



# AGM NOTICE

**NOTICE IS HEREBY GIVEN THAT** the 25th Annual General Meeting (“AGM”) of the shareholders of Rainbow Tourism Group Limited (“the Company”) will be held in the Jacaranda Rooms 2 and 3 at the Rainbow Towers Hotel and Conference Centre, 1 Pennefather Avenue, Samora Machel Avenue West on Monday 24 June 2024 at 1200 Hours.

The AGM shall transact the following business,

## A. CONSTITUTION OF MEETING

1. To table forms of proxy
2. To declare the meeting constituted
3. To confirm Minutes of Previous Annual General Meeting

## B. ORDINARY BUSINESS

### 1. FINANCIAL STATEMENTS AND THE REPORTS OF THE DIRECTORS AND AUDITORS

To receive and adopt the financial statements and the reports of directors and auditors for the year ended 31 December 2023.

### 2. DIRECTORS' FEES

To approve the remuneration and emoluments of the directors for the year ended 31 December 2023 in accordance with section 207(2) of the Companies and Other Business Entities Act.

*(The aggregate directors' emoluments are included in the Annual Report.)*

### 3. DIVIDEND

To confirm payment of a final dividend of 0.071 ZiG cents per share for the year ended 31 December 2023.

### 4. DIRECTORATE

In terms of article 99 of the Company's Articles of Association, Messrs. Cynthia Malaba and Douglas Mavhembu are to retire by rotation and being eligible, offer themselves for re-election.

The re-election resolutions are to be tabled separately for each Director.

## 5. AUDITORS

- 5.1 To fix/approve the remuneration of Messrs. BDO Zimbabwe Chartered Accountants for the past year's audit in accordance with section 191 of the Companies and Other Business Entities Act [Chapter 24:31].
- 5.2 To confirm the re-appointment of BDO Zimbabwe Chartered Accountants as auditors of the Company until the next Annual General Meeting.

## C. ANY OTHER BUSINESS

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

## D. ATTENDANCE, PROXIES AND VOTES

A member of the Company entitled to attend and vote at this meeting is entitled to appoint a proxy to attend, speak and on a poll, vote in his/her stead. A proxy need not be a member of the Company. Proxy forms should be submitted at least 48 hours before the commencement of the meeting.

A Special Resolution is required to be passed by a majority of seventy-five percent of those present and voting (including proxy votes), representing not less than twenty-five percent of the total number of votes in the Company.

Please be advised that the 2022 Annual Report can be accessed on the Company's website: <https://rtgafrika.com/full-year-reports/>. The Annual Report, (which includes the financial statements, Directors' and Auditors' Report as well as other reports) shall be emailed to those shareholders whose email addresses are on record.

By order of the board

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**TAPIWA MARI**  
**COMPANY SECRETARY**