

Directors Declaration of Interests

Declaration of Interests for Directors and Company Officers

Name of Director

Declaration Date

Howard Rybko

2/13/2023

I, the undersigned, have an interest in the entities below, either directly or indirectly via a related person.

Name of Entity

Nature of Interest

Self or via a Related Person

Company, close corporation, trust, sole proprietor etc. with registration number and nationality of company

Shareholder, director, office bearer, member, employee, trustee, beneficiary, consultant, retainer etc. With % interest where applicable.

If via a related person, please indicate the relationship to you

Click + sign below to add more rows if you have more than one entity to declare

Name of Entity	Nature of Interest	Relationship
General Motors	Shareholder	None
Tesla	Shareholder	None
Syncrony Digital	Director	Equity

I declare that:

1. The nature and extent of my interests in the above entities are as stated.
2. I have no other interests to disclose at this time.
3. I undertake to advise the board of directors of any changes hereto if any changes arise.
4. This disclosure does not absolve me from the need to declare any personal financial interests in respect of a matter to be considered at a meeting of the board, or if I know that a person who is related to me has a personal financial interest in such a matter.
5. I acknowledge my statutory and common law duties and responsibilities to advise the board of any interests (whether or not disclosed herein) which presents a conflict of interests in relation to my board member duties.

Notes:

1. Interests to be disclosed in terms of the Companies Act are direct personal financial interests i.e., material interests of a financial, monetary, or economic nature, excluding interests in unit trusts/collective investment schemes unless the director concerned has direct control over the investment decisions of the scheme.
2. Bear in mind that under the common law, you must disclose any interest (whether financial or not) which presents or could present a conflict of interests between yourself and the board.
3. Board members have a duty to exercise their powers and functions in good faith and in the best interests of the company. Conflicts of interest may arise where an individual's personal or family interests and/or loyalties conflict with those of the company.
4. Also, where a director is in a position to derive personal benefit from actions or decisions taken in his/her official capacity as a board member. In such situations, the director is unable to be completely independent when making a decision involving the matter. It is an accepted principle in South African law that as a result of the trust placed in a director he/she must put the interests of the company before his/her own personal interests. For this reason, the Companies Act states that a board member may not use his/her position as director, or any information obtained while acting as a director, to gain an advantage for him/herself or for another person (other than the company itself) or to knowingly cause harm to the company. A board member must also communicate to the board at the earliest practicable opportunity any relevant information which comes to his/her attention, not only information relating to personal financial interests.
5. If you have a conflict of interest in relation to a matter on the agenda at a board meeting, you must disclose this and recuse yourself from the meeting when the board considers the matter.

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Signature

