

## NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Sixty-Eighth (68th) Annual General Meeting (AGM) of members of Hippo Valley Estates Limited will be held at The Country Club, 1 Brompton Road, Newlands, Harare, at 9am on Monday, 7 October 2024, to conduct the following business:

### ORDINARY BUSINESS

#### 1. Financial Statements and Reports

To receive and adopt the financial statements of the Company for the year ended 31 March 2024, together with Report of the Directors and Auditors thereon.

#### 2. Directorate

- 2.1 To note the resignation of Daniel Leseja Marokane and retirement of Aiden Mhere with effect from 29 February 2024 and 31 March 2024, respectively.
- 2.2 To re-elect Nyasha Jill Jacqueline Mangwiza, Duduzile Kereditse Shinya, Godwin Sweto and Rutenhuro James Moyo who retire by rotation in terms of article 100 of the Articles of Association, and who, being eligible, offer themselves for re-election. Motions for re-election will be moved individually.
- 2.3 To elect Johann Jacobus van Rooyen as a Director who, having been appointed effective 15 May 2024, is required to retire in terms of article 107 of the Articles of Association and, being eligible, offers himself for re-election.

#### 3. Directors' Fees

To approve Directors' fees for the year ending 31 March 2025, being US\$3 087 for Non-Executive Directors and US\$6 174 for the Board Chairman, per quarter, with 60% paid as a retainer and 40% as a board attendance fee. Further, Board Committee fees payable to Non-Executive Directors at US\$1 543 and US\$3 087 for the Chairman, per quarter, with 60% paid as a retainer and 40% as an attendance fee.

#### 4. Auditors

- 4.1 To fix the remuneration of the Auditors, Ernst and Young for the past year.
- 4.2 To appoint Ernst and Young as Auditors of the Company, who have been Auditors of the Company for the past three (3) financial years, to hold office from the conclusion of the Sixty- Eighth Annual General Meeting, until conclusion of the next Annual General Meeting.

#### By Order of the Board



Pauline Kadembo  
**Company Secretary**

30 August 2024

#### Registered Office:

Hippo Valley Estates  
1 Inyathi Extension  
Chiredzi  
Telephone : +263 231 231 5151/6  
Email : hvecompanysecretary@tongaathulett.com

#### Transfer Secretaries:

First Transfer Secretaries  
1 Armagh Road  
Eastlea  
P O Box 11, Harare  
Email: zmazhandu@fts-net.com

### NOTES

1. In terms of section 171 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, speak and vote at the meeting, in such member's stead. A proxy need not to be a member of the Company.
2. In terms of section 171 of the Companies and Other Business Entities Act (Chapter 24:31), a director or officer of the Company may not act as a proxy for a member. Accordingly, members should not appoint a director or officer of the Company as a proxy.
3. A proxy form should be lodged, duly completed, at the registered office of the Company or at the office of the Transfer Secretaries at least 48 hours before the start of the Annual General Meeting.