

LEADERSHIP SUPPLEMENTARY REPORT

2018

Contents

1	Governance structure
2	Board of directors
2	Non-executive directors
3	Independent non-executive directors
5	Executive directors
6	Executive management
8	Corporate function heads

ONLINE REFERENCE ICON:



Afrox website: www.afrox.co.za

At Afrox, we are accountable for our actions and strive to be transparent in all decisions and activities that may impact the environment and society in general.

Leadership supplementary report /// 2018

Governance structure

The skills and experience of our Board and executive management are detailed in the report that follows. This report is supplementary to Afrox's 2018 integrated report available at www.afrox.com.

The Afrox Board is responsible for governance, strategic direction and, ultimately, the performance of the Company. Its governance structure is as follows:

Board	<p>Two non-executive directors¹</p> <ul style="list-style-type: none"> • Bernd Eulitz² • Matthias von Plotho 	<p>Five independent non-executive directors</p> <ul style="list-style-type: none"> • Dr Khotso Mokhele – <i>Lead Independent Director</i> • Christopher Wells • Giullean Straus • Nomfundo Lila-Qangule • Nolitha Fakude 	<p>Two executive directors</p> <ul style="list-style-type: none"> • Schalk Venter – <i>Managing Director</i> • Matthias Vogt – <i>Group Financial Director</i>
Board committees	<ul style="list-style-type: none"> • Audit Committee • Nominations, Governance and Management of Resources (NGMR) Committee • Safety, Health, Environment and Quality (SHEQ) Committee • Social, Ethics and Transformation (SET) Committee <p>Committee terms of references can be found on the Afrox website www.afrox.co.za/en/investor relations/ir governance/</p>		
Executive management	<p>Managing Director: Schalk Venter</p> <p>Group Financial Director: Matthias Vogt</p> <p>Head of Operations and Head of Onsites³: Jan Ntuli</p>	<p>Head of Sales and Marketing: Dillan Fernando</p> <p>Head of Healthcare: Joseph Ramashala</p>	
Corporate function heads	<p>Head of Human Resources: Ashley Soupen</p> <p>Head of Procurement: Makhula Magaoga</p> <p>Head of SHEQ: Stephen Moran</p> <p>Head of Programme Management Office: Sanjay Misra</p>	<p>Head of Legal, Risk and Compliance and Company Secretary: Cheryl Singh</p> <p>Head of Communications: Johann Cilliers</p> <p>Head of Information Systems: Sandy Morris</p>	

¹ Richard Gearing resigned as non-executive director effective 18 February 2018

² Bernd Eulitz resigned effective 31 March 2019 and John Panikar was appointed Chairperson effective 1 April 2019

³ Ben Mabelane resigned as Head of Onsites effective 1 April 2018

Leadership supplementary report /// 2018 continued

Board of directors

Non-executive directors



Bernd Eulitz (53)
Outgoing Chairperson

Bernd was re-appointed as Chairperson in 1 September 2017 after the resignation of Sue Graham Johnston, and he resigned effective 31 March 2019.

Bernd is a member of The Linde Group Executive Board of directors and is head of The Linde Group's regions Europe, Middle East and Africa. Bernd brings a significant amount of international experience to the Afrox Board. He joined The Linde Group in 2004 and has since held a number of senior posts, including regional business head of the gases division South and East Asia (Singapore), Managing Director, Chief Executive Officer of PanGas AG (Switzerland), and Head of the gases division's sales region east (Germany). Bernd took responsibility for The Linde Group's Global Procurement in 2016 and the newly formed Global Centre of Excellence halfway through 2017.

John M. Panikar (50)
Incoming Chairperson

John was appointed Chairperson on 1 April 2019.

Praxair Inc., a wholly-owned subsidiary of Linde plc, is a leading industrial gas company in North and South America and one of the largest worldwide.

John became president of Praxair Asia in 2014, responsible for the growth and profitability of Praxair's industrial gases business in China, India, South Korea, Taiwan, Thailand and the Middle East.

