

**2018 PROXY VOTING DISCLOSURE**

Effective Date	Meeting Description	Resolution	Description	Vote	
07-Feb-18	<b>NAMPAK AGM</b>	OR01	To receive, consider and adopt the Financial Statements for the year ended 30 September 2016 together with the Report of the Auditors	<b>FOR</b>	
		OR02	To approve the remuneration of the Directors	<b>FOR</b>	
		OR03	To elect the following Directors: Mrs E. Fundira, Mr A.H Howie and Mr K.C. Katsande retire by rotation but being eligible offer themselves for re-election. Members of the Audit, Remuneration and Risk Committees as detailed in the Corporate Governance Statement on page 12 are also standing for re-election	Mrs E. Fundira Mr A. H. Howie Mr K C Katsande	<b>FOR</b> <b>FOR</b> <b>FOR</b>
		OR04	To appoint Deloitte as external auditors of the company until the conclusion of the next AGM and to approve the remuneration for the past financial year.	<b>FOR</b>	
16-Feb-18	<b>CAFCA AGM</b>	OR01	To receive and consider the director's report, audited financial statements and the report of the auditors for the year ended 30 September 2017.	<b>FOR</b>	
		OR02	To appoint Messrs PricewaterhouseCoopers as auditors for the ensuing year	<b>FOR</b>	
		OR03	To approve the audit fees for the year	<b>FOR</b>	
		OR04	To re-elect as directors Mr. S.E Mangwengwende, Mr. P.W.de Villers and Mr. A Mabena	Mr S. E Mangwengwende Mr P. W. de Villers Mr A. Mabena	<b>FOR</b> <b>FOR</b> <b>FOR</b>
22-Feb-18	<b>MASHONALAND HOLDINGS AGM</b>	OR01	To receive and adopt the Audited Financial Statements and Report of the Directors for the year ended 30 September 2017	<b>FOR</b>	
		OR02	To re-elect the following directors who retire in accordance with the Articles of Association and who, being eligible, offer themselves for re-election:	Mrs Petronella Musarurwa Mrs. Letwin Mawire	<b>FOR</b> <b>FOR</b>
			Messrs Michael Mahachi, Mike Manyika, Nicholas Vingirai ad Ralph Watungwa were appointed to the board of Mashonaland Holdings with effect from 1 March 2017. In accordance with article 108 of the Articles of Association they retire at the next Annual general meeting and being eligible offer themselves for re-election.	Michael Mahachi Mike Manyika Nicholas Vingirai Ralph Watungwa	<b>ABSTAIN</b> <b>ABSTAIN</b> <b>ABSTAIN</b> <b>FOR</b>
			To vote for the removal of Messrs Nodzo Matsangura and Manfred Mahari from the Board of Directors in accordance with section 175 (1) of the Companies Act (Chapter 24:03) following their dismissal from their positions as Finance Director/Company Secretary and Managing Director of the company respectively		
		OR03	To approve the fees of the Directors	<b>FOR</b>	
		OR04	To approve auditors fees and re-elect KPMG as Auditors for the ensuing year.	<b>FOR</b>	
OR05	Extension of Share Buy-back " That, in accordance with Article 52 of the Articles of Association, the Company be, as it is hereby, authorised and empowered to purchase its own shares in issue up to a maximum of 200,000,00 (two hundred million) shares which is 11% of issued shares at a purchase price of not more than 5% of the market price on the day prior to transaction and that the authority for such purchase be extended to 1 April 2019 or the next AGM, whichever is the sooner."	<b>AGAINST</b>			

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27-Feb-18	ARISTON AGM	OR01	To receive, consider and adopt the audited financial statements for the year ended 30 September 2017, together with the reports of the directors and auditors thereon	FOR
		OR02	To elect directors in place of those retiring in accordance with the provisions of the Company's Articles of Association. Mr C.P. Conradie and Mr A.C. Jongwe retire from the board by rotation, and being eligible, offer themselves for re-election.  Mr J.W. Riekert who was appointed as a non-executive director of the Company on 31 August 2017, retires and being eligible, offers himself for re-election. Mr C. Mudenda who was appointed as a non-executive director of the Company on 22 November 2016, retired on 31 December 2017 and does not offer himself for re-election.  Mr C. P. Conradie Mr A. C. Jongwe Mr J. W. Riekert Mr C. Mudenda	FOR FOR FOR FOR
		OR03	To approve directors' fees for the year ended 30 September 2017	FOR
		OR04	To approve remuneration for the auditors for the year ended 30 September 2017 and to appoint auditors for the ensuing year. The present auditors, Messrs Deloitte & Touche, offer themselves for re-appointment	FOR
		OR01	To receive and consider the Directors' Report and the Accounts for the year ended 30 September 2016.	FOR
27-Feb-18	ART AGM	OR02	To re-appoint Ernst and Young as auditors for the ensuing year and to authorize the Directors to fix their remuneration	FOR
		OR03	To approve Directors fees for the year ended 30 September 2017	FOR
		OR04	In terms of the Articles of Association of the Company, Mr. M Macheka having been appointed to the board during the year, retires at the Annual General Meeting being eligible offer himself for re-election.	FOR
		OR05	In terms of the Articles of Association of the Company, Messrs. O. Mtasa and M. Oakley retire at the AGM and being eligible offer themselves for re-election.  Mr O. Mtasa Mr M. Oakley	FOR FOR
		OR01	To receive and consider the Directors' Report and the Accounts for the year ended 30 September 2016.	FOR
11-Mar-18	CFI AGM		NO SHAREHOLDING	
21-Mar-18	SIMBISA EGM	SR01	<b>SPECIAL RESOLUTION 1 – INCREASE IN AUTHORISED SHARE CAPITAL</b> "THAT the Articles of Association of the Company be and are hereby amended through the increase of the Company's authorised share capital, from the current authorised share capital of US\$100,000 made up of 999,999,000 ordinary shares of US\$0.0001 and 1,000 class 'A' ordinary shares of US\$0.0001 each, by an additional 1,000,000,000 ordinary shares of US\$0.0001 each, such that the authorised share capital of the Company shall be US\$200,000 divided into 1,999,999,000 ordinary shares of US\$0.0001 each and 1,000 class 'A' ordinary shares of US\$0.0001 each."	FOR
		SR02	<b>SPECIAL RESOLUTION 2 – ISSUE OF ORDINARY SHARES</b> "THAT up to 174,312,500 ordinary shares of the Company be placed under the control of the Directors and that the Directors be and are hereby authorised to issue and allot such capital for the purpose of pursuing the Company's expansion initiatives as specified in Ordinary Resolutions 2 and 3 below."	FOR
		SR03	<b>SPECIAL RESOLUTION 3 – WAIVER OF PRE-EMPTIVE RIGHTS</b> Special Resolution 3 will be subject to approval by 85% of members present in person or by proxy in accordance with the ZSE Listing Requirements Section 5.82.  "THAT the existing shareholders' rights of pre-emption over the 174,312,500 ordinary shares to be issued pursuant to Special Resolution 2, be and are hereby waived."	FOR
		SR04	<b>SPECIAL RESOLUTION 4 – ADOPTION OF AIM AND ZSE COMPLIANT ARTICLES OF ASSOCIATION</b> "THAT, to meet the Listing Requirements of the AIM and the ZSE, pursuant to the proposed AIM Listing, the Company's entire existing Articles of Association be and are hereby substituted, in accordance with the substituted draft articles of association initialled by the Chairman, subject to approval by the AIM, the ZSE and registration thereof by the Registrar of Companies in Zimbabwe."	FOR

