A worldwide network of Old Johannians

Annual General Meeting

Notice is hereby given that the 114th Annual General Meeting of the Old Johannian Association will be held on 8th December 2022 at 18:00hrs – the meeting will be held at The Johannian in conjunction with an Electronic Communications Platform.

Registration for attendance at the Annual General Meeting can be completed via the **Eventbrite application** at the following URL: <https://www.eventbrite.com/e/114th-annual-general-meeting-of-the-old-johannian-association-also-online-tickets-467878646627>

Agenda

Confirmation of the Notice of the Meeting.

1) Lodging of proxy voting forms

Proxy votes will only be accepted if signed on the approved proxy voting forms and submitted by post, hand or email to the Honorary Secretary. Proxy votes may only be given and held by current paid up life members of the Association as per Clause 6.1 of the constitution. Proxy voting forms are available from the Honorary Secretary or the attached version hereto (V.6.1)

2) Apologies.

3) Welcome by the chairman of the Governing Committee, Mr GE Kerr-Phillips.

4) Address by the President, headmaster of St John's College, Mr S West.

5) Confirm the minutes of the 113th Annual General Meeting.

These are available from the Association Office and on the website. Please contact the Honorary Secretary should you require a copy.

6) Matters arising from these minutes.

7) To receive and consider the Governing Committee Annual Report for the previous year.

8) To receive audited Annual Financial Statements and Treasurers reports for the previous year.

These are available from the Association Office and on the website. Please contact the Honorary Secretary should you require a copy.

9) To elect nine (9) Committee Members (for a period of two (2) or three (3) years as per clause 11.1.7 of the constitution.)

10) To confirm the Auditors for 2023.

11) To consider and deal with any resolutions received by 1st December 2022.

12) To consider and deal with ordinary business raised at the meeting.

13) Closure

AJ Futter
Honorary Secretary
14th November 2022



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POSTAL & PROXY VOTING FORM

I, _____ having membership number _____
do hereby appoint

to vote on my behalf on any motions or resolutions tabled at the 114th Annual General Meeting to be held at The Johannian in conjunction with an Electronic Communications Platform on the 8th December 2022.

Signatures

Member: _____

Proxy Member: _____

Dated: _____

This form, or a facsimile thereof, duly completed and signed by the member must be submitted to the Honorary Secretary prior to the meeting via email to secretary@oja.co.za no later than 08:00 SAST on 8th December 2022 or can be brought to the meeting in person by the nominated proxy holding member for lodging during Agenda Item 1

Proxy Form V6.1 – valid for the above detailed meeting including any postponement or adjournment thereof.



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NOMINATION FORM

I, _____ having membership number _____

do hereby nominate

for election the Old Johannian Association Governing Committee at the 114th Annual General Meeting to be held at The Johannian in conjunction with an Virtual Electronic Communications platform on the 8th December 2022.

This nomination has been accepted by the nominee and has been seconded by

_____ having membership number _____

Signatures

Nominee: _____

Proposed by: _____ (Print name)

Seconded by: _____ (Print name)

Dated: _____

This form, or a facsimile thereof, duly completed and signed by all parties must reach the Honorary Secretary no later than the 6th December 2022.

Proxy Form V6.1 – valid for the above detailed meeting including any postponement or adjournment thereof.

Old Johannian Association

Abridged Financial Statements for the year ended 31 December 2020

Statement of Financial Position as at 31 December	Consolidated 2020	Consolidated 2019	Association 2020	Association 2019	Lucia 2020	Lucia 2019	The OJ Club 2020	The OJ Club 2019
ASSETS								
Non current assets								
Equipment	593,719	747,676	-	-	593,719	747,676	-	-
Investment property	16,543,728	16,543,728	-	-	16,543,728	16,543,728	-	-
Investments in subsidiaries	-	-	1,781,779	1,781,779	-	-	-	-
Loans to related parties	-	-	6,373,212	6,373,212	-	-	-	-
Available for sale investments	5,949,310	9,083,861	5,949,310	9,083,861	-	-	-	-
	23,086,757	26,375,265	14,104,301	17,238,852	17,137,447	17,291,404	-	-
Current assets								
Inventories	83,638	75,449	47,156	25,721	-	-	36,482	49,728
Current tax receivable	46,222	96,060	-	-	46,222	96,060	-	-
Receivables and prepayments	1,129,887	281,729	1,183,180	208,891	2,158,008	1,808,712	55,574	3,034
Cash and cash equivalents	3,082,173	854,746	2,953,866	661,060	64,315	35,464	63,992	158,222
	4,341,920	1,307,984	4,184,202	895,672	2,268,545	1,940,236	156,048	210,984
Total assets	27,428,677	27,683,249	18,288,503	18,134,524	19,405,992	19,231,640	156,048	210,984
ACCUMULATED FUNDS AND LIABILITIES								
Accumulated funds and equity	24,815,678	25,045,632	16,866,769	16,793,879	10,550,625	10,391,191	(819,939)	(357,661)
Non current liabilities								
Loan from related party	-	-	-	-	6,373,212	6,373,212	-	-
Deferred tax	2,416,297	2,416,297	-	-	2,416,297	2,416,297	-	-
	2,416,297	2,416,297	-	-	8,789,509	8,789,509	-	-
Current liabilities								
Trade and other payables	196,702	221,320	1,421,734	1,340,645	65,858	50,940	975,987	568,645
Total funds and liabilities	27,428,677	27,683,249	18,288,503	18,134,524	19,405,992	19,231,640	156,048	210,984

