



FIDELITY LIFE

ASSURANCE OF ZIMBABWE

Notice Of Annual General Meeting

Notice is hereby given that the 46th Annual General Meeting of the Members of Fidelity Life Assurance of Zimbabwe will be held virtually:

https://teams.microsoft.com/join/19%3ameeting_MTgzYWUyMmEtOWFIYi00MDExLWEwNjMtZjFjZjQ4YmYzNzNi%40thread.v2/0?context=%7b%22Tid%22%3a%22050c1ec0-6f87-4689-97a2-4729bf6b7ca5%22%2c%220id%22%3a%2226692648-8393-48e2-bbf7-bab432bd0cf8%22%7d

On **Monday, 28 July 2025 at 10.00 hours**, for the purpose of transacting the following business:

ORDINARY BUSINESS

1. Financial Statements

To receive, consider and adopt the Financial Statements for the year ended 31 December 2024 together with the Report of the Directors and Auditors thereon.

2. Corporate Governance Statement

To receive, consider and approve the Corporate Governance Statement for the period 1 January 2024 to 31 December 2024.

3. Dividend

To confirm payment of the final dividend for the year ended 31 December 2024 of USD300 000 translating to USD0.002754 per share.
(Confirming that the final dividend was paid out on or about the 20th of June 2025).

4. Directorate

- a) To re-elect Ms. Takudzwa Chitsike who retires by rotation in terms of Article 77 and 78 of the Company's Articles of Association, and being eligible, offers herself for re-election.

(Takudzwa Chitsike is a legal professional with over 20 years of corporate experience. She is well versed in legal advisory, legal drafting, commercial litigation, legal interpretation and property management. She is currently the General Manager of Thomas Meikles Properties in Zimbabwe. She holds a LLM in International Trade Law from Stellenbosch University, South Africa. Ms. Chitsike joined the FLA Board in February 2022 and sits on the Risk and Compliance Committee as well as the Human Resources and Corporate Governance Committee).

- b) To re-elect Mr. Garikai Dhombo who retires by rotation in terms of Article 77 and 78 of the Company's Articles of Association, and being eligible, offers himself for re-election.

(Garikai Dhombo is a seasoned insurance professional with over 35 years' experience in the SADC Region. He has held senior positions for Allianz Group, Santam and Alexander Forbes and is currently the Managing Director of Growth House in South Africa. He holds a Masters in Business Administration (MBA) from the University of Natal, South Africa. Mr. Dhombo joined the FLA Board in September 2017 and sits on the Risk and Compliance Committee and the Investments Committee).

- c) To re-elect Mr. Francis Dzanya who retires by rotation in terms of Article 77 and 78 of the Company's Articles of Association, and being eligible, offers himself for re-election.

(Francis Dzanya is a banking and structured corporate finance expert with over 40 years of experience in the field. He has held senior positions at renowned banks in Zimbabwe and Botswana and is among the founding partners of DBF Capital a sector-agnostic Mauritius based investment holding company which specializes in private equity and advisory services for the SADC Region. He joined the FLA Board in September 2017 and chairs the Risk and Compliance Committee and is a member of the Audit Committee).

5. Directors Remuneration

To approve the remuneration of the Directors amounting to USD133 879.97 for the year ended 31 December 2024.

(In terms of Practice Note 4 issued by the Zimbabwe Stock Exchange on the 17th of January 2020, the FLA Directors Remuneration Report shall be available for inspection at the Company's registered from the date of this Notice until the date of the Annual General Meeting).

6. External Auditor's Fees

To approve the remuneration of the External Auditor, Grant Thornton Zimbabwe, amounting to USD181 369.55 for the year ended 31 December 2024.

7. External Auditor's Appointment

To re-appoint Grant Thornton Zimbabwe as the External Auditor for the Company for the ensuing year until the conclusion of the next Annual General Meeting.

(In terms of the Insurance and Pension Commission of Zimbabwe (IPEC) Guidelines insurers are required to change their audit firm every five years. Grant Thornton Zimbabwe, have been the Company's External Auditor since 2022).

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

By order of the Board

Ruvimbo Chidora
Group Company Secretary
7 July 2025

Notice Of Annual General Meeting



ANNUAL GENERAL MEETING PROXY FORMS

We, being a
member of..... holding
..... shares, hereby appoint
..... of Or failing
him/ of As my / our proxy to vote for me / us and on my / our
behalf at the Annual General Meeting of the Company to be held on 28th of July 2025 at 10:00 hours electronically via Microsoft Teams, and at any
adjournment thereof.

Signed thisday of 2025

Signature of member:

NOTE: 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, vote a poll and speak in his stead. A proxy need not be a member of the Company.

	ORDINARY BUSINESS	Number of Votes		
		FOR	AGAINST	ABSTAIN
1.	To receive, consider and adopt the Financial Statements for the year ended 31 December 2024 together with the Report of the Directors and Auditors thereon.			
2.	To receive, consider and approve the Corporate Governance Statement for the period 1 January 2024 to 31 December 2024.			
3.	To confirm payment of the final dividend for the year ended 31 December 2024 of USD300 000 translating to USD0.002754 per share.			
4(a)	To re-elect Ms. Takudzwa Chitsike who retires by rotation in terms of Article 77 and 78 of the Company's Articles of Association, and being eligible, offers herself for re-election.			
4(b)	To re-elect Mr. Garikai Dhombo who retires by rotation in terms of Article 77 and 78 of the Company's Articles of Association, and being eligible, offers himself for re-election.			
4(c)	To re-elect Mr. Francis Dzanya who retires by rotation in terms of Article 77 and 78 of the Company's Articles of Association, and being eligible, offers himself for re-election.			
5.	To approve the remuneration of the Directors amounting to USD133 879.97 for the year ended 31 December 2024.			
6.	To approve the remuneration of the External Auditor, Grant Thornton Zimbabwe, amounting to USD181 369.55 for the year ended 31 December 2024.			
7.	To re-appoint Grant Thornton Zimbabwe as the External Auditor for the Company for the ensuing year until the conclusion of the next Annual General Meeting.			

NOTES

- (i) Members are encouraged to lodge their questions with the Company Secretary or Transfer Secretaries by Wednesday, 16 July 2025 at 1000hours.
- (ii) 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, vote, poll and speak in his stead. A proxy need not be a member of the Company.
- (iii) Proxy forms must be deposited at the registered office of the Company or at the office of the Transfer Secretaries (ZB Transfer Secretaries (Private) Limited, 21 Natal Road, Avondale, Harare, Zimbabwe) not less than 48 (forty-eight) hours before the time appointed for the holding of the meeting.