21-Mar-18	<b>SIMBISA EGM</b>	OR01	<b>ORDINARY RESOLUTION 1 – APPLICATION FOR AIM LISTING</b> “THAT subject to the passing of Special Resolutions 1 to 3 above, and all other regulatory approvals, an application be made by the Company to the Alternative Investment Market of the London Stock Exchange (“AIM”) for the admission of up to 174,312,500[1] ordinary shares of the Company to the official list of AIM.”	<b>FOR</b>
		OR02	<b>ORDINARY RESOLUTION 2 – ACQUISITION OF FOODFUND</b> “THAT subject to the passing of Ordinary Resolution 1 above, and subject to a majority vote of Shareholders excluding related parties and their associates, the Directors of the Company be and are hereby authorised to acquire a 100% beneficial shareholding in each of Foodfund Investments LLC, Foodfund Investments Limited, Foodfund Technical Consultancy Limited, Foodfund International Limited as one composite transaction and an 80% beneficial shareholding in Foodfund Investments (Pty) Ltd through an issue and allotment to the Sellers of up to 21,717,500 ordinary shares in the Company to be listed on AIM, on the Effective Date of the Foodfund Acquisition and subsequently against the earn out targets being met as prescribed, up to 77,595,000 Foodfund Performance Based Earn-out Shares, as purchase consideration in terms of the Sale and Purchase Agreements, subject only to the fulfilment or waiver of the Conditions Precedent.”	<b>FOR</b>
		OR03	<b>ORDINARY RESOLUTION 3 – APPROVAL OF CAPITAL RAISE AND INITIAL PUBLIC OFFERING</b> “THAT subject to the passing of Ordinary Resolution 1 above, the Company be and is hereby authorised to raise additional capital by way of an Initial Public Offering (“IPO”) on the Alternative Investment Market of the London Stock Exchange (“AIM”) by issuing up to a maximum of 75,000,000 shares at pricing to be determined by market sentiment and prevailing economic and market conditions upon IPO.”	<b>FOR</b>
		OR04	<b>ORDINARY RESOLUTION 4 – BALANCE OF UNISSUED SHARES PLACED UNDER THE CONTROL OF THE DIRECTORS</b> “THAT the 174,312,500 unissued ordinary shares of the Company, be placed under the control of the Directors for an indefinite period, to be issued in terms of the Share Purchase Agreement and in compliance with the terms of the Memorandum and Articles of Association of the Company and the Regulations of both the Zimbabwe Stock Exchange and the London Stock Exchange Alternative Investments Market, provided that no issue will be made which will effectively transfer the control of the Company without the prior approval of the shareholders in General Meeting.”	<b>FOR</b>
		OR05	<b>ORDINARY RESOLUTION 5 – DIRECTORS AUTHORISED TO GIVE EFFECT TO RESOLUTIONS</b> “THAT the Directors be and are hereby authorised to do any and all such things as may be necessary to give effect to the above resolutions.”	<b>FOR</b>
27-Mar-18	<b>TSL AGM</b>	OR1	To approve the minutes of the previous AGM held on 15 March 2017.	<b>FOR</b>
		OR2	To receive and adopt the Financial Statements for the year ended 31 October 2017, together with the reports of the Directors and Auditors thereon.	<b>FOR</b>
			To elect directors who retire in terms of the Articles of Association of the company. The directors due to retire are Messrs K Naik, M Nzwere and T Ndebele and being eligible offer themselves for re-election   K Naik M Nzwere T Ndebele	<b>FOR</b> <b>FOR</b> <b>FOR</b>
		OR4	To fix the budget for fees payable to directors for the year ending 31 October 2018 and to confirm the actual amount paid for the year ended 31 October 2017.	<b>FOR</b>
		OR5	To approve the auditors’ remuneration for the previous year and re-appoint Messrs Ernst & Young Zimbabwe as auditors for the current year.	<b>FOR</b>
15-Apr-18	<b>PADENGA AGM</b>	OR1	To receive, approve and adopt the Financial Statements and Reports of the Directors and Auditors for the financial year ended 31 December 2017	<b>FOR</b>
		OR2	<b>Election of Directors</b> To elect the following Directors, Mr A.K. Calder and Mr O.T. Kamundimu, who retire by rotation in terms of the Articles of Association of the Company and, being eligible, offer themselves for re-election.  To approve the appointment of Mr J.C.P. Caraguel, who was appointed as a Director of the Company with effect from 14 March 2018, and who in terms of the Articles of Association of the Company is required to retire from the Board at the Annual General Meeting and being eligible, offers himself for re-election.   Mr A K Calder Mr O T Kamundimu Mr J.C.P Caraguel	<b>FOR</b> <b>FOR</b> <b>FOR</b>

