



**RIO  
ZIM**

RioZim Limited

# RIOZIM LIMITED

## NOTICE OF ANNUAL GENERAL MEETING

(Incorporated in Zimbabwe on 29 August 1956 under registration number 607/56)

**Head Office:** RioZim Limited

1 Kenilworth Road, Highlands, Harare. P O Box CY 1243, Causeway, or P O Box HG 900 Highlands, Harare, Zimbabwe  
Telephone 746141/9, 776085/91, 746089/95.

Annual General Meeting Virtual Link: <https://escrowagm.com/eagmZim/Login.aspx>

Notice is hereby given that the 65th Annual General Meeting of members will be held virtually on Friday, 4 June 2021 at 10.30 hours for the purpose of transacting the following business: -

### A. ORDINARY BUSINESS

#### 1. Financial Statements

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

#### 2. Directorate

To re-elect directors by individual resolutions in terms of section 201 of the Companies and Other Business Entities Act [Chapter 24:31].

- a) Mr S R Beebeejaun retires by rotation in terms of Article 95 and 96 of the Company's Articles of Association and being eligible offers himself for re-election.
- b) Mr G K Jain retires by rotation in terms of Article 95 and 96 of the Company's Articles of Association and being eligible offers himself for re-election.

#### 3. Directors Remuneration

To approve the remuneration of the Directors for the year ended 31 December 2020.

(NOTE: In terms of Section 3 of Practice Note 4 issued by the ZSE on the 17th of January 2020, the Director's Remuneration Report shall be available for inspection by members at the registered office of the Company.)

#### 4. Auditors Fees and Appointments

- a) To approve the remuneration of the Auditors for the financial year ended 31 December 2020.
- b) To appoint auditors for the ensuing year until the conclusion of the next Annual General Meeting. Ernst & Young Chartered Accountants (Zimbabwe) retire and being eligible, offer themselves for re-election as auditors of the Company.  
(NOTE: In terms of Section 69(6) of SI 134 of 2019 Securities and Exchange (Zimbabwe Stock Exchange Listing Requirements) Rules, 2019, companies must change their audit partners every five years and their audit firm every ten years. Messrs. Ernst & Young have been auditing RioZim Limited for the past 9 years and as such are compliant with laws and regulations.)

### B. SPECIAL BUSINESS

#### 1. Placing 5% of authorised unissued shares under the control of the Directors

To consider, and if deemed fit, pass with or without modification the following ordinary resolution: -

"THAT up to 5% of the authorised unissued ordinary shares of the Company be placed under the control of Directors, until the next Annual General Meeting, to be issued, subject to the requirement of the Company's Memorandum and Articles of Association and the Zimbabwe Stock Exchange Listing Requirements."

### C. ANY OTHER BUSINESS

1. To transact any other business as may be transacted at an Annual General Meeting.

### D. APPOINTMENT OF PROXY:

- i) In terms of the Companies and Other Business Entities Act [Chapter 24:31], a member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote on his behalf. A proxy need not be a member of the Company.
- ii) Proxy forms must be deposited at the registered office of the Company or at the office of the Transfer Secretaries (Corpserve Registrars (Private) Limited, Second Floor, ZB Centre, Corner First Street and Kwame Nkrumah Avenue, Harare) not less than 48 (forty-eight) hours before the time appointed for the holding of the meeting.

#### Note:

- a) Members may request a copy of the 2020 Annual Report from the registered office of the Company or from the office of the Transfer Secretaries. The 2020 Annual Report is also available for download from the Company's website [www.riozim.co.zw](http://www.riozim.co.zw).

By order of the Board

RioZim Management Services (Private) Limited (Secretaries)

Per T A Chiurayi

11 May 2021

**Directors:** S R Beebeejaun (Chairman), C Dengu (Deputy Chairman), \*M M Shah (Chief Executive Officer),  
G K Jain, M T Sachak, I M Sharma, \*R Swami - Executive\*