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## 1. DIRECTORS' DISCLOSURE

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### 1. Nick Clarke

- a) Full names: Nicholas Russell Clarke
- b) Occupation and/or function, including whether in an executive or non-executive capacity, for example; non-executive chairman, executive chairman, chief executive officer, managing director, financial director, other relevant executive and non-executive director functions/status and the executive functions of all managers specified: **Non- Executive Director**
- c) Business address: TMF Building, 2 Conference Lane, Bridgewater One, Block 1, Bridgeway Precinct, Century City, 7446
- d) Nationality: South African
- e) Brief CV, including a list of all other companies of which such person is a director:



### Nicholas Clarke, ACCA

Nicholas is a resilient and resourceful individual, with adaptive problem-solving abilities. Nicholas is a firm believer in efficiency and strategy, with a sharp eye for building operational models to enhance service delivery and user experience. With an enthusiastic attitude towards collaborating with people, he enjoys engaging with staff members and clients alike. A truthful, straightforward, and clear communicator.

### Career history

Managing Director	: TMF South Africa	Current
Head of Capital Market Services for Middle East & Africa	: TMF South Africa	2020 – 2022
Manager of Capital Market Services	: TMF South Africa	2017 – 2020
Senior Accountant	: TMF South Africa	2015 – 2017
Audit Supervisor	: Nolands Inc	2015 – 2015

## Education

- 2019 **ACCA**  
*ACCA Global (Association of Chartered Certified Accountants)*
- 2011 **B Com (Financial Accounting)**  
*University of Stellenbosch*

## Skills

- Financial Management
- Risk Management
- Strategic Management
- People Management
- Change Management
- Internal Controls
- IT and Infrastructure
- Project Management
- Contract Management
- Operations Management
- Business and Development

## Experience overview

Nicholas joined TMF in 2015 as the Senior Accountant in the Global Business Services (GBS) department of TMF South Africa, assisting the Head of GBS with the transition of several international and local clients to the new GBS department.

In 2017, Nicholas was promoted to Capital Markets Services (“CMS”) Manager, servicing a portfolio of more than 250 SPVs as well as other capital market type products. He helped reshape the division’s service delivery excellence and grow client relationships at multiple levels. During his tenure, Nick also took on the task of developing the fund and loan administration business for TMF South Africa, helping grow the service line in both resource and revenue.

In 2020 his mandate was extended to look after the full Global Entity Management business for South Africa, which had him managing a total of four service lines. This was shortly followed by a promotion to a regional role as Head of Capital Markets for Middle East and Africa, with a focus to help replicate current business into the greater Africa, among other strategies.

Having successfully navigated, and in some cases, managed all service lines within TMF, Nicholas was a natural successor to managing director for the country and was appointed as such in 2022.

Nick currently represents TMF on various client boards as an appointed independent, and chairman on these board.

### Active Directorships

Enterprise Number	Enterprise Name	Enterprise Type	CAPACITY
K2011118165	POTPALE INVESTMENTS (RF)	Private Company	Director
K2012030043	TORQUE SECURITISATION (RF)	Public Company	Director
K2012138535	OPICONSIVIA INVESTMENTS 266 (RF)	Private Company	Director
K2013047287	K2013047287 (South Africa) (RF)	Private Company	Director
K2013084885	BLUE DIAMOND X INVESTMENTS (RF)	Public Company	Director
K2013211998	IMPUMELELO CP NOTE PROGRAMME 1 (RF)	Public Company	Non executive Director
K2014120089	GREENHOUSE FUNDING 4 (RF)	Public Company	Alt Director
K2014136028	BAYPORT TUTARI (RF)	Private Company	Director

K2014136030	WEST ROAD SOUTH NO 3 (RF)	Public Company	Alt Director
K2014147816	WEST ROAD SOUTH NO 4 (RF)	Private Company	Director
K2014209982	MOBIFLOW (RF)	Private Company	Director
K2015042866	FIRSTRAND MORTGAGE COMPANY (RF)	Private Company	Director
K2015042887	FAST ISSUER SPV (RF)	Public Company	Director
K2015047670	HARCOURT STREET 1 (RF)	Public Company	Director
K2015393725	SPARTAN HOUSE 2018 (RF)	Public Company	Director
K2015397182	FOX STREET 5 (RF)	Public Company	Director
K2016041986	UMUZI FINANCE (RF)	Public Company	Director
K2016117311	TRANSSEC 6(RF)	Public Company	Director
K2016138581	VELOCITY FINANCE (RF)	Public Company	Alt Director
K2018563485	TUHF URBAN FINANCE (RF)	Public Company	Director
K2020125841	TMF SA BEE	Non Profit Company	Director
K2020860532	CAPITAL HARVEST MORTGAGE SPV (RF)	Private Company	Director
K2020868249	CAPITAL HARVEST WAREHOUSE SPV (RF)	Private Company	Director
K2020886422	TRANSSEC 5 (RF)	Public Company	Director
K2021155796	VELOCITY PROGRAMME (RF)	Public Company	Director
K2021801641	AGRI HARVEST INVESTMENTS (RF)	Public Company	Director
K2021867674	CAPITAL HARVEST FINANCE (RF)	Public Company	Director
K2022607480	OBARO SPV (RF)	Public Company	Director
K2022767242	ORA PREF ISSUER ONE (RF)	Private Company	Director
K2022837687	P42 FINCO (RF)	Private Company	Director
K2023251866	EXEO FINANCE 02 (RF)	Public Company	Director
K2023265968	CASH CONNECT COLLATERAL COMPANY (RF)	Private Company	Director
K2023578303	CVC ADVISERS (SOUTH AFRICA)	Private Company	Director
K2023603098	ORA PREF ISSUER TWO (RF)	Private Company	Director
K2023723467	ORA PREF ISSUER THREE (RF)	Private Company	Director