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15-Apr-18	PADENGA AGM	OR3	<b>Directors Fees</b> To approve Directors' fees for the financial year ended 31 December 2017.	<b>FOR</b>
		OR4	<b>Auditors</b> To re-appoint Ernst & Young as Auditors of the Company until the conclusion of the next Annual General Meeting and to approve their remuneration for the past audit.	<b>FOR</b>
		SR1	<b>Approval of Share Buy – Back</b>	<b>FOR</b>
		SR2	<b>Loans to Directors</b> To resolve as an ordinary resolution, with or without amendments: - "That the Company be and is hereby authorised to make any loan to any Executive Director or to enter into any guarantee or provide any security in connection with a loan to such Executive Director for the purpose of enabling him to properly perform his duty as an officer of the Company, as may be determined by the Remuneration Committee of the Board of Directors, provided that the amount of the loan or the extent of the guarantee or security shall not exceed the annual remuneration of that Director."	<b>FOR</b>
		SR3	Amendment of the 2017 Padenga Share Option Scheme so as to allow Padenga non – executive directors to be eligible to be awarded share options under the sScheme	<b>AGAINST</b>
26-Apr-18	OMZIL AGM	OR1	To receive, consider and adopt the Financial Statements of the Company and the respective reports of the Directors and of the Auditors for the financial year ended 31st December, 2017	<b>FOR</b>
		OR2	<b>To approve the amounts appropriated by the Directors of the Company to meet the payment of dividends to members.</b> § An interim preference dividend declared out of 2017 profits and paid during the year; October 2017 US\$2 469 509 § An interim ordinary dividend declared out of 2017 profits and paid during the year, October 2017 US\$5 000 000 § An ordinary dividend of US\$10 000 000 is proposed out of 2017 profits as well as another additional special dividend of US\$10 000 000.	<b>FOR</b>
		OR3	To approve the fees paid to Directors	<b>FOR</b>
		OR4	In terms of Article 106 of the Articles of Association, one third of the Directors shall retire from office and are eligible for re-election. Dr LL Tumba and Messrs D Benecke and I Williamson retire by rotation and, being eligible, offer themselves for re-election.  <div style="text-align: right;">Dr L L Tumba Mr D Benecke Mr I Williamson</div>	<b>FOR</b> <b>FOR</b> <b>FOR</b> <b>FOR</b>
		OR5	To fix the remuneration for the past year's audit and to elect Auditors for the ensuing year	<b>FOR</b>
16-May-18	CBZ HOLDINGS LTD AGM	OR1	To receive and consider the Audited Annual Financial Statements of the Company and the respective reports of the Directors and External Auditors for the year ended	<b>FOR</b>
		OR2	To consider the payment of a final dividend of \$1,762,371 (0.25658 US cents per share) for the year ended 31 December 2017 to Members.	<b>ABSTAINED</b>
		OR3	<b>Directorate</b> In terms of Article 88 of the Memorandum and Articles of Association, one third of the Directors are required, after serving a period of three years, to retire from the Board by rotation and that in terms thereof there are no Directors eligible for retirement by rotation. To confirm the appointment of Noah Matimba and William Annandale as Independent Non-Executive Directors of the Board and Varaidzo Zifudzi as a Non-Independent Non-Executive Director of the Board. In terms of Article 80 of the Articles of Association, the following Directors appointed during the course of the year: Noah Matimba, Varaidzo Zifudzi and William Annandale are required to retire and they being eligible, offer themselves for reappointment. To note the retirement of Never Nyemudzso.  <div style="text-align: right;">Noah Matimba William Annandale Varaidzo Zifudzi</div>	<b>FOR</b> <b>FOR</b> <b>FOR</b>
		OR4	To confirm the remuneration paid to the Directors during the year	<b>FOR</b>
		OR5	To confirm the re-appointment of Ernst & Young Chartered Accountants (Zimbabwe) as external auditors of the Company for the ensuing year	<b>FOR</b>
		OR6	To authorise the Directors to fix the external auditors' remuneration.	<b>FOR</b>

