



44 Ridgeway North, Highlands
Harare, Zimbabwe
Telephone: +263 (24) 2886830-5
Email: info@zse.co.zw
Website: www.zse.co.zw

NOTICE OF THE NINTH ANNUAL GENERAL MEETING OF THE ZIMBABWE STOCK EXCHANGE LIMITED

Notice is hereby given that the Ninth Annual General Meeting of the Shareholders of Zimbabwe Stock Exchange Limited will be held virtually on Wednesday 28 June 2023 at 1100hrs for the purpose of transacting the following business;

AGENDA

To consider and if deemed fit, to pass the following resolutions with or without amendments:-

1. Audited Financial Statements

To receive, consider and adopt the Group Financial Statements, the report of the Directors and Auditors for the year ended 31 December 2022.

2. Election of Directors

In terms of Clause 99.2 of the Articles of Association of the Company one third of the directors are supposed to retire from the board but being eligible may offer themselves for re-election. Consequently, Mr Bartholomew Mswaka, Mrs Lindiwe Tirivanhu and Mr Masimba Mudzungayiri will be retiring and being eligible, offer themselves for re-election. The Directors will be re-elected by separate resolutions.

3. Director's Remuneration

To confirm the directors fees in the amount of ZWL55 417 923 for the year ended 31 December 2022.

4. Audit Fees

To approve the remuneration of auditors in the amount of ZWL15 584 675 for the year ended 31 December 2022.

5. Dividend

To confirm dividend payment for the financial year ended 31 December 2022 in the amount of ZWL31 050 893 at ZWL302.00 per share

6. Appointment of Auditors

To appoint of Messrs Grant Thornton Chartered Accountants as the auditors of the Company until the conclusion of the next Annual General Meeting. This is the fifth year Messrs Grant Thornton Chartered Accountants will be auditing the Company.

By Order of the Board

A handwritten signature in black ink, appearing to read 'Lyndon T. Nkomo', is centered below the text 'By Order of the Board'.

Lyndon T. Nkomo
Company Secretary
1 June 2023

NOTES:

- (a) 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 to be a member of the Company. Forms of proxy must be lodged at the Registered Office of the Company not less than forty eight (48) hours before the time of holding of the meeting.**
- (b) The link for the virtual meeting will be sent to all the shareholders directly at least seven (7) days ahead of the scheduled date of the meeting.**



PROXY FORM FOR THE ANNUAL GENERAL MEETING

For use at the Ninth Annual General Meeting of the Zimbabwe Stock Exchange Limited to be held virtually on Wednesday 28 June 2023 at 1100hrs

I/We, the undersigned _____ of
_____ being registered holder (s) of _____
ordinary shares, hereby appoint _____ or
failing him, _____ to act for me/us or my/our
behalf as indicated below at the Annual General Meeting of the Company to be held on 28 June
2023 at 1100 Hours and at any adjournment thereof.

Signature _____ Signed this _____ day of _____ 2023.

PROXY

- (a) In terms of s171 of the Companies and Other Business Entities Act, Chapter 24:31 members are entitled to appoint one or more proxies to act in the alternative, to attend, vote and speak in their place at the meeting. A proxy need not be a member of the Company.
- (b) In terms of Article 90 of the Company's Articles of Association instruments of the proxy must be lodged at the registered office of the Company at least forty eight hours before the time appointed for handling the meeting.
- (c) Any alteration or correction made to this form of proxy (including the deletion of alternative) must be initialled by the signatory/signatories.

Physical Address

Company Secretary
Zimbabwe Stock Exchange Limited
44 Ridgeway North
Highlands
Harare
Email: LNkomo@zse.co.zw