

TRUWORTHS

NOTICE OF 62ND ANNUAL GENERAL MEETING

Notice is hereby given that the Sixty Second Annual General Meeting of Shareholders of Truworths Limited will be held in the Boardroom, Truworths Limited, Prospect Park, Stand 808, Seke Road, Harare on Thursday November 28 2019 at 9.00am to transact the following business:

ORDINARY BUSINESS

1. To approve the minutes of the Annual General Meeting held on December 06 2018.
2. To receive, approve and adopt the financial statements and reports of the Directors and Auditors for the year ended July 07 2019.
3. **Directorate**
 - 3.1 To note the retirement of Mr C.P.M. Peech as Chairman of the Board of Directors of the Company and Non-Executive Director with effect from the end of the Annual General Meeting on November 28 2019.
 - 3.2 To elect Mr Anthony Bernard Miek, who having been appointed by the Directors on 15 February 2019, and being eligible, has offered himself for election upon retiring at the forthcoming Annual General Meeting in terms of the Articles of Association of the Company.

Mr Anthony B. Miek is the Truworths International Divisional Director in charge of Real Estate and Store Design. He has been with Truworths International since 2005. He is Chairman of Truworths Sustainability Committee. He holds a Postgraduate Diploma in Accounting.
 - 3.3 To elect Mrs Fatima Khalil Khan, who having been appointed by the Directors on 25 September 2019, and being eligible, has offered herself for election upon retiring at the forthcoming Annual General Meeting in terms of the Articles of Association of the Company.

Mrs Fatima K. Khan is a Partner at Laurus Advisory Consultants. She qualified as a Chartered Accountant (Zimbabwe) in 1982 and was admitted into Partnership at Ernst & Young Chartered Accountants in 1988 where she retired in June 2016.
4. To consider, and if deemed fit, to approve the Directors' remuneration for the past financial year.
5. To consider, and if deemed fit, to approve the Auditors' remuneration for the past audit.
6. To consider and if deemed fit, to re-appoint Ernst & Young as Auditors for the ensuing year until conclusion of the next Annual General Meeting.

ANY OTHER BUSINESS

To transact any other business competent to be dealt with at an Annual General Meeting.

APPOINTMENT OF PROXIES

A member entitled to attend and vote at the meeting may appoint one or more proxies to attend, vote and speak in his or her stead. The proxy need not be a member of the Company.

If a proxy form is used, it must be lodged at or posted and must be received not later than 48 hours before the meeting to the office of the company's transfer secretaries;

Corpserve (Private) Limited

2nd Floor ZB Centre
Cnr Kwame Nkrumah Avenue/First Street
P.O. Box 2208
Harare
Zimbabwe

By Order of the Board



B M CHIBANDA
SECRETARY
September 25 2019

Registered Office

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Prospect Park
Hatfield
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Harare
Tel: +263 24 2576441/9, 2576465
Email: truworths@truworths.co.zw
Website: www.truworths.co.zw

Transfer Secretaries

Corpserve (Private) Limited
2nd Floor ZB Centre
Cnr Kwame Nkrumah Avenue/First Street
P.O. Box 2208
Harare
Tel: 263 24 2758193, 2750711/2
Fax: 263 24 2752629
Email: corpserve@corpserve.co.zw

Directors: C. P. M. Peech (Chairman), B. Ndebele (CEO), F.K. Khan, L. Mabhiza,
M. P. Mahlangu, W. Matsaira, A. B. Miek, S. M. Takaendisa.