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16-May-18	DAIRIBORD AGM	OR1	To receive and adopt the Financial Statements for the year ended 31 December 2017, together with reports of the Directors and Auditors thereon.	FOR
		OR2	<p><b>To elect Directors of the Company</b></p> <p>In accordance with article 100 of the Company's Articles of Association, Mr J Sachikonye and Mrs R.P Kupara retire by rotation and being eligible, offers himself for re-election.</p> <p>In accordance with article 107 of the Company's Articles of Association, Mr N. Chiromo and Mr C.R.J Hagwood who were appointed directors of the company with effect from 24 May 2017 and 8 August 2017 respectively, retire and being eligible, offer themselves for re-election.</p> <p>To approve the extension of the term of office for Mr D Hasluck who is due to retire from the Board in terms of Article 85(A) of the Articles of Association of the company for one year.</p> <p>Dr Tumba who has served the board as Chairman for the last 6 years, will be retiring at the conclusion of this Annual General Meeting in terms of Article 85(A) of the Articles of Association of the company for one year.</p> <p style="text-align: right;">Mr J. Sachikonye Mrs R.P. Kupara</p>	<p>ABSTAIN</p> <p>NOTED</p> <p>FOR</p> <p>FOR</p>
		OR3	To approve the remuneration of the auditors for the past audit and to re-appoint Ernst & Young Chartered Accountants (Zimbabwe) as auditors for the current year.	FOR
		OR4	To approve the remuneration of the directors for the past year.	FOR
		OR5	To approve the dividend of 0.20 US cents per share declared on 8 March 2018	FOR
17-May-18	TURNALL HOLDINGS AGM	OR1	To receive, consider and adopt the Group Consolidated Annual Financial Statements of the Company and the reports of the Directors and Auditors for the year ended 31 December, 2017.	FOR
		OR2	<p>Mrs. M. Gwanzura and Mr. I Chinyama retire from the Board in terms of Article 95 of the Company's Articles of Association. All of them being eligible, offer themselves for re-election</p> <p style="text-align: right;">Mrs M. Gwanzura Mr I. Chinyama</p>	<p>FOR</p> <p>FOR</p>
		OR3	To approve the remuneration of the Directors for the financial year ended 31 December 2017.	FOR
		OR4	To re-appoint Deloitte and Touche as auditors for the ensuring year. The current auditors being eligible offer themselves for re-appointment	FOR
18-May-18	BAT AGM	OR1	<p><b>Financial Statements and Reports</b></p> <p>To receive and adopt the audited financial statements for the year ended 31 December 2017, together with the reports of the directors and auditors thereon</p>	FOR
		OR2	<p><b>Dividend</b></p> <p>To confirm the payment of an interim dividend of US\$0.22 per share and approve the declaration of a final dividend of US\$0.29 per share for the year ended 31 December 2017, bringing the total dividend for 2017 to US\$0.51 per share.</p>	FOR
		OR3	<p><b>Directorate</b></p> <p>To approve the remuneration of directors for the year ended 31 December 201 of US\$30,813.</p> <p>To note the resignation of Mrs Angela Mashanyare and Mr Lucas Francisco as directors of the Company</p> <p>To re-elect Mr Lovemore T Manatsa and Professor Hope Sadza who retire by rotation in terms of article 96 of the company's articles of association.</p> <p>To elect Mr Alejandro Riomayor, Mr Edwin Manikai, Mr Leslie Malunga and Mrs Rachel Kupara who were appointed as Directors prior to the Annual General Meeting in terms of article 86 of the Company's Article of Association</p> <p style="text-align: right;">Mr Lovemore T Manatsa Professor Hope Sadza Mr Alejandro Riomayor Mr Edwin Manikai Mr Leslie Malunga Mrs Rachel Kupara</p>	<p>FOR</p> <p>FOR</p> <p>FOR</p> <p>FOR</p> <p>FOR</p> <p>FOR</p>
		OR4	<p><b>Auditors</b></p> <p>To fix the remuneration of the auditors for the past year.</p> <p>To reappoint Messrs. KPMG Chartered Accountants (Zimbabwe) as auditors of the company until the conclusion of the next AGM.</p>	FOR

23-May-18	ZIMFLOW AGM	OR1	To approve the minutes of the Annual General Meeting held on 30 May 2017	FOR
		OR2	To receive and consider the director's report and audited financial statements for the year ended 31 December 2016	FOR
		OR3	To elect directors in place of those retiring: Messrs Timothy Michael Johnson, Godfrey Manhambara and Mark Young retire from the Board by rotation and being eligible, offer themselves for re-election.	FOR FOR FOR
			Mr Timothy Michael Johnson Mr Godfrey Manhambara Mark Young	
		OR4	To approve the remuneration of directors for year ended 31 December 2016	FOR
		OR5	To fix the auditors remuneration for the year ended 31 December 2016	FOR
		OR6	To appoint auditors for the financial year ending 31 December 2017	FOR
24-May-18	NMBZ HOLDINGS AGM	OR1	To receive and adopt the Financial Statements for the year ended 31 December 2017, together with the report of the Directors and Auditors thereon	FOR
		OR2	<b>To appoint/re-appoint Directors.</b> In accordance with the Articles of Association, Mr B.A Chikwanha, Mr Erik Sandersen and Ms J. Maguranyanga, retire by rotation. Being eligible, the directors offer themselves for re-election.	FOR FOR FOR
			Mr B. A. Chikwanha Mr Erik Sandersen Ms J. Maguranyanga	
		OR3	To approve directors' fees for the year ended 31 December 2017.	FOR
		OR4	To approve Messrs Ernst & Young's remuneration for the year ended 31 December 2017.	FOR
		ER1	<b>Special Business</b> <b>To consider, and if deemed fit, to pass, with or without modification, the resolution set out below:</b> transactions on the Zimbabwe Stock Exchange ("ZSE") of any of its own ordinary shares in such manner or on such terms as the directors may from time to time determine provided that: a. The maximum number of shares authorized to be acquired is no more than 10% of the Company's ordinary issued share capital. b. For each share, the minimum price shall not be lower than the nominal value of the Company's shares and the maximum price that may be paid is 5% above the weighted average market price for the ordinary shares in the Company as derived from the Zimbabwe Stock Exchange (ZSE) Daily Price Sheet for the five business days immediately preceding the date on which such ordinary shares are contracted to be purchased. c. The authority in terms of this special resolution shall unless renewed prior to such time, expire on the first anniversary of this resolution or at the conclusion of the next Annual General Meeting of the Company, whichever is later, save that the Company, may before such expiry, enter into a contract or contracts to purchase its ordinary shares which would or might be completed wholly or partly after the expiry and may purchase its ordinary shares in pursuance of such contract or contracts."	FOR
24-May-18	ZB BUILDING SOCIETY AGM	OR1	To receive, consider and adopt, if appropriate; the financial statements, and the reports of the Directors and Auditors for the year ended 31 December 2016	ABSTAIN
		OR2	Messrs S.K Chiganze and Mr C Makoni by rotation in terms of Rule 89 of the Society's Rules and, being eligible, offer themselves for re-election. Members are advised that Mrs CE Sandura was appointed chairman of the society's board with effect from 16 November 2017 after Mr SA Sibanda stepped down as chairman. Mr Sibanda, however remains a member of the board.	FOR FOR FOR
			Mr S. K. Chiganze Mr C. Makoni Mrs C.E Sandura	
		OR3	To confirm the remuneration of Directors amounting to US\$28,384 for the year ended 31 December 2017	FOR
		OR4	To approve the Auditors' remuneration amounting to US\$80,668 for the year ended 31 December 2017.	FOR
		OR4	To approve the appointment of Deloitte as the external auditor of the Society.	FOR

