

**NOTICE IS HEREBY GIVEN THAT** the Nineteenth Annual General Meeting of the Shareholders of OK Zimbabwe Limited will be held on Thursday 30 July 2020 at 1500 hours.

Taking into account health and safety considerations in light of the COVID-19 pandemic, Shareholders will attend the meeting virtually and will be provided with an electronic link to the meeting by the Company Secretary who is reachable on email address [mmunyuru@okzim.co.zw](mailto:mmunyuru@okzim.co.zw).

## AGENDA

### 1. SPECIAL RESOLUTION

#### 1.1 Resolution on Holding of Shareholder Meetings Electronically

To approve the holding of the Annual General Meetings and other Shareholder Meetings by virtual / electronic means, in terms of section 170(10)(b), Companies And Other Business Entities Act [Chapter 24:31].

### 2. ORDINARY BUSINESS

#### 2.1 Consolidated Financial Statements and Reports

To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31 March 2020, together with the Report of the Directors and Auditors thereon.

#### 2.2 Dividend

To confirm the payment of a final dividend of 9 ZWL cents per share following an interim dividend of 4 ZWL cents giving a total dividend of 13 ZWL cents per share for the year ended 31 March 2020.

#### 2.3 Directorate

2.3.1 To confirm the appointment of Mr. Bruce Armstrong Carter to the Board of Directors with effect from 1 July 2019. In terms of Article 107 of the Articles of Association of the Company, Mr. Carter is required to retire from the Board at his first Annual General Meeting. Being eligible, he offers himself for re-election.

2.3.2 To confirm the appointment of Mr. Tawanda Lloyd Gumbo and Mrs. Keresia Mtemererwa to the Board of Directors with effect from 1 June 2020. In terms of Article 107 of the Articles of Association of the Company, Mr. Gumbo and Mrs. Mtemererwa are required to retire from the Board at their first Annual General Meeting. Being eligible, they offer themselves for re-election.

2.3.3 In terms of the Company's Articles of Association, Messrs. Herbert Nkala and Andrew Stuart McLeod are scheduled to retire by rotation at the conclusion of the meeting. Being eligible, they offer themselves for re-election.

**NOTE: Each Director will be appointed through a separate resolution.**

#### 2.4 Directors' Fees

2.4.1 To approve the fees paid to the Directors during the financial year ended 31 March 2020.

#### 2.5 Auditors' Fees and Appointment of Auditors

2.5.1 To approve the auditors' fees for the past financial year.

2.5.2 To re-appoint Messrs. Deloitte & Touche Chartered Accountants (Zimbabwe) as Auditors of the Company for the ensuing year. Deloitte & Touche have carried out the audit of the Company for more than five years.

#### 2.6 To transact all such other business as may be transacted at an Annual General Meeting.

## BY ORDER OF THE BOARD



Margaret Munyuru (Mrs.)  
Group Company Secretary  
9 July 2020

**NOTE 1:** In terms of the **Companies and Other Business Entities Act [Chapter 24:31]**, a member of the Company is entitled to appoint one or more proxies to attend, vote and speak in his or her stead. A proxy need not be a member of the Company. Proxy forms must be deposited by electronic mail to [mmunyuru@okzim.co.zw](mailto:mmunyuru@okzim.co.zw) and [cgoredema@okzim.co.zw](mailto:cgoredema@okzim.co.zw) at the registered office of the Company not less than forty-eight (48) hours before the time appointed for holding the meeting.

## NOTE 2: ELECTRONIC ANNUAL REPORT

The Company's 2020 Annual Report is now available on the Company's website <http://www.okziminvestor.com/>. Electronic copies of the Annual Report have also been emailed to those shareholders whose e-mail addresses are on record.