



## NOTICE TO ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Seventy Second Annual General Meeting of Shareholders will be held at Zimplow Holdings Limited Head Office 36 Birmingham Road, Southerton, Harare at 1000hrs on 21 July 2022 to consider the following:

### As Ordinary Resolutions

1. To approve the minutes of the Annual General Meeting held on 10 June 2021.
2. To receive and adopt the Audited financial statements for the year ended 31 December 2021, together with the report of the Director's and Auditors.
3. To re-elect Mr. Kalpesh Patel, who retires by rotation in terms of the Articles of Association of the Company, and being eligible, offers himself for re-election.
4. To re-elect Mr. Vimbayi Nyakudya, who retires by rotation in terms of the Articles of Association of the Company, and being eligible, offers himself for re-election.
5. To approve the remuneration of Directors for the year ended 31 December 2021.
6. To fix the Auditors' remuneration for the year ended 31 December 2021.
7. To re-appoint Messrs, Ernst and Young Chartered Accountants (Zimbabwe) as Auditors of the Company until the conclusion of the next Annual General Meeting. Ernst and Young has served the Company for the past 9 years.

### By order of the Board

SHARON MANANGAZIRA (MRS)  
COMPANY SECRETARY

16 June 2022

Zimplow Holdings Limited  
Head Office  
36 Birmingham Road,  
Southerton,  
Harare

### Notes:

#### 1. Voting eligibility

- a) On a show of hands, every Shareholder who (being an individual) is present in person or by proxy at the AGM or which (being a Company or body corporate) is represented there at by a representative appointed as proxy, shall have one vote (irrespective of the number of shares held), and on a poll, every Shareholder who (being an individual) is present in person or by proxy at the general meeting or which (being a Company or body corporate) is represented by proxy at the general meeting, shall have one vote for every Zimplow Holdings Limited share of which it is the holder.

#### 2. Appointment of Proxies

- a) In terms of Section 129 (3) of the Companies and Other Business Entities Act (Chapter 24:03), members entitled to attend the above meeting may appoint one or more proxies, to act in the alternative, to attend, speak and vote on their behalf, including voting on a poll. A proxy need not to be a member of the Company.
- b) Shareholders in the form of a corporate body must provide documentary evidence establishing the authority of a person signing the form of Proxy in a representative capacity, unless previously recorded by the Company's transfer secretaries or waived by the chairperson of the AGM. This authority must take the form of a resolution of the Corporate body.
- c) Shareholders in the form of a corporate body must provide documentary evidence establishing the authority of a person signing the form of Proxy in a representative capacity, unless previously recorded by the Company's transfer secretaries or waived by the chairperson of the AGM. This authority must take the form of a resolution of the body.
- d) Completion of a form of proxy does not preclude a person from subsequently attending the AGM and voting in person.