

PRESENT

The members, directors and other attendees present at the meeting are as reflected on the attendance schedule.

1. QUORUM

A quorum being present, the Chairman called the meeting to order.

2. NOTICE OF THE MEETING

The Notice convening this meeting, dated 4 April 2018, having been circulated was taken as read and the Chairman declared the meeting duly constituted.

3. CONFIRMATION OF PREVIOUS MINUTES

Minutes of the 19th Annual General Meeting held on 27 April, 2017 were approved and signed.

4. ANNUAL REPORTS FOR THE YEARS ENDED 31 DECEMBER 2016

The Financial Statements, including the Directors' Reports and the Auditors' Reports, for the year ended 31 December 2017, having been circulated, were taken as read. On the motion of the Chairman, seconded by Mr. Mashinya, it was **RESOLVED**:

That the Financial Statements for the year ended 31 December 2017 together with reports of the Directors and Auditors therein be, and are, hereby adopted.

5. DIRECTORS' FEES

On the proposal by Mr. Mashinya, seconded by Mr. Mushosho , it was unanimously **RESOLVED**:
That Directors' Fees for the year ended 31 December 2017 be, and are, hereby fixed at the sum of \$190, 237.

6. DIVIDEND DECLARATION

On the motion of Mr. Mudekunya and seconded by Mr. Mashinya , it was **RESOLVED**:

That a dividend of \$8,215,526.97 made up of a Preference Dividend of \$3,215,526.97 and an Ordinary Dividend of \$5,000,000 declared by the Directors and already paid for the year ended 31 December 2017 be, and is, hereby approved.

That a dividend of \$23,624,256.52 made up of a Preference Dividend of \$3,624,256.52 and an Ordinary Dividend of \$20,000,000 declared by the Directors and payable on 30 April 2018, in respect of the year ended 31 December 2017, be, and is, hereby approved.

That following the appropriation of a total amount of \$31,839,783.49 in respect of dividends for the year ended 31 December 2017, as above, members note that no further dividends are recommended out of the 2017 profits by the Directors.

7. RE-ELECTION OF DIRECTORS

The Directors who were retiring in terms of Article 106 and had offered themselves for re-election were considered for reappointment by separate resolutions in terms of Article 109, as below:

a) On the proposal by the Chairman and seconded by Mr. Johnson, it was **RESOLVED**:
That Dr. LL Tumba who retired by rotation and had offered himself for re-election be, and is, hereby re-elected as a Director of the Company.

b) On the proposal by the Chairman and seconded by Mr. Mudekunya , it was **RESOLVED**:
That Mr. D Beneke who retired by rotation and had offered himself for re-election be, and is, hereby re-elected as a Director of the Company.

c) On the proposal by the Chairman and seconded by Mr. Mashinya, it was **RESOLVED:**
That Mr. IG William who retired by rotation and had offered himself for re-election be, and is, hereby re-elected as a Director of the Company.

8. EXTERNAL AUDITORS

On the proposal by the Chairman and seconded by Mr. Mudekunya, it was **RESOLVED:**
That the remuneration of Auditors for the year ended 31 December 2017 in the sum of \$58,065 and the re-appointment of Messrs. KPMG of Harare as Auditors of the Company until the conclusion of the next Annual General Meeting be, and is, hereby approved .

9. TERMINATION

There being no other business to transact, the meeting ended at 15h30.

