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# Notice to Shareholders

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Notice is hereby given that the forty-third Annual General Meeting of the Members of Masimba Holdings Limited for the year ended 31 December 2017 will be held at the registered office of the Company at 44 Tilbury Road, Willowvale, Harare, Zimbabwe, on Thursday 31 May 2018 at 1230 hours.

## ORDINARY BUSINESS

**1. Approval of Minutes**

To approve the minutes of the Annual General Meeting held on 31 May 2017.

**2. Approval of Financial Statements and Reports**

To receive, consider and adopt the Annual Financial Statements for the year ended 31 December 2017, including the Directors' and Independent Auditor's reports thereon.

**3. Approval of Directors' Fees**

Approval of Directors' fees for the year ended 31 December 2017.

**4. Election of Directors**

In accordance with Article 114 of the Company's Articles of Association, Messrs. Malcolm William McCulloch and Mark Mario Di Nicola retire by rotation at the Company's Annual General Meeting and being eligible, offer themselves for re-election.

**5. Dividend**

To confirm the declaration of a final dividend of US0.15 cents per share for the year ended 31 December 2017.

**6. Auditor**

6.1 To approve the remuneration of the Auditor for the previous year.

6.2 To consider the appointment of Grant Thornton as Auditor for the ensuing year.

**7. Any Other Business**

To transact such other business as may be transacted at an Annual General Meeting.

## By Order of the Board

**MASIMBA CORPORATE SERVICES (PRIVATE) LIMITED**  
(Secretaries)

9 May 2018

Note: A member entitled to attend and vote at the Annual General Meeting of Shareholders may appoint a proxy to attend and speak and, on poll, vote in his stead. A proxy need not be a member of the Company. Forms of proxy must be lodged at the Registered Office of the Company not less than forty eight hours before the time of holding of the meeting.

**Directors:** G Sebborn (Chairman), M M Di Nicola, A Makamure\*, C Malunga\*, M W McCulloch, P T Zhandu (Jnr.) \*Executives  
**Registered Office:** 44 Tilbury Road, Willowvale, Harare, Zimbabwe