

NOTICE TO MEMBERS OF ECONET WIRELESS ZIMBABWE LIMITED

Notice is hereby given that the Twenty-seventh Annual General Meeting of the members of Econet Wireless Zimbabwe Limited will be held on Thursday 28 August 2025 at 10.00am. Shareholders will be asked to connect and attend virtually via the link: <https://econet.escrowagm.com/> for the following purposes:

The AGM shall conduct the following business:

Ordinary Business

To consider and adopt the following resolutions:

1 Financial Statements

To receive and adopt the financial statements for the year ended 28 February 2025 together with the reports of the Directors and auditors thereon.

2 Election of Directors

2.1 In accordance with Article 81 of the Company's Articles of Association, the following Directors retire by rotation at the Company's Annual General Meeting, and being eligible, offer themselves for re-election. Each Director shall be separately elected.

2.1.1 To re-elect Mr M. Gasela as a Director of the Company;

2.1.2 To re-elect Ms T. Moyo as a Director of the Company; and

2.1.3 To re-elect Mr R. Chimanikire as a Director of the Company.

3 Directors' Remuneration

To approve the fees paid to the Directors for the year ended 28 February 2025.

4 Auditors

4.1 To approve the auditors' remuneration for the previous year.

4.2 To consider the re-appointment of BDO Zimbabwe Chartered Accountants as auditors of the Company until the next Annual General Meeting.

(Note The Group has adopted the requirements of the Companies and Other Business Entities Act (Chapter 24:31):

Section 191 (11) and the ZSE Listing Requirements (SI 134/2019): Section 69 (6) from the date of enactment. BDO Zimbabwe Chartered Accountants have been auditors to the Group for a period of 3 years. The Group is in compliance with the relevant laws and regulations).

Special Business

5 Renewal of Share Buy-back Authority

To consider, and if thought fit, to adopt, with or without amendment, the following resolution:

As a Special Resolution: "That the Company, as duly authorized by Article 10 of its Articles of Association, may undertake the purchase of its own ordinary shares in such manner or on such terms as the Directors may from time to time determine, provided that the repurchases are not made at a price greater than 5% above the weighted average of the market value for the securities for the five business days immediately preceding the date of the repurchase and also provided that the maximum number of shares authorized to be acquired, which in aggregate in any one financial year, shall not exceed 10% (ten percent) of the Company's issued ordinary share capital.

That this authority shall expire at the next Annual General Meeting and shall not exceed beyond 15 months from the date of this resolution".

After considering the effect of the maximum repurchase of the shares, the Directors are confident that:

- The Company will be able to pay its debts for a period of 12 months after the date of the Annual General Meeting.
- The assets of the Company will be in excess of liabilities.
- The share capital and reserves of the Company are adequate for a period of 12 months after the date of the notice of the Annual General Meeting.
- The Company will have adequate working capital for a period of 12 months after the date of the notice of the Annual General Meeting.

Note

A member of the Company entitled to attend and vote at this meeting is entitled to appoint a proxy to speak and, on poll, vote in his/her stead.

A proxy need not be a member of the Company.

Proxy forms should be forwarded to reach the office of the Transfer Secretaries or the Group Company Secretary, at least 48 hours before the commencement of the meeting. A copy of the proxy form is available for download on our website: <https://ewzinvestor.com/downloads/>.

By order of the Board



Ms T.A. Ngowe

GROUP COMPANY SECRETARY

7 August 2025

Registered Office:

Econet Park, 2 Old Mutare Road, Msasa, Harare, Zimbabwe.

Email: investor@econet.co.zw

Website: www.econet.co.zw

Registrars and Transfer Secretaries:

First Transfer Secretaries (Private) Limited,

1 Armagh Avenue, Eastlea, Harare, Zimbabwe

Email: info@fts-net.com

Directors:

Dr. J. Myers (Chairman)*, Dr. D. Mboweni (Chief Executive Officer), Mr. R. Chimanikire (Deputy Chief Executive Officer), Dr. J. Chimhanzi*, Mr. M. Gasela*, Mr. G. Gomwe*, Ms. E.T. Masiyiwa*, Ms. B. Mtetwa*, Mr C.L. Moyo (Finance Director), Ms T. Moyo*, Mr. H. Pemhiwa*.

