

ANNOUNCEMENT

RESULTS OF THE ZHL 22ND ZHL ANNUAL GENERAL MEETING

Members are advised that all the resolutions tabled at the 22nd Annual General Meeting of the Zimre Holding Limited, held virtually on the 14th of August 2020, were passed by the requisite majority of votes of shareholders present in person or represented by proxy. A schedule of the resolutions is tabled below:-

ORDINARY RESOLUTION	%VOTES
1. To approve the holding of Annual General Meetings (AGM) through virtual/electronic means and/or by way of remote attendance.	100%
2. To receive, consider and adopt the Financial Statements for the year ended 31 December 2019 together with the Report of the Directors and Auditors thereon.	99.53%
3. To receive, consider and approve the Corporate Governance Statement for the period 1 January 2019 to 31 December 2019.	99.53%
4. To confirm the final dividend for the year ended 31 December 2019 of ZWL 3.1million amounting to ZWL0.002021732 per share declared on 27 March 2020.	100%
5. To re-elect the following directors who retire by rotation in terms of Article 75 of the Company's Articles of Association, and being eligible, offers him/herself for re-election:-	
5.1 Mr Hamish Wilburn Bryan Rudland	99.53%
5.2 Mr Edwin Zvandasara	99.53%
5.3 Ms Jean Maguranyanga	99.53%
6. To approve the remuneration of the Directors amounting to ZWL 893 358 for the year ended 31 December 2019	99.53%
7. To approve the remuneration of the Independent Auditor, PricewaterhouseCoopers Chartered Accountants (Zimbabwe), amounting to ZWL 50 360, for the year ended 31 December 2019.	100%
8. To reappoint PricewaterhouseCoopers Chartered Accountants (Zimbabwe) as the Independent Auditor for the Company for the ensuing year until the conclusion of the next Annual General Meeting.	100%
9. Subject to the requirements of the Companies and Other Business Entities Act [Chapter 24:31] and Zimbabwe Stock Exchange, the Directors be and are hereby authorised to renew the authority granted on 26 June 2019, to buyback the Company's issued ordinary shares which authority shall expire on the date of the next Annual General Meeting of the Company and shall not extend beyond 15 (fifteen) months from the date of the resolution.	100%
10. The Company be and is hereby authorised to place its authorised unissued ordinary shares, amounting to 466 661 063 ordinary shares under the control of Directors, until the next Annual General Meeting, to be issued, subject to the requirements of the Company's Memorandum and Articles of Association and the Zimbabwe Stock Exchange Listing Requirements.	99.53%
SPECIAL RESOLUTION	
11. The Company be and is hereby authorised to adopt and substitute the Memorandum and Articles of Association of the Company with the requirements outlined in the new Companies and Other Businesses Entities Act [Chapter 24:31] and new ZSE Listing Requirements (Statutory Instrument 134 of 2019).	100%

The Board, Management and Staff wish to thank members for your continued confidence and support.

By Order of the Board



L Madzinga
Group Company Secretary
1 September 2020