Full sets of the audited financial statements have, as in the previous year and to save on considerable postage costs involved, not been sent out to all members. Members wishing to receive the full set of the audited financial statements may obtain these from the Association's offices or at the Annual General Meeting

The abridged financial statements presented above and overleaf have been extracted from the audited financial statements. These set out the financial position of the Association itself and consolidated with it's property owning and restaurant subsidiaries at 31 December 2019 and their results for the year ended on that date.

Deferred taxation has been recognised on the revaluation of Lucia (Pty) Ltd's investment property.

Questions on the financial information presented here will be addressed at the forthcoming AGM. In the meantime, anyone requiring further information may contact the Association's office.

Old Johannian Association

Abridged Financial Statements for the year ended 31 December 2020

Statement of Comprehensive Income for year ended 31 December	Consolidated 2020	Consolidated 2019	Association 2020	Association 2019	Lucia 2020	Lucia 2019	The OJ Club 2020	The OJ Club 2019
Subscriptions and membership	719,351	744,960	719,351	744,960	-	-	-	-
Net dividends and interest	49,109	219,790	49,628	218,288	(519)	1,502	-	-
Rental income and recoveries of utility costs	1,170,149	1,133,699	-	-	1,487,031	1,553,781	-	-
Restaurant gross profit	648,925	1,701,245	-	-	-	-	648,925	1,701,245
Fair value adjustments	45,895	427,968	45,895	427,968	-	-	-	-
Impairment of investment in joint venture	-	-	-	-	-	-	-	-
Profit/(loss) on sale of investments and assets	(238,325)	(33,108)	(238,325)	(33,108)	-	-	-	-
Insurance claims	-	6,850	-	-	-	6,850	-	-
Administrative and other expenses (see below)	(2,563,056)	(3,936,494)	(503,659)	(980,096)	(1,265,076)	(1,350,565)	(1,111,203)	(2,025,915)
Net surplus/(deficit) from operations	(167,952)	264,910	72,890	378,012	221,436	211,568	(462,278)	(324,670)
SA normal taxation	(62,002)	(12,449)	-	-	(62,002)	(12,449)	-	-
Net surplus for the year	<u>(229,954)</u>	<u>252,461</u>	<u>72,890</u>	<u>378,012</u>	<u>159,434</u>	<u>199,119</u>	<u>(462,278)</u>	<u>(324,670)</u>

Statement of changes in accumulated funds and equity for the year ended 31 December 2020

Balance at the beginning of the year	25,045,632	24,793,171	16,793,879	16,415,867	10,390,991	10,191,872	(357,761)	(33,091)
Net surplus for the year	(229,954)	252,461	72,890	378,012	159,434	199,119	(462,278)	(324,670)
Balance at the end of the year	<u>24,815,678</u>	<u>25,045,632</u>	<u>16,866,769</u>	<u>16,793,879</u>	<u>10,550,425</u>	<u>10,390,991</u>	<u>(820,039)</u>	<u>(357,761)</u>

Analysis of "Administration and other expenses" included in the
abridged statement of comprehensive income for the year ended 31 December 2020