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24-May-18	<b>ZB BUILDING SOCIETY AGM</b>	OR5	<b>Confirmation of dividend</b> That the Society be and is hereby authorised to pay a final dividend of 0.196 US cents per ordinary share, being the sum of US\$187,250, for the year ended 31 December 2017.	<b>FOR</b>
24-May-18	<b>PROPLASTICS AGM</b>	OR1	<b>Approval of Financial Statements and Reports</b> To receive and adopt the financial statements for the year ended 31 December 2017, together with the reports of the Directors and Auditors thereon.	<b>FOR</b>
		OR2	<b>Dividend</b> To declare a final dividend of 0.26 cents per ordinary shares in the capital of the Company	<b>FOR</b>
		OR3	<b>Directors' Fees</b> To approve the fees of the Directors for the year ended 31 December 2016	<b>FOR</b>
		OR4	<b>Election of Directors</b> To re-elect Messrs. Gregory Sebborn and Kudakwashe Chigiya who retire by rotation at the Company's Annual General Meeting and being eligible, offer themselves for re-election.  Mr Gregory Sebborn Mr Kudakwashe Chigiya	<b>FOR</b> <b>FOR</b>
		OR5	<b>Auditors</b> To approve the remuneration of the Auditors for the previous year. Audit fees for the year were unchanged at \$46,200 up 10% from 42,000	<b>FOR</b>
29-May-18	<b>FIRST MUTUAL PROPERTIES AGM</b>	OR1	To receive, consider and adopt the Audited Financial Statements and Reports of the Directors and Auditors for the financial year ended 31 December 2017.	<b>FOR</b>
		OR2	To elect directors: Mr D Hoto, Ms R B Ncube and Mr W M Marere retire as directors of the Company in terms of Article 106 of the Articles of Association. Being eligible, all offer themselves for re-election.  Mr D Hoto Ms R B Ncube Mr W M Marere	<b>FOR</b> <b>FOR</b> <b>FOR</b>
		OR3	<b>To fix the remuneration of the Directors</b> Directors' fees of US\$40,000 are a decrease from 2016 fees of US\$48,330	<b>FOR</b>
		OR4	<b>To confirm the remuneration of the Auditors, PwC Chartered Accountants for the past year.</b> Auditors' fees of US\$23,814 are a decrease from 2016 fees of US\$34,279	<b>FOR</b>
		OR5	To appoint PricewaterhouseCoopers Chartered Accountants (Zimbabwe) as the Independent Auditor of the Company until the conclusion of the next Annual General Meeting.	<b>FOR</b>
		OR6	<b>Loans to Executive Directors</b> THAT the Company be and is hereby authorized to make any loan to any Executive Director or to enter into any guarantee or provide any security in connection with a loan to such Executive Director for the purpose of enabling him to properly perform his duty as an officer of the Company as may be determined by the Group Human Resources and Governance Committee, provided that the amount of the loan or the extent of the guarantee or security shall not exceed the annual remuneration of that Director. Any such loans, securities or guarantees made or provided during the six months preceding this Annual General Meeting are hereby ratified.	<b>FOR</b>
		OR7	<b>General Authority to Buy Back Shares</b> THAT the Company authorises in advance, in terms of section 79 of the Companies Act [Chapter 24:03] and the Zimbabwe Stock Exchange Listing Requirements the purchase by the Company of its own shares subject to the following terms and conditions: a. The authority in terms of this resolution shall expire on the date of the Company's next Annual General Meeting; and b. Acquisitions shall be of ordinary shares which, in the aggregate in any one financial year shall not exceed 10% of the Company's issued ordinary share capital; and	<b>FOR</b>

