



# ANNUAL GENERAL MEETING NOTICE

## AGM Notice to Shareholders

Notice is hereby given that the twenty-eighth Annual General Meeting (AGM) of Dairibord Holdings Limited will be held virtually at <https://escrowagm.com/eagmZim/Login.aspx> on 13 July 2023 at 11:00 hours for the purpose of transacting the following business:

### Ordinary Business

1. To receive, consider and adopt the audited Financial Statements for the year ended 31 December 2022 together with reports of the Directors and Auditors thereon. The full annual report will be available on the company website, [www.dairibord.com](http://www.dairibord.com)
2. **Election of Directors:**  
In terms of the Articles of Association of the company:
  - 2.1. Mr. C.R.J Hawgood retires by rotation and being eligible, offers himself for re-election.

Christopher holds a BSc Hons in Agricultural Management from the University of Natal. He is the Chairman of National Dairy Cooperative and Chairman of Tavistock Estates (Pvt) Ltd.

- 2.2. Mr. K.K Naik retires by rotation and being eligible, offers himself for re-election.

Ketan holds an Msc in Real Estate Investment from CASS Business School and BSc in Management Sciences from Warwick Business School. He is the Chief Executive Officer of Rank Zimbabwe.

- 2.3. Mr. B Henderson who was appointed non-executive director of the company with effect from 1 August 2022 retires, and being eligible, offers himself for re-election.

A Chartered Accountant by profession, Bruce is a non-executive director of Electrosales-Powerspeed, Tanganda and Truworths.

- 2.4. To note the retirement of long-serving Group Chief Executive Officer, Mr Antony Mandiwanza, from the company and board effective 30 September 2022. I would like to take this opportunity to thank Antony for his invaluable service to the company and wish him well in his retirement.

3. To approve the remuneration and emoluments of directors for the year ended 31 December 2022.

### 4. External Auditors

- 4.1. To approve the remuneration of the auditors for the past year.
- 4.2. To re-appoint Deloitte & Touche as the auditors of the company until the conclusion of the next Annual General Meeting. Deloitte has been the company's auditor for the past 2 years.

5. To note the final dividend of ZWL 358,000,858.00 declared from 2022 profits and paid on 31 May 2023.

### 6. Any Other Business

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

### Notes

1. In terms of the Companies and Other Business Entities Act (Chapter 24:31) a member entitled to attend and vote at a meeting is entitled to appoint a proxy to attend and vote on a poll and speak in his stead. A proxy need not be a member of the company.

In terms of the Company's Articles of Association, instruments of proxy must be lodged at the registered office of the company at least forty-eight hours before the time appointed for holding the meeting.

2. Members are requested to advise the Transfer Secretaries in writing of any changes of email address, postal address and banking details.

### 3. Meeting Details:

Members are hereby advised to update their records with the Transfer Secretaries; Corpserve (Private) Limited, 4th Floor, ZB Centre, Cnr 1st Street and Kwame Nkrumah Avenue, Harare. You can also use their dedicated Corpserve helpline on +263 242 750711, +263 772 289 768 or +263 779 145 849 for assistance with the online AGM processes.

### By Order of the Board

**M. Karimupfumbi**  
**Acting Company Secretary**  
**22 June 2023**