

Hippo Valley Estates Limited

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Sixty-Seventh (67th) Annual General Meeting (AGM) of members of Hippo Valley Estates Limited will be held at The Country Club, 1 Brompton Road, Newlands, Harare, at 9am on Friday, 29 September 2023, to conduct the following business:

ORDINARY BUSINESS

1 Financial Statements and Reports

To receive and adopt the financial statements of the Company for the year ended 31 March 2023, together with Report of the Directors and Auditors thereon;

2 Dividend

To approve the interim dividend of US\$0.003 per share for the year ended 31 March 2023.

3 Directorate

- 3.1** To note the resignation of Messrs Robin Goetzsche and John Gavin Hudson with effect from 3 November 2022 and 1 March 2023, respectively.
- 3.2** To re-elect Messrs Rosian Tendai Masawi, Tapera Masarakufa, Canaan Farirai Dube and Robert David Aitken who retire by rotation in terms of article 100 of the Articles of Association, and who, being eligible, offer themselves for re-election. Motions for re-election will be moved individually;
- 3.3** To elect Messrs Daniel Leseja Marokane, Tafadzwa Chigumbu and Pfungwa Gore Serima as Directors who, having been appointed effective 20 March 2023 and 1 July 2023 respectively, are required to retire in terms of article 107 of the Articles of Association and, being eligible, offer themselves for re-election. Motions for re-election will be moved individually;

4 Directors' Remuneration

To approve Directors' fees for the period 1 April 2023 to 31 March 2024, being board fees of US\$3 087 for Non-Executive Directors and US\$6 174 for the Chairman, per quarter, with 60% paid as a retainer and 40% as an attendance fee. Further the approval Board Committee fees payable to Non-Executive Directors at US\$1 543 and US\$3 087 for the Chairman, per quarter, with 60% paid as a retainer and 40% as an attendance fee.

5 Auditors

- 5.1** To fix the remuneration of the Auditors, Ernst and Young for the past year.
- 5.2** To appoint Ernst and Young as Auditors of the Company, who have been the Company's Auditors for the past two (2) financial years, to hold office from the conclusion of the Sixty Seventh Annual General Meeting, until conclusion of the next Annual General Meeting.

By Order of the Board



P Kadembo
Company Secretary
30 August 2023

Registered Office:
Hippo Valley Estates
P O Box 1
Chiredzi
Telephone : +263 231 231 5151/6
Email: hvecompanysecretary@tongaat.com

Transfer Secretaries:
First Transfer Secretaries
1 Armagh Road
Eastlea
P O Box 11 Harare
Email: zmazhandu@fts-net.com

NOTES

1. A member entitled to attend, speak and vote at the meeting may appoint a proxy or proxies to attend, speak and vote at the Annual General Meeting in such member's stead. A proxy need not be a member of the Company.
2. A proxy form should be lodged, duly completed, at the registered office of the Company or at the office of the Transfer Secretaries not less than 48 hours before the start of the Annual General Meeting.
3. Shareholders are to contact the Transfer Secretaries on email info@fts-net.com should they wish to update their contact details or require some assistance with regard to the conduct of the meeting.