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29-May-18	<b>FIRST MUTUAL PROPERTIES AGM</b>		<p>c. The maximum and minimum prices, respectively, at which such ordinary shares may be acquired will be the weighted average of the market price at which such ordinary shares are traded on the Zimbabwe Stock Exchange, as determined over the five business days immediately preceding the day of purchase of such ordinary share of the Company and shall not be less than the nominal value of the company's shares; and</p> <p>d. All shares purchased pursuant to this resolution shall be utilised for treasury purposes.</p> <p>e. If the maximum number of shares that can be purchased pursuant to the authority is purchased, the Directors believe that:</p> <p>i. the Company will be able, in the ordinary course of business, to pay its debts for a period of twelve months after the date of this notice;</p> <p>ii. the assets of the Company will be in excess of the liabilities of the Company and the Group;</p> <p>iii. there will be adequate ordinary capital and reserves in the Company for a period of 12 months after the date of this notice; and</p> <p>iv. there will be adequate working capital in the Company for a period of 12 months after the date of this notice.</p>	
31-May-18	<b>MASIMBA HOLDINGS AGM</b>	OR1	<p><b>Approval of Financial Statements and Reports</b> To receive, consider and adopt the Annual Financial Statements for the year ended 31 December 2017, including the Directors' and Independent Auditor's reports thereon.</p>	<b>FOR</b>
		OR2	<p><b>Approval of Directors' Fees</b> Approval of Directors' fees for the year ended 31 December 2015.</p>	<b>FOR</b>
		OR3	<p><b>Election of Directors</b> In accordance with Articles 114 of the Company's Articles of Association, Messrs. Malcom William McCulloch and Mark Di Nicola retire by rotation at the Company's Annual General Meeting and being eligible offer themselves for re-election.</p> <p style="text-align: right;">Mr Malcom William McCulloch Mr Mark Di Nicola</p>	<b>FOR</b> <b>FOR</b>
		OR4	<p><b>Dividend</b> To confirm the declaration of a final dividend of US0.14 cents per share for the year ended 31 December 2017</p>	<b>FOR</b>
		OR5	<p><b>Auditors</b> 5.1 To approve the Auditors' remuneration for the previous year. 5.2 To consider the appointment of Messrs. Grant Thornton as Auditors for the ensuing year.</p>	<b>FOR</b> <b>FOR</b>
04-Jun-18	<b>OLD MUTUAL EGM</b>	SR1	<p><b>Special Resolution 1 - Increase of share capital</b> That the authorised share capital of the Company be and is hereby increased from US\$2 001.00 to US\$2 002.00 by way of the creation of one "A" redeemable preference par value share of US\$1.00 ("A" Redeemable Preference Share).</p>	<b>FOR</b>
		SR2	<p><b>Special Resolution 2 - amendment of Memorandum of Association</b> As a special resolution, that item 4 of the Company's memorandum of association (Memorandum of Association) be deleted and replaced with the following new item 4: 4.0 The share capital of the Company is US\$2 002.00 divided into - 4.1 292 953 126 ordinary par value shares of US\$0.0000032 each; 4.2 249 035 156 "A" class ordinary par value shares of US\$0.0000032 each; 4.3 83 011 718 "B" class ordinary par value shares of US\$0.0000032 each; 4.4 1 redeemable preference par value share of US\$1.00; and 4.5 1 "A" redeemable preference par value share of US\$1.00, with power to divide the shares in the capital, original or increased, with or subject to any preferential, special or qualified rights or conditions as regards dividends, repayment of capital, voting or otherwise."</p>	<b>FOR</b>
		SR3	<p><b>Special Resolution 3 - amendment of Articles</b> As a special resolution, that the phrase "(save as otherwise set out in these regulations)" be inserted after the word "must" in the second sentence of Article 7.</p>	<b>FOR</b>



04-Jun-18	OLD MUTUAL EGM	SR4	<p><b>Special Resolution 4 - amendment of Articles</b> As a special resolution, that the following new Article numbered 8F be inserted into the Articles: "OML (Zimbabwe) Dividend Access Trust / Old Mutual Limited Dividend Access Share</p> <p>8F One "A" redeemable preference par value share of US\$1.00 (the Old Mutual Limited dividend access share (OML DAS)) shall be issued to the OML (Zimbabwe) Dividend Access Trust (OML DAT) at par pursuant to, and for the purposes of, the Dividend Access Arrangements (as defined and referred to in the memorandum of incorporation of Old Mutual Limited, as amended or replaced from time to time (Memorandum of Incorporation)).</p> <p>1) The OML DAS shall have the following rights and be subject to the following restrictions:</p> <p>i. <b>as regards dividends:</b></p> <p>out of the profits available for distribution and resolved by the Directors to be distributed in respect of each financial year of the Company the holder of the OML DAS shall be entitled to be paid a preference dividend of US\$100.00 (one hundred United States Dollars) and in respect of any financial year of the Company from time to time such further interim or final dividend/s out of any lawful source as the Directors in their absolute discretion shall resolve, provided that:</p> <p>a) the further dividend shall not enjoy any preference to dividends declared on the ordinary shares and shall rank after dividends declared on ordinary shares and, unless the terms of such class or classes expressly provide otherwise, shall rank after dividends declared on all other class or classes of shares as may be issued by the Company from time to time;</p> <p>b) any dividend on the OML DAS shall be paid to the holder of the OML DAS or to such persons as such holder nominates in writing (in which case any liability of the Company to pay the dividend shall be satisfied upon payment in accordance with such instructions);</p> <p>c) the Directors' discretion shall be exercised only with reference to distributions (including any cash elections permitted under or in respect of the distribution) declared or made from time to time by Old Mutual Limited (each a Specified Distribution) and, in respect of each such Specified Distribution, on the basis that any dividend on the OML DAS shall not exceed the maximum amount which the OML DAT would, upon receipt, be required to pay to shareholders of Old Mutual Limited whose names are registered on its Zimbabwe branch register in respect of such ordinary shares on the relevant record date of the Specified Distribution (calculated on the basis that all relevant shareholders exercise in full any cash elections permitted under or in respect of the distribution) in order pursuant to the Memorandum of Incorporation to reduce to nil the amount of the distribution (or elective payment) otherwise claimable by such shareholder from Old Mutual Limited;</p> <p>ii. <b>as regards capital:</b></p> <p>on a return of capital on a winding up or other repayment of capital, subject to the payment of all arrears or accruals of dividends on the OML DAS, the amount payable on the OML DAS shall be its par value;</p> <p>iii. <b>as regards transfer:</b></p> <p>The OML DAS shall not be transferred or otherwise dealt with by the holder without the prior written permission of Old Mutual Limited;</p> <p>iv. <b>as regards redemption:</b></p> <p>a) the OML DAS may, with the prior written approval of Old Mutual Limited, be redeemed at the option of the Company at any time;</p> <p>b) the redemption money payable on the OML DAS shall be as set out in sub-paragraph (ii); and</p> <p>c) redemption shall be effected by the Company giving the holder of the OML DAS not less than 30 (thirty) days' written notice setting out the date fixed for the redemption and the place at which the certificate for the OML DAS is to be presented for redemption against payment of the redemption money (which shall be the Office);</p> <p>v. <b>as regards voting:</b></p> <p>The OML DAS shall have the right to vote only in respect of (i) a resolution for the winding up of the Company and (ii) such other matters as such share mandatorily has a right to vote on under the Act, and in each such case shall have a single vote.</p> <p>The OML DAS confers no rights to share in the assets of the Company during its continuation or on winding up other than through dividend participation or redemption in terms of this article."</p>	FOR
		OR1	<p><b>Ordinary Resolution 1 - "A" Redeemable Preference Share not to be offered to existing shareholders</b> That the "A" Redeemable Preference Share will not be offered to the existing shareholders of the Company.</p>	FOR
		OR2	<p><b>Ordinary Resolution 2 - issue of "A" Redeemable Preference Share</b> As an ordinary resolution, that the board of directors of the Company (Board) be and is hereby authorised to issue the "A" Redeemable Preference Share to the New Dividend Access Trust.</p>	FOR