CHAIRMAN: _____

DATE: _____

AGM ATTENDANCE SCHEDULE

Holder Name	Rep Type	Rep Name	Shares	% Share
OM ZIMBABWE HOLDCO LIMITED-NNR	PROXY	MR MUSHOSHO	249,035,157	75.00
OMZIL CLIENT PENSION EX-GRATIA TRUST	PROXY	MR MUSHOSHO	12,333,139	3.71
OLD MUTUAL LIFE ASSURANCE COMPANY ZIMBABWE LIMITED	PROXY	MR TINASHE YAFELE	12,004,052	3.62
OLD MUTUAL LIFE ASSURANCE CO	PROXY	MR TINASHE YAFELE	10,092,273	3.04
OMZIL MANAGEMENT INCENTIVE SHARE TRUST	PROXY	MR MUSHOSHO	8,830,778	2.66
OMZIL INDIGENISATION EMPLOYEE SHARE TRUST	PROXY	ISIAH T MASHINYA	8,587,775	2.59
KURERA-UKONDLA YOUTH FUND TRUST	PROXY	MR MUSHOSHO	8,301,171	2.50
OLD MUTUAL ZIMBABWE LIMITED	PROXY	MR TINASHE YAFELE	2,010,022	0.61
DELTA BEVERAGES PENSION FUND	PROXY	MR TINASHE YAFELE	391,964	0.12
SCB NOMINEES ZW0000010272	PROXY	MR TINASHE YAFELE	241,124	0.07
STANBIC NOMINEES (PVT) LTD	PROXY	MR TINASHE YAFELE	178,542	0.05
MEGAPAK PENSION FUND MEGAPAK PENSION FUND	PROXY	MR TINASHE YAFELE	127,840	0.04
STANBIC NOMINEES (PVT) LTD	PROXY	MR TINASHE YAFELE	89,723	0.03
ANGLO AMERICAN PF	PROXY	MR TINASHE YAFELE	70,520	0.02
AFRICAN ASSOCIATED MINES PENSION FUND	PROXY	MR TINASHE YAFELE	66,646	0.02
STANBIC NOMINEES 110008260005	PROXY	MR TINASHE YAFELE	34,026	0.01
STANBIC NOMINEES 110008260014	PROXY	MR TINASHE YAFELE	25,750	0.01
C P L PENSION FUND	PROXY	MR TINASHE YAFELE	25,164	0.01
MIMOSA PENSION FUND	PROXY	MR TINASHE YAFELE	23,984	0.01
INNSCOR PENSION FUND	PROXY	MR TINASHE YAFELE	21,585	0.01
FBC PENSION FUND	PROXY	MR TINASHE YAFELE	16,789	0.01
SIMBISA PENSION FUND	PROXY	MR TINASHE YAFELE	16,789	0.01
MINERVA RISK ADVISORS PENSION FUND	PROXY	MR TINASHE YAFELE	8,306	0.00
STANBIC NOMINEES (PRIVATE) LIMITED	PROXY	MR TINASHE YAFELE	5,991	0.00
MINERVA INCOME WITHDRAWAL	PROXY	MR TINASHE YAFELE	3,837	0.00
TA PENSION FUND	PROXY	MR TINASHE YAFELE	3,597	0.00
STANBIC NOMINEES (PRIVATE) LIMITED	PROXY	MR TINASHE YAFELE	3,229	0.00
STANBIC NOMINEES 110008260004	PROXY	MR TINASHE YAFELE	1,100	0.00
STANBIC NOMINEES (PVT) LTD	PROXY	MR TINASHE YAFELE	1,007	0.00
MUSHOSHO JONAS	HOLDER	SELF	348,061	0.06
HAMMOND SIMON JAMES	HOLDER	SELF	226,104	0.04
CHIGAVAZIRA ONIAS	HOLDER	SELF	21,572	0.00
MACHANDO RUMBIDZAI	HOLDER	SELF	14,831	0.00
MACHANDO RUMBIDZAI	HOLDER	SELF	6,435	0.00
CHIPUNGU LUCIA DEBRA	HOLDER	SELF	3,753	0.00
MUJEKENYEKI EUNICE	HOLDER	SELF	3,333	0.00
D BENECKE	NON-HOLDER	DIRECTOR	0	-
I MASHINYA	NON-HOLDER	DIRECTOR	0	-
M MAHLANGU	NON-HOLDER	DIRECTOR	0	-
S. SHUMBA	NON-HOLDER	DIRECTOR	0	-
B. SITHOLE	NON-HOLDER	Employee	0	-
C. DZINGIRAI	NON-HOLDER	Employee	0	-
C. MARISAMHKA	NON-HOLDER	Employee	0	-
C. MSHINGAIDZE	NON-HOLDER	Employee	0	-
C. NDORO	NON-HOLDER	Employee	0	-
D. MUSORO	NON-HOLDER	Employee	0	-
I. NYAROTA	NON-HOLDER	Employee	0	-
J. MARAVANYIKA	NON-HOLDER	Employee	0	-
K. SETOBOLI	NON-HOLDER	Employee	0	-
M. MAYIDA	NON-HOLDER	Employee	0	-
M. MPOFU	NON-HOLDER	Employee	0	-
O. USORE	NON-HOLDER	Employee	0	-
S. FUNGURA	NON-HOLDER	Employee	0	-