	Consolidated 2020	Consolidated 2019	Association 2020	Association 2019	Lucia 2020	Lucia 2019	The OJ Club 2020	The OJ Club 2019
Auditors remuneration	60,390	56,950	32,890	31,050	16,300	15,400	11,200	10,500
Bad debts written off	-	773	-	-	-	-	-	773
Bursaries, presentations, awards & functions	264,978	524,870	264,978	524,870	-	-	-	-
Communications	101,195	115,195	100,130	114,139	1,065	1,056	-	-
Investment management fees	29,668	59,565	29,668	59,565	-	-	-	-
Office costs	-	41,557	-	-	-	41,557	-	-
Other expenses	103,722	155,333	42,883	21,483	3,065	1,259	57,774	132,591
Restaurant related expenses	167,876	295,783	-	-	-	-	459,442	700,819
Property related expenses	1,057,701	1,027,187	-	-	1,070,359	1,042,233	-	-
Staff costs, management and accounting fees	777,526	1,659,281	33,110	228,989	174,287	249,060	582,787	1,181,232
	<u>2,563,056</u>	<u>3,936,494</u>	<u>503,659</u>	<u>980,096</u>	<u>1,265,076</u>	<u>1,350,565</u>	<u>1,111,203</u>	<u>2,025,915</u>

Old Johannian Association

Abridged Financial Statements for the year ended 31 December 2021

Statement of Financial Position as at 31 December	Consolidated 2021	Consolidated 2020	Association 2021	Association 2020	Lucia 2021	Lucia 2020	The OJ Club 2021	The OJ Club 2020
ASSETS								
Non current assets								
Equipment	453,807	593,719	-	-	453,807	593,719	-	-
Investment property	16,543,728	16,543,728	-	-	16,543,728	16,543,728	-	-
Investments in subsidiaries	-	-	1,781,779	1,781,779	-	-	-	-
Loans to related parties	-	-	6,373,212	6,373,212	-	-	-	-
Available for sale investments	9,322,269	5,949,310	9,322,269	5,949,310	-	-	-	-
	26,319,804	23,086,757	17,477,260	14,104,301	16,997,535	17,137,447	-	-
Current assets								
Inventories	55,173	83,638	28,373	47,156	-	-	26,800	36,482
Current tax receivable	9,610	46,222	-	-	9,610	46,222	-	-
Receivables and prepayments	955,516	1,129,887	2,079,397	1,183,180	2,308,285	2,158,008	-	55,574
Cash and cash equivalents	1,513,393	3,082,173	1,372,513	2,953,866	76,889	64,315	63,991	63,992
	2,533,692	4,341,920	3,480,283	4,184,202	2,394,784	2,268,545	90,791	156,048
Total assets	28,853,496	27,428,677	20,957,543	18,288,503	19,392,319	19,405,992	90,791	156,048
ACCUMULATED FUNDS AND LIABILITIES								
Accumulated funds and equity	26,372,520	24,815,675	18,729,807	16,866,769	10,587,773	10,550,625	(1,163,278)	(819,939)
Non current liabilities								
Loan from related party	-	-	-	-	6,373,212	6,373,212	-	-
Deferred tax	2,416,297	2,416,297	-	-	2,416,297	2,416,297	-	-
	2,416,297	2,416,297	-	-	8,789,509	8,789,509	-	-
Current liabilities								
Trade and other payables	64,679	196,705	2,227,736	1,421,734	15,037	65,858	1,254,069	975,987
Total funds and liabilities	28,853,496	27,428,677	20,957,543	18,288,503	19,392,319	19,405,992	90,791	156,048

Full sets of the audited financial statements have, as in the previous year and to save on considerable postage costs involved, not been sent out to all members. Members wishing to receive the full set of the audited financial statements may obtain these from the Association's offices or at the Annual General Meeting

The abridged financial statements presented above and overleaf have been extracted from the audited financial statements. These set out the financial position of the Association itself and consolidated with it's property owning and restaurant subsidiaries at 31 December 2019 and their results for the year ended on that date.

Deferred taxation has been recognised on the revaluation of Lucia (Pty) Ltd's investment property.

Questions on the financial information presented here will be addressed at the forthcoming AGM. In the meantime, anyone requiring further information may contact the Association's office.