04-Jun-18	<b>OLD MUTUAL EGM</b>	OR3	<b>Ordinary Resolution 3 - authority to directors</b> As an ordinary resolution, that any director of the Company be and is hereby authorised to do all such things and sign all such documents as may be necessary or reasonably required in order to give effect to these Resolutions.	<b>FOR</b>
11-Jun-18	<b>FIRST MUTUAL HOLDINGS LIMITED AGM</b>	OR1	To receive, consider and adopt the Audited Financial Statements and Reports of the Directors and Auditors for the financial year ended 31 December 2017.	<b>FOR</b>
		OR2	<b>To elect directors:</b> Mrs M Mukondomi, Mr S V Rushwaya and Mr J Sekeso retire as directors of the Company in terms of Article 106 of the Articles of Association and, being eligible, offer themselves for re-election. Mr C Nziradzemhuka and Mr A R T Manzai, who were appointed during the year, also retire and, being eligible, offer themselves for re-election in terms of Article 113.  <p style="text-align: right;">Mrs M Mukondomi Mr S V Rushwaya Mr J Sekeso Mr C Nziradzemhuka Mr A R T Manzai</p>	<b>FOR</b> <b>FOR</b> <b>FOR</b> <b>FOR</b> <b>FOR</b>
		OR3	To fix the remuneration of the Directors.	<b>FOR</b>
		OR4	To confirm the remuneration of the Auditors, PricewaterhouseCoopers Chartered Accountants, Zimbabwe, for the past year.	<b>FOR</b>
		OR5	To appoint PwC Chartered Accountants (Zimbabwe) as Auditors of the Company until the conclusion of the next Annual General Meeting.	<b>FOR</b>
		OR6	<b>Loans to Executive Directors</b> THAT the Company be and is hereby authorised to make any loan to any Executive Director or to enter into any guarantee or provide any security in connection with a loan to such Executive Director for the purpose of enabling him to properly perform his duty as an officer of the Company as may be determined by the Group Human Resources and Governance Committee, provided that the amount of the loan or the extent of the guarantee or security shall not exceed the annual remuneration of that Director. Any such loans, securities or guarantees made or provided during the six months preceding this Annual General Meeting are hereby ratified.	<b>FOR</b>
		OR7	<b>General Authority to Buy Back Shares</b> THAT the Company authorises in advance, in terms of section 79 of the Companies Act [Chapter 24:03] and the Zimbabwe Stock Exchange Listing Requirements the purchase by the Company of its own shares subject to the following terms and conditions: a) The authority in terms of this resolution shall expire on the date of the Company's next Annual General Meeting; and and c) The maximum and minimum prices, respectively, at which such ordinary shares may be acquired will be the weighted average of the market price at which such ordinary shares are traded on the Zimbabwe Stock Exchange, as determined over the five business days immediately preceding the day of purchase of such ordinary share of the Company and shall not be less than the nominal value of the company's shares; and d) All shares purchased pursuant to this resolution shall be utilised for treasury purposes. e) If the maximum number of shares that can be purchased pursuant to the authority is purchased, the Directors believe that: i. The Company will be able, in the ordinary course of business, to pay its debts for a period of twelve months after the date of this notice; ii. The assets of the Company will be in excess of the liabilities of the Company and the Group; iii. There will be adequate ordinary capital and reserves in the Company for a period of 12 months after the date of this notice; and iv. There will be adequate working capital in the Company for a period of 12 months after the date of this notice. f) A press announcement will be published as soon as the Company has acquired ordinary shares constituting, on a cumulative basis in the period between annual general meetings, 3% of the number of ordinary shares in issue prior to the acquisition.	<b>FOR</b>