T. MAZHAWIDZA	NON-HOLDER	Employee	0	-
M. MOYO	NON-HOLDER	Employee	0	-
P. NYAMUTSAKA	NON-HOLDER	Employee	0	-
R. MATAMBO	NON-HOLDER	Employee	0	-
T. CHIGAMIRO	NON-HOLDER	Employee	0	-
T. CHIGAWO	NON-HOLDER	Employee	0	-
T. TAWONEZVI	NON-HOLDER	Employee	0	-
D. MUTHE	NON-HOLDER	Employee	0	-
F. MARIFA	NON-HOLDER	Employee	0	-
J. MUDYIWA	NON-HOLDER	Employee	0	-
ET DZANGA	NON-HOLDER	Employee	0	-
G CHINOGARA	NON-HOLDER	Employee	0	-
A PARADZA	NON-HOLDER	Employee	0	-
I MUSONZA	NON-HOLDER	Employee	0	-
G. PASI	NON-HOLDER	ANALYST-ZFN	0	-
J TSAKANI	NON-HOLDER	ANALYST-ZFN	0	-
T CHIGANZE	NON-HOLDER	ANALYST-ZFN	0	-
AR MUNDANGEPFUFU	NON-HOLDER	ANALYST-SELF	0	-
C MAZARIRE	NON-HOLDER	ANALYST-SELF	0	-
C MUSHONGAHONDE	NON-HOLDER	ANALYST-SELF	0	-
J. WATERS	NON-HOLDER	ANALYST-SELF	0	-
T GADZIKWA	NON-HOLDER	ANALYST-SELF	0	-
JOHNSON	NON-HOLDER	ANALYST-SELF	0	-
R SENGU	NON-HOLDER	ANALYST-LES	0	-
M DEDELE	NON-HOLDER	ANALYST-KPMG	0	-
S BVURERE	NON-HOLDER	ANALYST-INVICTUS	0	-
T CHINDANYA	NON-HOLDER	ANALYST-INVICTUS	0	-
T KAZHINGA	NON-HOLDER	ANALYST-INVICTUS	0	-
E MUZONDO	NON-HOLDER	ANALYST-IMARA	0	-
B MUTINEWONDO	NON-HOLDER	ANALYST-FMW	0	-
N. GAHADZA	NON-HOLDER	ANALYST-FINX	0	-
T. CHARAKUPA	NON-HOLDER	ANALYST-FINX	0	-
C TAPFUMANEYI	NON-HOLDER	ANALYST-FINSEC	0	-
G MUNEMA	NON-HOLDER	ANALYST-FINSEC	0	-
O UKAMA	NON-HOLDER	ANALYST-FINGAZ	0	-
A ZHOU	NON-HOLDER	ANALYST-CIS STUDENT	0	-
C CHIVHU	NON-HOLDER	ANALYST-CIS STUDENT	0	-
L DZIVA	NON-HOLDER	ANALYST-CIS STUDENT	0	-
C. MADZIRASA	NON-HOLDER	ANALYST-CIS STUDENT	0	-
F GONO	NON-HOLDER	ANALYST-CIS STUDENT	0	-
J URAYAYI	NON-HOLDER	ANALYST-CIS STUDENT	0	-
J. MATUTE	NON-HOLDER	ANALYST-CIS STUDENT	0	-
N NYAKATSAPA	NON-HOLDER	ANALYST-CIS STUDENT	0	-
P JOSHUA	NON-HOLDER	ANALYST-CIS STUDENT	0	-
P. MAKOTA	NON-HOLDER	ANALYST-CIS STUDENT	0	-
T. MANDIZVIDZA	NON-HOLDER	ANALYST-CIS STUDENT	0	-
T. NYAUNGWA	NON-HOLDER	ANALYST-CIS STUDENT	0	-
B FOWLER	NON-HOLDER	ANALYST-CASE	0	-
M MANGOMBE	NON-HOLDER	MEDIA-HERALD	0	-
E MAFAKAME	NON-HOLDER	MEDIA-HERALD	0	-
F MASHALA	NON-HOLDER	MEDIA-DAILYNEWS	0	-
TOTAL SELECTED SHARES			313,175,969	94.24
TOTAL REMAINING SHARES			18,870,907	5.76
TOTAL SHARES IN ISSUE			332,046,876	100.00