



MASHONALAND HOLDINGS LIMITED

(Incorporated in Zimbabwe)

Leading property owners and developers

Notice of Annual General Meeting

Notice to members

Notice is hereby given that the 55th Annual General Meeting of Mashonaland Holdings Limited will be held virtually on 23 June 2022 at 1100 hours.

AGENDA

ORDINARY BUSINESS

1. Financial Statements and Statutory Reports

To receive, review and adopt the Audited Financial Statements and the Reports of the Directors and Auditors for the 15 months period ended 31 December 2021.

2. Directorate

To confirm the appointment of Mr. Brilliant Shumba as nominee director for ZB Financial Holdings and Mr. Mubaiwa Mubayiwa as nominee director for Africa Enterprise Network Trust. Each director will be appointed through a separate resolution.

3. Remuneration of Directors

To approve Non-Executive Directors' remuneration for the 15 months period ended 31 December 2021.

4. External Auditors

4.1 Auditors Remuneration

To approve the fees of the Auditors for the 15 months period ended 31 December 2021.

4.2 Appointment of Auditors

To re-appoint Deloitte & Touche (Zimbabwe) as Auditors for the ensuing year. Deloitte & Touche have been auditing Mashonaland Holdings Limited since July 2019.

SPECIAL BUSINESS

5. Cessation of Share Buy-back Scheme

In line with Article 51 of the substituted Articles of Association and the resolution passed by the Board of Directors, the authority passed on 11 March 2021 to extend share buy back authority to 1 July 2022 be not renewed upon expiry of the prescribed period.

6. Cancellation of treasury shares acquired under the share buyback scheme

The company seeks shareholder authority to cancel 171 489 938 company ordinary shares acquired under the share buyback scheme. The shares to be cancelled constitute 9.2% of the company's issued share capital.

Any other business

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

Meeting details

Shareholders will be provided with an electronic link to join the virtual meeting by the company's transfer secretaries, ZB Transfer Secretaries who may be contacted through email to PMberikwazvo@zb.co.zw and RMutakwa@zb.co.zw.

ZB Life Towers
12th Floor
77 Jason Moyo Avenue
Harare

By Order of the Board

Eagnes Madhaka
Company Secretary
1 June 2022