## 2018 PROXY VOTING DISCLOSURE

28-Jun-18	FBC HOLDINGS LIMITED AGM	OR1	To receive, consider and adopt the financial statements and the reports of the directors and auditors of the company for the financial year ended 31 December 2017	FOR
		OR2	To sanction the dividend paid.	FOR
			<p><b>To elect Directors of the Company</b></p> <p>2.1 In terms of Article 95 of the Company's Articles of Association, Mr Franklin Kennedy, Mr Philip Chiradza and Mrs Chipo Mtasa retire by rotation. Being eligible, Mr Kennedy, Mr Chiradza and Mrs Mtasa offer themselves for re-election.</p> <p>2.2 To note the resignation of Mr Robin Vela from the Board with effect from 31 January 2018. To note the resignation of Mr James Chiuta with effect from 7 May 2018 following his recent appointment to the Board with effect from 12 December 2017.</p> <p style="text-align: right;">Mr Franklin Kennedy Mr Philip Chiradza Mrs Chipo Mtasa</p>	FOR FOR FOR
		OR3	To approve the remuneration of the Directors for the past financial year.	FOR
		OR4	<p>To approve the remuneration of the auditor for the past audit and to re-appoint Messrs Deloitte &amp; Touche Chartered Accountants (Zimbabwe) of Harare as auditor of the Company</p> <p><b>Special business</b></p> <p><b>Amendment to Articles of Association</b></p> <p>That the directors of the company be and are hereby authorised to amend the Articles of Association of the company by the insertion of additional clauses 54.1, 54.2 and 54.3 after article 54 on notice of general meeting as detailed hereunder;</p> <p>54.1 Any notice required to be sent to members in terms of this article may not withstanding anything to the contrary in the aforementioned be sent by electronic means to the electronic address last furnished by such members</p> <p>54.2 electronic copies of the report of directors, statement of financial position, profit or loss and other comprehensive income, changes to shareholders equity and cash flows and all other documents required to be annexed thereto publicised to the company's website and be delivered by electronic means to every member shall be deemed sufficient delivery to members. Provided that should a member request a hard copy of the report of directors, statement of financial position, profit or loss and other comprehensive income, changes to shareholders equity and cash flows and all other documents required to be annexed thereto from the company, the documents shall be provided to the member in hard copy format.</p> <p>54.3 any other documents that may be required to be sent to members in terms of these articles or of the companies act may be sent to the electronic address of the members and shall be posted on the company's official website.</p>	FOR
29-Jun-18	FIDELITY LIFE AGM	OR1	To receive, consider and adopt the Financial Statements and Reports of the Directors and Auditors for the financial year ended 31 December 2016.	FOR
		OR2	<p><b>To elect Directors in terms of Articles 77 and 78 of the Articles of Association of the Company:</b></p> <p>a) Mr. Happymore Mapara resigned from the board with effect from 1 October 2017.</p> <p>b) Mr. Garikai Dhombo and Mr Francis Dzanya were appointed by the Board on the 1st of September 2017. They retire and seek re-appointment in terms of the Articles.</p> <p>c) Mr. Rueben Java and Mrs Patricia Zvandasara were appointed by the Board on the 1st of October 2017. They retire and seek re-appointment in terms of the Articles.</p> <p style="text-align: right;">Mr Garikai Dhombo Mr Francis Dzanya Mr Rueben Java Mrs Patricia Zvandasara</p>	FOR ABSTAIN FOR FOR
		OR3	To approve the remuneration of the Auditors for the past audit for the year ended 31 December 2017.	FOR
		OR4	To approve the remuneration of the Directors for the year ended 31 December 2017.	FOR
		OR5	To approve the retention of Ernst & Young as the company's auditors.	FOR

**2018 PROXY VOTING DISCLOSURE**

Jun-18	<b>ZBF HOLDINGS AGM</b>	OR1	To receive, consider and adopt, if appropriate, the financial statements and the reports of the directors and auditors for the year ended 31 December 2017.	<b>FOR</b>
		OR2	To confirm the final dividend of 1.83 cents per Ordinary Share as recommended by the Board.	<b>FOR</b>
		OR3	<p><b>Directorate</b></p> <p>i) In terms of Article 68 of the Company's Articles of Association, Messrs O. Akerele and P. B. Nyoni retire by rotation and, being eligible, offer themselves for re-election at the meeting.</p> <p>ii) 3.2. In terms of Article 62 of the Company's Articles of Association, Messrs A. Z. Mangwiro, J. Mutevedzi and Mrs P. Chiromo were appointed to the Board after the last Annual General Meeting of the Company, and retire at the end of the meeting. Being eligible, they offer themselves for election.</p> <p style="text-align: right;">Mr A Z Mangwiro Mr J Mutevedzi Mrs P Chiromo</p>	<b>FOR</b> <b>FOR</b> <b>FOR</b>
		OR4	<b>Remuneration of Directors</b>	<b>FOR</b>
			<p><b>External Auditors</b></p> <p>4.1 To approve the remuneration of Deloitte &amp; Touche (Zimbabwe) for the past financial year's audit, in terms of Article 112 of the Articles of the Company.</p> <p>4.2 To re-appoint them as the Company's auditors for the ensuing year:</p>	<b>FOR</b> <b>FOR</b>
03-Jul-18	<b>BARCLAYS BANK OF ZIMBABWE EGM</b>	SR1	<p><b>Special Resolution</b></p> <p>To consider and if deemed fit to pass with or without modification the following resolution: That the company changes its registered statutory name from 'Barclays Bank of Zimbabwe Limited' to 'First Capital Bank Limited'. The new name is aligned to the new ownership structure and the group rebranding exercise currently underway</p>	<b>FOR</b>