K2023745244	EXEO FINANCE (RF)	Private Company	Director
K2024191746	OBARO AGRIFIN SPV (RF)	Private Company	Director
M2001000248	BLUE TITANIUM CONDUIT (RF)	Public Company	Director
M2005038272	BLUE DIAMOND INVESTMENTS NO 1 (RF)	Public Company	Director
M2005038687	BLUE DIAMOND INVESTMENTS NO 3 (RF)	Public Company	Director
M2006012564	INKOTHA INVESTMENTS (RF)	Public Company	Director
M2006013631	TMF CORPORATE SERVICES (SOUTH AFRICA)	Private Company	Director
M2006021576	SB GUARANTEE COMPANY (RF)	Private Company	Director
M2006031853	GREENHOUSE FUNDING (RF)	Public Company	Alt Director
M2007033844	AB FINCO 1(RF)	Public Company	non executive Director
M2008003346	INGUZA INVESTMENTS (RF)	Public Company	Director
M2008003557	BAYPORT SECURITISATION (RF)	Public Company	Director
M2009008765	MONTSERRAT	Private Company	Director
M2011000895	SUPERDRIVE INVESTMENTS (RF)	Public Company	Director
M2011002340	VELOCITY TRADE CAPITAL	Private Company	Director
M2011010407	NEWSHELF 1275 (RF)	Private Company	Director
K2018099594	DMC EVOLUTION (RF)	Private Company	Director
K2018268776	TRANSSEC 4 (RF)	Public Company	Director
K2018631811	TRANSFLOW (RF)	Private Company	Director
K2020172692	BOWWOOD AND MAIN NO 319 (RF)	Private Company	Director
K2021662982	RICHEFOND CIRCLE (RF)	Public Company	Director

- a) Details of any bankruptcies, insolvencies or individual voluntary compromise arrangements of such person: **Not Applicable**
- b) Details of any business rescue plans and/or resolution proposed by any entity to commence business rescue proceedings, application having been made for any entity to begin business rescue proceedings, notices having been delivered in terms of section 129(7) of the act, receiverships, compulsory liquidations, creditors' voluntary liquidations, administrations,

company voluntary arrangements or any compromise or arrangement with creditors generally or any class of creditors of any company; where such person is or was a director, with an executive function within such company at the time of, or within the 12 months preceding, any such event(s): **Not Applicable**

- c) Details of any compulsory liquidations, administrations or partnership voluntary arrangements of any partnerships where such person is or was a partner at the time of or within the 12 months preceding such event(s): **Not Applicable**
- d) Details of receiverships of any asset(s) of such person or of a partnership of which the person is or was a partner at the time of, or within the 12 months preceding, such event: **Not Applicable**
- e) Details of any public criticisms of such person by statutory or regulatory authorities, including recognised professional bodies, and whether such person has ever been disqualified by a court from acting as a director of a company or from acting in the management or conduct of the affairs of any company: **None**
- f) Details of any offence involving dishonesty committed by such person: **None**
- g) Details of any convictions of any offence resulting in dishonesty, fraud, theft, forgery, perjury, misrepresentation or embezzlement: **None**
- h) Details of such person ever being barred from entry into any profession or occupation: **None**
- i) Details of any convictions in any jurisdiction of any criminal offence, or an offence under legislation relating to the Companies Act. (All such convictions must be disclosed even though they may now be "spent convictions"): **None**
- j) Details regarding such person's removal from an office of trust, on the grounds of misconduct and involving dishonesty: **None**
- k) Details of any court order declaring such person delinquent or placing him / her under probation in terms of section 162 of the act and/or section 47 of the close corporations act, 1984 (act no. 69 of 1984) or disqualifying him / her to act as a director in terms of section 219 of the companies act, 1973 (act no. 61 of 1973): **None**