Old Johannian Association

Abridged Financial Statements for the year ended 31 December 2021

Statement of Comprehensive Income for year ended 31 December	Consolidated 2021	Consolidated 2020	Association 2021	Association 2020	Lucia 2021	Lucia 2020	The OJ Club 2021	The OJ Club 2020
Subscriptions and membership	744,892	719,351	744,892	719,351	-	-	-	-
Net dividends and interest	242,811	49,109	241,701	49,628	1,110	(519)	-	-
Rental income and recoveries of utility costs	1,265,096	1,170,149	-	-	1,462,987	1,487,031	-	-
Restaurant gross profit	681,821	648,925	-	-	-	-	681,821	648,925
Fair value adjustments	1,217,518	45,895	1,217,518	45,895	-	-	-	-
Impairment of investment in joint venture	-	-	-	-	-	-	-	-
Profit/(loss) on sale of investments and assets	(3,638)	(238,325)	(3,638)	(238,325)	-	-	-	-
Insurance claims	-	0	-	-	-	-	-	-
Administrative and other expenses (see below)	(2,592,060)	(2,563,057)	(337,435)	(503,659)	(1,427,354)	(1,265,076)	(1,025,160)	(1,111,203)
Net surplus/(deficit) from operations	1,556,440	(167,953)	1,863,038	72,890	36,743	221,436	(343,339)	(462,278)
SA normal taxation	405	(62,002)	-	-	405	(62,002)	-	-
Net surplus for the year	<u>1,556,845</u>	<u>(229,955)</u>	<u>1,863,038</u>	<u>72,890</u>	<u>37,148</u>	<u>159,434</u>	<u>(343,339)</u>	<u>(462,278)</u>

Statement of changes in accumulated funds and equity for the year ended 31 December 2021

Balance at the beginning of the year	24,815,675	25,045,630	16,866,769	16,793,879	10,550,625	10,391,191	(820,039)	(357,761)
Net surplus for the year	1,556,845	(229,955)	1,863,038	72,890	37,148	159,434	(343,339)	(462,278)
Balance at the end of the year	<u>26,372,520</u>	<u>24,815,675</u>	<u>18,729,807</u>	<u>16,866,769</u>	<u>10,587,773</u>	<u>10,550,625</u>	<u>(1,163,378)</u>	<u>(820,039)</u>

**Analysis of "Administration and other expenses" included in the
abridged statement of comprehensive income for the year ended 31 December 2021**

	Consolidated 2021	Consolidated 2020	Association 2021	Association 2020	Lucia 2021	Lucia 2020	The OJ Club 2021	The OJ Club 2020
Auditors remuneration	69,779	60,390	40,904	32,890	17,225	16,300	11,650	11,200
Bad debts written off	-	0	-	-	-	-	-	0
Bursaries, presentations, awards & functions	31,728	264,978	31,728	264,978	-	-	-	-
Communications	119,434	101,195	118,386	100,130	1,048	1,065	-	-
Investment management fees	82,619	29,668	82,619	29,668	-	-	-	-
Office costs	-	0	-	-	-	0	-	-
Other expenses	76,405	103,722	22,948	42,883	1,181	3,065	52,276	57,774
Restaurant related expenses	165,611	167,876	-	-	-	-	363,502	459,442
Property related expenses	1,219,408	1,057,701	-	-	1,219,406	1,070,359	-	-
Staff costs, management and accounting fees	827,076	777,527	40,850	33,110	188,494	174,287	597,732	582,787
	<u>2,592,060</u>	<u>2,563,057</u>	<u>337,435</u>	<u>503,659</u>	<u>1,427,354</u>	<u>1,265,076</u>	<u>1,025,160</u>	<u>1,111,203</u>

Old Johannian Association Governing Committee

Committee	2020 – 2021(2)	Elected/Appointed	End of current term	2023
Chairman	GE Kerr-Phillips	2021	2023	GE Kerr-Phillips
Vice Chairman	*			
Secretary	AJ Futter	2003	2022	
Assistant Secretary	* G Heidt	2016	N/A	
Treasurer	J Diviani	2015	2022	
Assistant Treasurer	* T Osborne	2020	N/A	
Immediate Past Chairman	DJ Boyce	2021	2022	N/A
Elected Members	R Bhima	2021	2021	
	DJ Patricios	2004	2022	
	C Green	2016	2022	
	AP van Vuuren	2021	2023	AP van Vuuren
	C Macingwane	2021	2023	C Macingwane
	K Radebe	2021	2023	K Radebe
Co-Opted	*			
	*			
	*			
	*			

* - These appointments are made by the Committee.

Committee members retiring who have made themselves available for re-election; AJ Futter, J Diviani, DJ Patricios, C Green, G Heidt

Retiring committee members not available for re-election; T Osborne, R Bhima, DJ Boyce

The following members were co-opted during the year and have made themselves available for nomination: None

The following nominations have been received for election to the committee; AJ Futter, J Diviani, DJ Patricios, C Green, G Heidt