He joined Praxair in 1991 and held a variety of assignments in operations and project management in Praxair's electronics business before being appointed Asia Business Manager for electronics in 1999. He was named Director of Business Development for Praxair Asia in 2002, with additional responsibility for managing the helium, specialty gases, medical gases and carbon dioxide growth markets for Praxair India. He became Managing Director of Praxair India in 2004.

In 2008, he transferred back to the U.S. as Vice President: Product Management and Analysis, for Praxair's North American Industrial Gases business unit and was appointed Vice President: U.S. South Region in 2009. John was appointed President: Praxair Distribution Inc. in 2010. He was responsible for the growth, profitability and return on capital of Praxair's packaged-gases business in the U.S.

He holds a degree in chemical engineering from the University of Rochester. He completed the Advanced Management program at Harvard Business School in 2010.

Matthias von Plotho (49)
Non-executive director

Matthias was appointed to the Afrox Board in May 2011. As Programme Manager, he led the project on the merger with Praxair within The Linde Group. He joined Linde in 2001 and was responsible for implementing International Financial Reporting Standards (IFRS) for financial instruments. Since then he has held a number of senior posts, including Head of Mergers & Acquisitions. Prior to joining The Linde Group, he worked with KPMG and AGIV AG in Germany. He holds a masters degree in business administration from the University of Würzburg, Germany. Matthias attends Audit Committee meetings by invitation.

Independent non-executive directors



Dr Khotso Mokhele (63)
Lead independent non-executive director

Khotso was appointed to the Afrox Board in December 2005. He was on the teaching and research staff of the Universities of Fort Hare and Cape Town between 1986 and 1992. He was vice-president and then president of the Foundation for Research and Development from 1992 to 1999, and president of the National Research Foundation from 1999 to 2006. He served on the Council for Higher Education, the National Advisory Council on Innovation, and the National Skills Authority. Khotso was the founder and president of the Academy of Science of South Africa.

Khotso holds eight honorary doctorates from South African higher education institutions and one honorary doctorate from Rutgers University in New Jersey (USA). He currently serves as special advisor to the Minister of Science and Technology. He is the chairman of two South African-listed companies (Tiger Brands Limited and AECI Limited). Khotso chairs the SET and SHEQ committees at Afrox and is a member of the NGMR Committee.

Khotso holds the following qualifications: BSc agriculture (University of Fort Hare), and MS and PhD in microbiology (University of California Davis, USA).

Chris Wells (70)
Independent non-executive director

Chris was appointed to the Afrox Board in November 2012. Chris is chief executive officer of Oakbrook Holdings (Pty) Ltd, a private investment company, and chief executive officer of International Facilities Services (Pty) Ltd, a company focused on providing facilities services in sub-Saharan Africa. He is a non-executive director of the Spar Group Limited where he chairs the audit and risk committees and is a member of its social, ethics and transformation committee. He has extensive experience in the retail and manufacturing sectors, having been both a CFO and CEO of various listed companies. He is a chartered accountant (South Africa)(CA(SA)). Chris chairs the Audit Committee.

Lean (GJ) Strauss (60)
Independent non-executive director

Lean was appointed to the Afrox Board in February 2015. He joined Sasol in 1982. He spent most of his career with Sasol Oil, where he held the positions of general manager, manufacturing and supply as well as general manager, marketing. He was appointed as general manager of Sasol Gas in 1997 and managing director of Sasol Nitro in 2002. In 2005, Lean was appointed as a member of the group executive committee and as group general manager responsible for Sasol's international energy portfolio. From January 2010 he took over the group's responsibility for Sasol Oil and Sasol Gas. In July 2010, he was promoted to senior group executive, responsible for the Group's total growth portfolio, Sasol's international energy cluster, Sasol new energy and Sasol technology. He was also a director and chairman of several companies in the Sasol group. Lean has a BCom and BCom honours degree from the University of Stellenbosch and an MCom business management degree from the Rand Afrikaans University (now University of Johannesburg). Lean chairs the NGMR Committee and is a member of the Audit and SHEQ committees.

