



**Dairibord
Holdings**
More Than Just Milk

AGM Notice to Shareholders

**Nutritious Foods and Beverages for
the Sustenance of Good Health**

Notice is hereby given that the thirtieth (30th) Annual General Meeting (AGM) of Members of Dairibord Holdings Limited will be held virtually at <https://escrowagm.com/eagmZim/Login.aspx> on 22 July 2025 at 12:00 hours, for the purpose of transacting the following business:

Ordinary Business

1. To note and approve the convening of the 30th Annual General Meeting through a virtual platform.
2. To receive, consider and adopt, if appropriate, the audited Financial Statements for the year ended 31 December 2024, together with reports of the Directors and Auditors thereon. The full annual report can be viewed online on the Company website, www.dairibord.com

3. Re-election of Directors:

To re-elect the following Directors by individual resolutions in terms of Section 201 of the Companies and Other Business Entities Act (Chapter 24:31):

- 3.1 To re-elect Mr. N.H.C Chiromo, who retires by rotation in terms of Article 31 of the Company's Articles of Association and being eligible, offers himself for re-election.

A Chartered Accountant by profession, Nobert is a director at Corporate Excellence (Pvt) Limited and a non-executive director of Old Mutual Life Assurance Company, as well as William Bain Holdings.

- 3.2 To re-elect Mr. C.R.J Hawgood, who retires by rotation in terms of Article 31 of the Company's Articles of Association 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.

- 3.3 Mr. C. Mahembe retires by rotation in terms of Article 31 of the Company's Articles of Association and does not offer himself for re-election.

Cleton has been a board member since November 2006.

- 3.4 To note the retirement of Mr. J.H.K Sachikonye from the board in terms of Article 9 of the Company's Articles of Association at the conclusion of the Annual General Meeting.

Josphat has been a board member since July 2009.

- 3.5 Mr. L. Mundira was appointed to the Board during the course of the current year, and being eligible for re-election in terms of Article 38 of the Company's Articles of Association, offers himself for re-election.

Lackson has a Bachelor of Business Studies and Computing Science Degree (University of Zimbabwe) and a Master of Business Leadership (University of South Africa Graduate School of Business Leadership).

He has over 20 years extensive experience in ICT operations in the areas of cybersecurity, risk and control, programme management, digital and analytics, business process automation and digital transformation. He is an ICT executive director at OK Zimbabwe Limited.

- 3.6 Mr. G.R Bera was appointed to the Board during the course of the current year, and being eligible for re-election in terms of Article 38 of the Company's Articles of Association, offers himself for re-election.

Garikai holds a Bachelor of Laws (Honours) [LLB (Hons)] Degree from the University of Zimbabwe. He is a seasoned corporate lawyer with extensive experience in both private practice and the corporate sector. He is a Partner of BeraMasamba.

- 3.7 Mr. S.J Hammond was appointed to the Board during the course of the current year, and being eligible for re-election in terms of Article 38 of the Company's Articles of Association, offers himself for re-election.

A Chartered Accountant by profession, Simon is a director at Old Mutual Investment Group Limited, Tanganda Tea Company Limited, Zimswitch Technologies Limited and Cicada Plantations Limited.

4. To approve the remuneration of directors for the year ended 31 December 2024.

5. External Auditors

- 5.1 To approve Messrs Axcantium's remuneration for the past year.
- 5.2 To appoint Messrs Axcantium as the auditors of the Company until the conclusion of the next Annual General Meeting. Axcantium has been the Company's auditors for the past 1 year.

6. Any Other Business

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

Notes

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/her stead. A proxy need not be a member of the Company.

Proxy forms must be received at the registered office of the Company or be lodged with the Transfer Secretaries, Corpserve Registrars (Pvt) Ltd, 2nd Floor, ZB Centre, Kwame Nkrumah Avenue, P.O Box 2208, Harare, not less than 48 hours before the time appointed for holding the meeting. You can use their telephone number +263 242 751559-61 for assistance with the online Annual General Meeting processes.

By Order of the Board

M. Karimupfumbi
Company Secretary
23 June 2025