



TongaatHulett

Hippo Valley Estates Limited

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Sixty-Fifth Annual General Meeting (AGM) of members of Hippo Valley Estates Limited will be held virtually at 9am on Friday, 17 September 2021, to conduct the following business:

ORDINARY BUSINESS

1 Financial Statements and Reports

To receive and adopt the financial statements of the Group and Company for the year ended 31 March 2021, together with Report of the Directors and Auditors thereon.

2 Dividend

To approve the interim dividend of ZWL 121 cents per share and final dividend of ZWL 124 cents per share for the year ended 31 March 2021.

3 Directorate

- 3.1 To note the retirement of L R Bruce at conclusion of the sixty fifth Annual General Meeting.
- 3.2 To re-elect Messrs J P Maposa, O H Manasah and S Harvey who retire by rotation in terms of article 100 of the Company's Articles of Association, and who, being eligible, offer themselves for re-election. Motions for re-election will be moved individually.
- 3.3 To elect Messrs R M Goetzsche as Director who, having been appointed during 2021, is required to retire in accordance with the Company's Articles of Association and, being eligible, offers himself for re-election.
- 3.4 To consider and, if deemed fit, to pass, with or without modification, the following resolution:

Ordinary Resolution

"Resolve as an ordinary resolution that the Board fees payable to non-executive directors for the year ended 31 March 2022 be fixed at US\$3 087 per quarter and US\$6 174 for the Chairman, with 60% paid as a retainer and 40% as an attendance fee. Further that the fees payable to non-executive directors as members of Board Committees for the year ended 31 March 2022, be fixed at US\$1 543 per quarter and US\$3 087 for the Chairman, with 60% paid as a retainer and 40% as an attendance fee."

4 Auditors

- 4.1 To fix the remuneration of the Auditors, Deloitte & Touche for the past year.
- 4.2 To note the retirement of Deloitte & Touche at the end of the sixty fifth Annual General Meeting.
- 4.3 To appoint Messrs Ernst and Young as Auditors of the Company, to hold office from the conclusion of the sixty fifth Annual General Meeting, until conclusion of the next Annual General Meeting.

By Order of the Board

P Kadembo
Company Secretary

18 August 2021

Registered Office:

Hippo Valley Estates
P O Box 1
Chiredzi
Telephone : +263 231 231 5151/6
Email: companysecretary@hippo.co.zw

Transfer Secretaries:

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

NOTES

1. A member entitled to attend, speak and vote at the meeting may appoint any other person or persons (none of whom need to be a shareholder or director), as a proxy or proxies to attend, speak and vote at the AGM in such shareholder's stead.
2. A proxy form should be lodged, duly completed, at the registered office of the Company or at the office of the Transfer Secretaries not less than 48 hours before the start of the AGM.
3. The link for the AGM will be sent to shareholders' email addresses on record with the transfer secretaries.
4. Shareholders are to contact the Transfer Secretaries on email info@fts-net.com should they wish to update their contact details.
5. All shareholders wishing to invite analyst and observers to the AGM should contact the Transfer Secretaries ahead of the meeting.
6. Shareholders are to contact the Transfer Secretaries in case they require some assistance with regard to the conduct of the meeting.
7. Shareholders are encouraged to pre-register on the online portal that will be provided by the Transfer Secretaries and submit their proxy forms at least 48 hours before the meeting.

C F Dube (Independent Non-executive Chairman), R D Aitken, S Harvey, A Mhere* (Chief Executive Officer), L R Bruce, O H Manasah*, N Kudenga, J P Maposa, J G Hudson, R J Moyo, G Sweto, R M Goetzsche. * Executive