Leadership supplementary report /// 2018 continued

Board of directors (continued)

Independent non-executive directors (continued)



Nomfundo Qangule (51)
Independent non-executive director

Nomfundo was appointed to the Afrox Board in July 2014. She was the chief financial officer of Harmony Gold Ltd between 2004 and 2007. She is currently director of Hans Merensky Holdings, Reboasis Ltd, and Nozala Investments (Pty) Ltd. She is both a CA(SA) and Certified Associate of the Institute of Bankers in South Africa. Nomfundo is a member of the Audit and SET committees.



Nolitha Fakude (54)
Independent non-executive director

Nolitha was appointed to the Afrox Board in March 2017 and bolsters our team with 27 years of experience across multiple organisations and diverse industries. Nolitha held a number of senior positions prior to joining Afrox, including that of vice-president and executive director at Sasol, chairperson of Sasol Mining, director and group executive member at Nedbank Limited, as well as managing director at the Black Management Forum. She previously served as a non-executive director on the board of Harmony Gold, was chairperson of Datacentrix Holdings and a non-executive director at Woolworths. In April 2017, she joined the board of Anglo American Plc. Nolitha is currently a non-executive director at the Johannesburg Stock Exchange Ltd as well as deputy chairperson of South African Airways. Nolitha holds a BA from the Walter Sisulu University and a BA honours degree, from the University of Fort Hare.

Nolitha is a member of the NGMR Committee.

Executive directors



Schalk Venter (52)
Managing director

Schalk was appointed to the Afrox Board on 18 May 2015 and assumed the role of Managing Director. He joined Chemical Service's Chemsolve Systems in 1991 as a junior sales representative and went on to serve as managing director of a number of subsidiaries of the Group before he was promoted to the Chemical Services executive and joined the board in 2006. Thereafter, he was appointed chairman of a number of subsidiaries, including Nulandis, Resinkem, Duco Speciality Coatings and Chemfit. In 2010, he was promoted to executive for AECI, and in 2012 he was promoted to managing director of AECI's biggest subsidiary, AEL Mining Services. Schalk has a higher national diploma in Analytical Chemistry from Tshwane University of Technology and attended the advanced management programme 107 at INSEAD Business School.

Schalk is a member of the SET and SHEQ committees and an invitee to the Audit and NGMR committees.

Matthias Vogt (43)
Group financial director

Matthias was appointed to the Afrox Board on 1 August 2017 and assumed the role of Group Financial Director.

Matthias attended University of Oxford SAID Business School and is a graduate in business and administration (audit, tax and controlling) from the Rosenheim University of Applied Sciences as Dipl.-Betriebswirt (FH).

He joined The Linde Group, Afrox's holding company, in early 2007 as senior corporate controller for region Europe and Africa, where he assisted with the development of The Linde Group's controlling and reporting to meet the needs of the executive board and capital markets. Since 2010, he has held a number of senior positions with The Linde Group including head of The Linde Group's outsourced global shared services before joining Afrox in 2015 as General Manager Finance. During this time Matthias gained broad experience in transforming organisations and business processes. Furthermore, he has a strong finance and commercial background and understands the needs of dynamic and changing business environments. Prior to joining The Linde Group he held a number of finance management positions within Siemens AG for almost six years.

Matthias is a invitee to the Audit Committee.

Leadership supplementary report /// 2018 continued

Executive management

Executive management



Schalk Venter
Managing director

Refer to executive directors for details



Matthias Vogt
Group financial director

Refer to executive directors for details



Jan Ntuli
Head of operations and head of onsites

Jan has been with Afrox since August 2011 and has held various management positions in the business. He joined Afrox as Welding Consumables Factory Manager and moved to the position of IBP Implementation Manager before becoming the Head of HPO, and later the Head of National Customer Service Centre. He holds a BA in Mechanical Engineering from Vaal University and an MDP from Manchester University.