**Non Executive.*

Proxy Form - Annual General Meeting

PROXY FORM for the Twenty-seventh Annual General Meeting of the members of Econet Wireless Zimbabwe Limited will be held on Thursday 28 August 2025 at 10.00am. Shareholders will be asked to connect and attend virtually via the link: <https://econet.escrowagm.com/>

I/We being the

registered holders of Ordinary shares / Class A Shares in Econet Wireless Zimbabwe Limited

hereby appoint: 1. or failing him/her,

2., as my proxy to act for me/us at the Annual General Meeting of the Company to be held at 2 Old Mutare Road, Msasa, Harare at 10.00 am on Thursday 28 August 2025 and at any adjournment thereof, and vote for me/us on my/our behalf or to abstain from voting.

Do hereby record my votes for the resolutions to be submitted as follows:		Tick "✓" or place an "X" inside the BOX. Please note that alterations made to your initial response should be signed for.		
		IN FAVOUR	AGAINST	ABSTAIN
Ordinary Business				
To consider and adopt the following resolutions:				
1	Adoption of Financial Statements for the year ended 28 February 2025			
	To receive and adopt the financial statements for the year ended 28 February 2025 together with the reports of the Directors and auditors thereon.			
2	Election of Directors			
2.1	In accordance with Article 81 of the Company's Articles of Association, the following Directors retire by rotation at the Company's Annual General Meeting, and being eligible, offer themselves for re-election. Each Director shall be separately elected.			
2.1.1	To re-elect Mr M. Gasela as a Director of the Company;			
2.1.2	To re-elect Ms T. Moyo as a Director of the Company; and			
2.1.2	To re-elect Mr R. Chimanikire as a Director of the Company.			
3	Directors' Remuneration			
	To approve the fees paid to the Directors for the year ended 28 February 2025.			
4	Auditors			
4.1	To approve the auditors' remuneration for the previous year.			
4.2	To consider the re-appointment of BDO Zimbabwe Chartered Accountants as auditors of the Company until the next Annual General Meeting.			
Special Business				
5	Renewal of Share Buy-back Authority			
	To consider, and if thought fit, to adopt, with or without amendment, the following resolution: As a Special Resolution: "That the Company, as duly authorized by Article 10 of its Articles of Association, may undertake the purchase of its own ordinary shares in such manner or on such terms as the Directors may from time to time determine, provided that the repurchases are not made at a price greater than 5% above the weighted average of the market value for the securities for the five business days immediately preceding the date of the repurchase and also provided that the maximum number of shares authorized to be acquired, which in aggregate in any one financial year, shall not exceed 10% (ten percent) of the Company's issued ordinary share capital.			
	That this authority shall expire at the next Annual General Meeting and shall not exceed beyond 15 months from the date of this resolution".			

Proxy Form - Annual General Meeting (continued)

Signature of Shareholder

PLEASE NOTE

Please fill in the correct details below and return to the Group Company Secretary and Transfer Secretaries in copy.

Name

Postal Address

Email Address.....

Contact telephone number

Please read the notes below:

NOTE:

- 1) Shareholders may insert the name of a proxy or the name of two alternative proxies of the shareholder's choice in the space provided. The person whose name appears first on the form of proxy and whose name has not been deleted shall be entitled to act as proxy to the exclusion of those whose names follow.
- 2) The authority of the person signing a proxy or representing an institutional shareholder should be attached to the proxy form in the form of a Board resolution confirming that the proxy has been appointed to represent the shareholder at the Company's Annual General Meeting.
- 3) The completion and lodging of this form of proxy shall not preclude the relevant shareholder from attending the Annual General Meeting and speaking and voting in person thereat to the exclusion of any proxy appointed in terms thereof should the shareholder wish to do so.
- 4) The Chairman of the Annual General Meeting may accept a proxy form which is completed and /or received other than in accordance with these instructions, provided that he is satisfied as to the manner in which a shareholder wishes to vote.
- 5) Any alteration or correction to this form must be initialled by the signatory/signatories.
- 6) Forms of proxy must be submitted electronically or lodged at or posted to be received at the registered office of the Company Secretary not less than 48 hours before the time of the meeting. A copy of the proxy form is available for download on our website: <https://ewzinvestor.com/downloads/>.

The Group Company Secretary

Registered Office:

Econet Park, 2 Old Mutare Road, Msasa, Harare, Zimbabwe.
Email: investor@econet.co.zw
Website: www.econet.co.zw

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