

# Notice of an Annual General Meeting

Notice is hereby given that the Thirty-second Annual General Meeting of the Shareholders of CBZ Holdings Limited will be held through a virtual platform, <https://polling.fts-net.com> on **Friday 19 July 2024** at **1000 hours** (CAT) for the purpose of transacting the following business:

## ORDINARY BUSINESS

- 1. Virtual meeting**  
To note and approve the convening of the 32<sup>nd</sup> Annual General Meeting through a virtual platform.
- 2. Minutes**  
Adoption of Minutes of the 31<sup>st</sup> Annual General Meeting held on 21 July 2023.
- 3. Financial Statements and Statutory Reports**  
To receive, consider, and adopt, if appropriate, the financial statements, and the reports of the Directors and Auditors for the year ended 31 December 2023.
- 4. Dividend**  
To confirm a final dividend as recommended by the Board and to consider the payment of such to its Members.
- 5. Directorate**
  - To note the retirement of Marc Lawrence Holtzman from the Board of Directors with effect from 31 December 2023.
  - To note the retirement of Dr. Blessing Mudavanhu from the Board of Directors with effect from 31 December 2023
  - To note the appointment of Lawrence Nyazema as the Group Chief Executive Officer and Executive Director of the Company
  - To re-elect Messrs Edward Ushemazoro Mashingaidze and Louis Charles Gerken who retire by rotation in terms of the Companies and Other Business Entities Act [Chapter 24:31], and who, being eligible, offer themselves for re-election. The directors will be re-elected by separate resolutions.
  - To elect Messrs Luxon Zembe as an Independent Non Executive Director, who having been appointed on 1 December 2023, is required to retire in terms of the Companies and Other Business Entities Act [Chapter 24:31], and who, being eligible, offers himself for re-election.
- 6. Remuneration of Directors**  
To approve the remuneration of Directors for the past financial year.

(NOTE: In terms of Section 3 of Practice Note 4 issued by the ZSE on the 17th of January 2020, the Director's Remuneration Report shall be available for inspection by Members at the registered office of the Company)

- 7. External Auditors**
  - To approve the remuneration to KPMG Chartered Accountants (Zimbabwe), the Company's Auditors for the past financial year's audit.
  - To appoint auditors for the ensuing year until the conclusion of the next Annual General Meeting. KPMG Chartered Accountants (Zimbabwe), the current auditors of the Company, have indicated their willingness to continue as auditors of the Company. KPMG Chartered Accountants (Zimbabwe) have served as auditors of the Company for three (3) financial periods.

## ANY OTHER BUSINESS

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

### Appointment of Proxy

In terms of the Companies and Other Business Entities Act (Chapter 24:31), a member who is entitled to attend and vote at a meeting is also entitled to appoint a proxy to attend and vote on a poll and speak in his/her stead. Proxy forms should be forwarded to reach the office of the Company Secretary at least 48 (forty-eight) hours before the commencement of the meeting.

Notes: Details of the Virtual AGM will be emailed by First Transfer Secretaries (Pvt) Ltd to all Shareholders. Shareholders are advised to update their contact details with the following contact:

### First Transfer Secretaries (Private) Limited

1 Armagh Avenue, Eastlea, Harare Telephone: +263 242 782869/72 Email: [info@fts-net.co](mailto:info@fts-net.co)

### By order of the Board



R. A. Jakanani  
**Group Chief Governance Officer**

### REGISTERED HEAD OFFICE

5 Campbell Road  
Pomona  
Borrowdale  
Harare, Zimbabwe  
Telephone: (263-4) 748 050 - 79  
Email: [info@cbzh.co.zw](mailto:info@cbzh.co.zw)

18 June 2024

### DIRECTORS:

Luxon Zembe (Chairman), Edward E. Galante, Rebecca Gaskin Gain, Louis C. Gerken, Edward U. Mashingaidze, Lawrence Nyazema\* (Group CEO), Tawanda L. Gumbo\* (Group CFO)  
\* Executive Director

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