Dillan Fernando
Head of sales and marketing

Dillan re-joined Afrox on 13 November 2017 from another tier 1 industrial gases company, where he was vice-president based in Dallas, Texas, in the US since 2012. He was previously with Afrox between 2004 and 2006 before transferring to The Linde Group in Germany. Dillan brings a wealth of experience in managing diverse global businesses and portfolios. He holds a degree in mechanical engineering – polymer from the University of North London. He is also a graduate of the Southern Methodist University’s Certificate in Leadership in global leadership and completed the graduate finance certificate programme in international finance from the same institution.



Joseph Ramashala
Head of healthcare

Joseph has been with Afrox for 11 years and has held various management roles in sales during this time. Prior to taking on his current role, Joseph held the position of National Accounts Manager Bulk CO2. He joined Afrox in 2008 after spending over 10 years in the FMCG industry. Joseph holds a BCom Law degree from the University of KwaZulu-Natal and a BCom honours degree in Business Management from UNISA. He also obtained an MDP certificate from UNISA.

Leadership supplementary report /// 2018 continued

Corporate function heads



Johann Cilliers
Head of communications

Johann was appointed as Afrox Retail Business Manager in June 2003 and promoted to Head of Communications in 2007. Prior to joining Afrox, Johann was senior business consultant with Affinity Logic, prior to which he had gained valuable business experience at Massmart, where he held a senior buyer position. He holds an MBA from The Open University in the UK.



Makhula Magaoga
Head of procurement

Makhula has been with Afrox for six years and has held various procurement positions in the business. Prior to taking on his current role as Head of Procurement in September 2015, he was Procurement Regional Commodity Manager responsible for transport, plant maintenance and customer engineering services (CES). He holds a BTech from DUT and an MBA from Unisa.



Sanjay Misra
Head of programme management office

Sanjay joined Afrox in August 2008 and has held a number of positions in the business, including Industrial Engineering Manager, Process Improvement Specialist, Supply Chain Manager Exports and, most recently, Transformation Manager. Prior to joining Afrox, Sanjay held senior positions at the Corruseal Group and Uniross Batteries. He holds a BTech degree in Industrial Engineering and has more than 20 years of industry experience.



Stephen Moran
Head of SHEQ

Stephen joined Afrox in July 2012 from BOC Gases in Ireland and the UK, where he was a member of the senior SHEQ leadership team with experience in safety system auditing and sharing best practice across other European countries. Stephen has over 30 years of experience in the chemical industry, including 20 years in gases. He has a diploma in applied science and an honours degree in chemistry with chartered status from the Institute of Technology in Dublin



Sandy Morris
Head of Information Systems

Sandy Morris was appointed to the Executive Committee in 2016, leading the Regional Information Services Team for Africa. Her role extends to Head of Service Management for Africa, UK and Ireland. Since 1999, Sandy has provided IT services to the Afrox Group of companies including Afrox Healthcare and subsidiaries in the Hard Goods and welding market, leading to a permanent association in 2010. Sandy was instrumental in leading the drive to standardise the Africa IT landscape, driving a comprehensive convergence strategy that facilitates best practice and centralised management. Sandy has more than 20 years of IT experience across multiple Information Services disciplines in sub Saharan Africa with a clearly defined focus on governance.



Ashley Soupen
Head of human resources

Ashley rejoined Afrox in October 2013 from Sidra in Qatar, where he was the chief human resources (HR) officer and, before that, HR director for various Honeywell regions. He was previously with Afrox between 1987 and 2005 in various HR roles, including Strategic HR Business Partner for Africa. Ashley has a BCom in industrial psychology, business management and advanced labour law from Unisa. He also attended the certificate programme in industrial relations at Wits and MDP at UCT.



Cheryl Singh

Head of Legal, Risk and Compliance, and
Company Secretary

Cheryl Singh has been Afrox's Company Secretary since January 2014.

Prior to joining Afrox in December 2013, Cheryl was the group company secretary and legal counsel at ArcelorMittal and Pebble Bed Modular Reactor. She held governance and company secretarial roles at Absa and has been a member of the Corporate Governance Network (CGN) at the Institute of Directors in Southern Africa since 2009. She holds a BProc LLB from the University of KwaZulu-Natal and an MBA from the Gordon Institute of Business Science.

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